

Disclosure of beginning to have substantial holding

Section 276, Financial Markets Conduct Act 2013

To NZX Limited

and

To Oceania Healthcare Limited

Date this disclosure made: 29 January 2020

Date on which substantial holding began: 29 January 2020

Substantial product holder(s) giving disclosure

Full name(s): Macquarie Securities (NZ) Limited (**MSNZ**) (a wholly owned indirect subsidiary of Macquarie Group Limited)

Summary of substantial holding

Class of quoted voting products: ordinary shares in Oceania Healthcare Limited (NZX Code: OCA)

Summary for: MSNZ

For this disclosure,—

- (a) total number held in class: 83,734,326
- (b) total in class: 609,362,859
- (c) total percentage held in class: 13.741%

Details of relevant interests

Details for: MSNZ

Nature of relevant interest(s): the power to acquire and dispose of, or to control the acquisition or disposition of, the shares to which this notice relates as a manager and underwriter under the Block Trade Agreement described below. A copy of the Block Trade Agreement was attached to the SSH notice filed by OHHL on 29 January 2020. For that relevant interest,—

- (a) number held in class: 83,734,326
- (b) percentage held in class: 13.741%
- (c) current registered holder(s): Oceania Healthcare Holdings Limited
- (d) registered holder(s) once transfers are registered: unknown

Details of transactions and events giving rise to substantial holding

Details of the transactions or other events requiring disclosure:

MSNZ entered into a Block Trade Agreement with Oceania Healthcare Holdings Limited (**OHHL**) on 29 January 2020 (the **Block Trade Agreement**) under which MSNZ, Craigs Investment Partners Limited and Jarden Partners Limited were appointed to manage and underwrite the sale of 251,202,979 ordinary shares in Oceania held by OHHL for a price to be determined under the procedures set out in the Block Trade Agreement.

In doing so, MSNZ acquired a relevant interest, being the power to acquire and dispose of, or to control the acquisition or disposition of, the Shares.

A copy of the Block Trade Agreement was attached to the SSH notice filed by OHHL on 29 January 2020.

Additional information

Address of substantial product holder(s): Level 6, 50 Martin Place, Sydney NSW 2000

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: Oceania Healthcare Holdings Limited, Craigs Investment Partners Limited and Jarden Partners Limited.

Certification

I, Dave Robertson, certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.