

Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest, or both

Sections 277 and 278, Financial Markets Conduct Act 2013

To: NZX Limited

and

To: Diligent Corporation

Relevant event being disclosed: Movement of 1% or more in substantial holding

Date of relevant event: 11 April 2016

Date this disclosure made: 13 April 2016

Date last disclosure made: 11 April 2016

Substantial product holder(s) giving disclosure

Full name(s): **UBS Group AG and its related bodies corporate**

Summary of substantial holding

Class of quoted voting products: **Ordinary shares**

Summary for: **UBS Group AG and its related bodies corporate**

For **this** disclosure,—

- (a) total number held in class: 4,540,776 shares
- (b) total in class: 88,086,700 shares
- (c) total percentage held in class: 5.15%

For **last** disclosure,—

- (a) total number held in class: 5,886,985 shares
- (b) total in class: 88,086,700 shares
- (c) total percentage held in class: 6.68%

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure: Please see Appendix A.

Details after relevant event

Details for: UBS AG

Nature of relevant interest(s): Fund Manager with power to exercise control over voting shares

For that relevant interest,—

- (a) number held in class: 20,989
- (b) percentage held in class: 0.02%
- (c) current registered holder(s): Not applicable

(d) registered holder(s) once transfers are registered: UBS AG

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) parties to the derivative: Not applicable

(d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details for: UBS Asset Management (Australia) Ltd

Nature of relevant interest(s): Fund Manager with power to exercise control over voting shares

For that relevant interest,—

(a) number held in class: 101,338

(b) percentage held in class: 0.11%

(c) current registered holder(s): Not applicable

(d) registered holder(s) once transfers are registered: UBS Asset Management (Australia) Ltd

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) parties to the derivative: Not applicable

(d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details for: UBS Fund Management (Switzerland) AG

Nature of relevant interest(s): Fund Manager with power to exercise control over voting shares

For that relevant interest,—

(a) number held in class: 18,621

(b) percentage held in class: 0.02%

(c) current registered holder(s): Not applicable

(d) registered holder(s) once transfers are registered: UBS Fund Management (Switzerland) AG

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) parties to the derivative: Not applicable

(d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details for: UBS AG Australia Branch

Nature of relevant interest(s): Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement

For that relevant interest,—

- (a) number held in class: 300,000
- (b) percentage held in class: 0.34%
- (c) current registered holder(s): Not applicable
- (d) registered holder(s) once transfers are registered: UBS AG Australia Branch

For a derivative relevant interest, also—

- (a) type of derivative: Not applicable
- (b) details of derivative: Not applicable
- (c) parties to the derivative: Not applicable
- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details for: UBS AG London Branch

Nature of relevant interest(s): Power to control disposal over shares pursuant to stock borrowing and lending activities

For that relevant interest,—

- (a) number held in class: 201,577
- (b) percentage held in class: 0.23%
- (c) current registered holder(s): Not applicable
- (d) registered holder(s) once transfers are registered: UBS AG London Branch

Nature of relevant interest(s): Beneficial Owner

For that relevant interest,—

- (a) number held in class: 5,574
- (b) percentage held in class: 0.01%
- (c) current registered holder(s): Not applicable
- (d) registered holder(s) once transfers are registered: UBS AG London Branch

Nature of relevant interest(s): Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement

For that relevant interest,—

- (a) number held in class: 3,862,677
- (b) percentage held in class: 4.39%
- (c) current registered holder(s): Not applicable
- (d) registered holder(s) once transfers are registered: UBS AG London Branch

For a derivative relevant interest, also—

- (a) type of derivative: Not applicable
- (b) details of derivative: Not applicable
- (c) parties to the derivative: Not applicable
- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details for: UBS Securities LLC

Nature of relevant interest(s): Power to control disposal over shares pursuant to stock borrowing and lending activities

For that relevant interest,—

- (a) number held in class: 30,000
- (b) percentage held in class: 0.03%
- (c) current registered holder(s): Not applicable
- (d) registered holder(s) once transfers are registered: UBS Securities LLC

For a derivative relevant interest, also—

- (a) type of derivative: Not applicable
- (b) details of derivative: Not applicable
- (c) parties to the derivative: Not applicable
- (d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Additional information

Address(es) of substantial product holder(s): Details of all UBS offices can be found through the following link: <http://apps2.ubs.com/locationfinder/>

Contact details: **Weixiao Qin**

Tel: **+65 6495 8217**

Email: **Weixiao.Qin @ubs.com**

Nature of connection between substantial product holders:

UBS AG: Related body corporate

UBS Asset Management (Australia) Ltd: Related body corporate

UBS Fund Management (Switzerland) AG: Related body corporate

UBS AG Australia Branch: Related body corporate

UBS AG London Branch: Related body corporate

UBS Securities LLC: Related body corporate

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: Not applicable

Certification

We, certify that, to the best of our knowledge and belief, the information contained in this disclosure is correct and that we are duly authorised to make this disclosure by all persons for whom it is made.

SIGNATURE

Print Name: Pepe Chan

Capacity: Authorised signatory

Sign Here:

Date: 13 April 2016

Print Name: Weixiao Qin

Capacity: Authorised signatory

Sign Here:

Date: 13 April 2016

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11-Apr-16	UBS New Zealand Limited	Sell			8,063	(1,142)	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			12,002	1,700	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			830		Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			158,822	22,495	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			28,240	4,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			6,876	974	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			8,034	1,138	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			8,472	1,200	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			134,140	19,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			7,060	1,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			9,178	1,300	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			11,571	1,639	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			33,344	4,723	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			1,669	235	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			177,597	(25,191)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			86,778	(12,508)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			126,540	(18,000)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			56,240	(8,000)	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			14,911	2,121	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			34,201	4,865	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			210,900	30,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			22,495	3,200	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			1,054,500	(150,000)	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			13,111	1,865	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			26,090	(3,706)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			28,090	(3,990)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			10,335	(1,468)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			5,885	(835)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			6,582	(935)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			22,380	(3,179)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			7	(1)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			10,342	(1,469)	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			56,240	8,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			35,200	5,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			22,387	(3,180)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			10,335	(1,468)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			22,387	(3,180)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			10,335	(1,468)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			22,380	(3,179)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			7	(1)	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			10,335	(1,468)	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			9,701	1,380	Ordinary
11-Apr-16	UBS New Zealand Limited	Sell			3,323	(472)	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			21,090	3,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			6,503	925	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			3,304	470	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			7,382	1,050	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			91,689	13,024	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			4,407	626	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			17,600	2,500	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			5,984	850	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			80,256	11,400	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			58,946	8,373	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			25,534	3,627	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			78,503	11,151	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			27,097	3,849	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			147,340	20,929	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			16,305	2,316	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			176,000	25,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy			89,295	12,584	Ordinary

11-Apr-16	UBS New Zealand Limited	Buy		84,107	11,947	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy		55,603	8,053	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy		295,260	42,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy		7,030	1,000	Ordinary
11-Apr-16	UBS New Zealand Limited	Buy		15,134	2,295	Ordinary
11-Apr-16	UBS AG London Branch	Buy		2,121,000	300,000	Ordinary
11-Apr-16	UBS AG London Branch	Sell		11,475,866	(1,650,000)	Ordinary