

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: 7 April 2016

Date this disclosure made: 11 April 2016

Date last disclosure made: 7 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: 5,886,985 shares
- (b) total in class: 88,086,700 shares
- (c) total percentage held in class: 6.68%

For **last** disclosure,—

- (a) total number held in class: 4,595,295 shares
- (b) total in class: 88,086,700 shares
- (c) total percentage held in class: 5.22%

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: 0.12%

(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 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: 1,405,574
- (b) percentage held in class: 1.60%
- (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: 3,712,677
- (b) percentage held in class: 4.21%
- (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 New Zealand Limited

Nature of relevant interest(s): Beneficial Owner

For that relevant interest,—

- (a) number held in class: 396,209
- (b) percentage held in class: 0.45%
- (c) current registered holder(s): Not applicable
- (d) registered holder(s) once transfers are registered: UBS New Zealand Limited

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 London Branch: Related body corporate

UBS New Zealand Limited: 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: 11 April 2016

Print Name: Weixiao Qin

Capacity: Authorised signatory

Sign Here:

Date: 11 April 2016

DIL - Appendix A					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
06-Apr-16	UBS New Zealand Limited	Buy	37,932	5,350	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	78,018	11,004	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	236,550	33,646	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	177,088	24,942	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	177,912	25,058	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	675,920	95,200	Ordinary
06-Apr-16	UBS New Zealand Limited	Sell	355,000	(50,000)	Ordinary
06-Apr-16	UBS New Zealand Limited	Sell	1,065,000	(150,000)	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	17,739	2,495	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	26,947	3,790	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	10,665	1,500	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	20,022	2,816	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	13,715	1,929	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	12,087	1,700	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	6,129	862	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	2,844	400	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	6,399	900	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	35,550	5,000	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	7,110	1,000	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	12,087	1,700	Ordinary
06-Apr-16	UBS New Zealand Limited	Sell	651,110	(91,448)	Ordinary
06-Apr-16	UBS New Zealand Limited	Buy	458,215	64,356	Ordinary
06-Apr-16	UBS AG London Branch	Buy	1,065,000	150,000	Ordinary
06-Apr-16	UBS AG London Branch	Buy	7,619	1,070	Ordinary
06-Apr-16	UBS AG London Branch	Buy	290,113	40,744	Ordinary
06-Apr-16	UBS AG London Branch	Buy	739,530	103,861	Ordinary
06-Apr-16	UBS AG London Branch	Stock returned	N/A	(21,197)	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	16,619	2,344	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	63,810	9,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	14,180	2,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	7,090	1,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	18,831	2,656	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	14,259	2,014	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	11,135	15,697	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	51,606	7,289	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	1,767,500	250,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	353,500	50,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	707,000	(100,000)	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	1,080,500	(150,000)	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	36,644	5,183	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	14,140	2,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	17,675	2,500	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	707,000	(100,000)	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	23,685	3,350	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	84,607	11,967	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	706,500	100,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	706,500	100,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Buy	4,236,600	600,000	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	2,118,000	(300,000)	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	70,600	(10,000)	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	30,294	(4,291)	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	187,090	(26,500)	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	282,400	(40,000)	Ordinary
07-Apr-16	UBS New Zealand Limited	Sell	282,400	(40,000)	Ordinary
07-Apr-16	UBS AG London Branch	Buy	2,474,500	350,000	Ordinary
07-Apr-16	UBS AG London Branch	Buy	707,000	100,000	Ordinary
07-Apr-16	UBS AG London Branch	Buy	707,000	100,000	Ordinary

07-Apr-16	UBS AG London Branch	Buy	198,270	27,969	Ordinary
07-Apr-16	UBS AG London Branch	Buy	505,419	71,297	Ordinary
07-Apr-16	UBS AG London Branch	Buy	5,203	734	Ordinary
07-Apr-16	UBS AG London Branch	Stock returned	N/A	(21,197)	Ordinary