

## 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** Chatham Rock Phosphate Limited (**CRP**)

Relevant event being disclosed: change in nature of relevant interest

Date of relevant event: 24 February 2017

Date this disclosure made: 27 February 2017

Date last disclosure made: 21 February 2017

### **Substantial product holder(s) giving disclosure**

Full name(s): Antipodes Gold Limited (**AXG**)

### **Summary of substantial holding**

Class of quoted voting products: Ordinary shares

Summary for AXG

For **this** disclosure,—

- (a) total number held in class: 775,905,256
- (b) total in class: 829,845,062
- (c) total percentage held in class: 93.500%

For **last** disclosure,—

- (a) total number held in class: 773,263,365
- (b) total in class: 829,845,062
- (c) total percentage held in class: 93.182%

### **Details of transactions and events giving rise to relevant event**

Details of the transactions or other events requiring disclosure:

On 23 December 2016, AXG made a full takeover offer for all of the equity securities in CRP under the Takeovers Code (**Offer**). The Offer was declared unconditional in all respects on 17 February 2017. On 21 February 2017, AXG issued as compulsory acquisition notice under the Takeovers Code.

On 24 February 2017, pursuant to the terms of the Offer, AXG issued (in aggregate) 11,829,621 securities to CRP shareholders who had accepted the Offer. This resulted in

AXG becoming the registered holder and beneficial owner of 775,905,256 ordinary shares in CRP (and changing the nature of AXG's relevant interest in these CRP securities).

### **Details after relevant event**

Details for AXG

Nature of relevant interest: Registered holder and beneficial owner of ordinary shares in CRP.

For that relevant interest,—

- (a) number held in class: 775,905,256
- (b) percentage held in class: 93.500%
- (c) current registered holder(s): AXG
- (d) registered holder(s) once transfers are registered: N/A

### **Additional informationg**

Address(es) of substantial product holder(s): C/- Peter Liddle, 3a Douglas Avenue, Mount Albert, Auckland, 1025, New Zealand

Contact details: Matthew Wallace Yates, matt.yates@duncancotterill.com, (04) 471 9428

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: Ernst Schonbachler, George Wong Kim Pau and Happy Sim; General Research GmbH; Christopher David Castle; Robin Keith Halcro Falconer; Robert Mark Goodden; Jill Elizabeth Hatchwell; Linda Jane Sanders; and Raymond Wood.

### **Certification**

I, Matthew Wallace Yates, 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.