

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 Gentrack Group Limited

Relevant event being disclosed: Change in nature of relevant interest

Date of relevant event: 9 July 2018

Date this disclosure made: 9 July 2018

Date last disclosure made: 30 March 2017

Substantial product holder(s) giving disclosure

Full name(s): Hg Pooled Management Limited

Summary of substantial holding

Class of quoted voting products: Ordinary shares (NZX Code: GTK)

Summary for Hg Pooled Management Limited and Devaron (NZ) Limited

For **this** disclosure,—

- (a) total number held in class: 9,538,373
- (b) total in class: 83,972,008
- (c) total percentage held in class: 11.359%

For **last** disclosure,—

- (a) total number held in class: 9,538,373
- (b) total in class: 82,237,883
- (c) total percentage held in class: 11.599%

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure: On 9 July 2018, Devaron (NZ) Limited transferred its holding of 9,538,373 fully paid ordinary shares in Gentrack Group Limited to Baincor Nominees Pty Limited (the *Transfer*). The consideration payable for the Transfer was nil, as there was no change in beneficial ownership.

Accordingly, Hg Pooled Management Limited now has the power to control the exercise of the right to vote attaching to the Gentrack Group Limited shares, as well as the power to control the acquisition or disposition of those shares, held by Baincor Nominees Pty Limited.

Devaron (NZ) Limited is no longer the registered holder of any Gentrack Group Limited shares.

Details after relevant event

Details for Hg Pooled Management Limited

Nature of relevant interest(s): Hg Pooled Management Limited now has the power to control the exercise of the right to vote attaching to the shares, as well as the power to control the acquisition or disposition of the shares, held by Baincor Nominees Pty Limited.

For that relevant interest,—

- (a) number held in class: 9,538,373
- (b) percentage held in class: 11.359%
- (c) current registered holder(s): Baincor Nominees Pty Limited
- (d) registered holder(s) once transfers are registered: Not applicable

Additional information

Addresses of substantial product holder(s): Hg Pooled Management Limited – 2 More London Riverside, London SE1 2 AP, United Kingdom

Addresses of substantial product holder(s): Devaron (NZ) Limited – Sothertons Limited, 10 Heather Street, Parnell, Auckland, 1052, New Zealand

Contact details: Moynul Ali, +44 207 089 7931, moynul.ali@hgcapital.com

Nature of connection between substantial product holders: Hg Pooled Management Limited and Devaron (NZ) Limited are related bodies 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: N/A

Certification

I, Moynul Ali, 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.