

**DISCLOSURE OF CEASING TO HAVE SUBSTANTIAL HOLDING
SECTION 279 FINANCIAL MARKETS CONDUCT ACT 2013**

To: New Zealand Exchange (NZX)
And: Orion Health Group Limited (OHE)

Date this disclosure made: 4 December 2018
Date last disclosure made: 3 July 2018
Date on which substantial holding ceased: 3 December 2018

Substantial product holder(s) giving disclosure

Name(s): Geoffrey A Cumming

Summary of previous substantial holding

Class of quoted voting products: Fully paid ordinary shares (NZX: OHE) (the "Shares")

Summary for Geoffrey A Cumming

For last disclosure, —

- (a) total number held in class: 18,797,777
- (b) total in class: 196,049,814
- (c) total percentage held in class: 9.588%

For current holding after ceasing to have a substantial holding, —

- (d) total number held in class: nil
- (e) total in class: 196,197,804
- (f) total percentage held in class: nil%

Details of transactions and events giving rise to ceasing of substantial holding

Details of the transactions or other events requiring disclosure:

Prior to the transaction described below, Geoffrey A Cumming was the registered holder and beneficial owner of 15,817,777 Shares, and Emerald Capital Limited was the registered holder of 2,980,000 Shares. Geoffrey A Cumming is the registered and beneficial owner of all of the shares in Emerald Capital Limited.

On 3 December 2018, both Geoffrey A Cumming and Emerald Capital Limited accepted the offer from Orion Health Group Limited to buyback 100% of Shares held by them, pursuant to and in accordance with the buyback offer to all shareholders of Orion Health Group Limited set out in the Share Buyback Information Booklet dated 3 December 2018 and sent to all shareholders of Orion Health Group Limited. The consideration to be received in cash under the buyback offer is \$1.224 per share. The total number of Shares disposed of under the buyback offer process was 18,797,777, being 15,817,777 held in the name of Geoffrey A Cumming and 2,980,000 held in the name of Emerald Capital Limited.

Additional information

Nature of connection between substantial product holders: Geoffrey A Cumming is the sole registered shareholder and beneficial owner of Emerald Capital Limited.

Address(es) of substantial product holder(s): C/- Harmos Horton Lusk Limited, Level 33, Vero Centre, 48 Shortland Street, Auckland.

Contact details for enquiries: Dave Lock, 021 662593, dave@zeus.net.nz

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.

Declaration

I, David George Lock, 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.