

Disclosure of beginning to have substantial holding

Section 276, Financial Markets Conduct Act 2013

Note: This form must be completed in accordance with the instructions at the end of the form.

To: NZX

and

To: Smartpay Holdings Limited

Date this disclosure made: 1 September 2017

Date on which substantial holding began: 31 August 2017

Substantial product holder(s) giving disclosure

Full name(s): Anacacia Pty Limited

Summary of substantial holding

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

Summary for **Anacacia Pty Limited**

For this disclosure,—

(a) total number held in class: **8,601,628**

(b) total in class: **171,752,278**

(c) total percentage held in class: **5%**

Details of relevant interests

Details for **Anacacia Pty Limited (as Trustee for the Wattle Fund)**

Nature of relevant interest(s): *registered holder of the securities*

For that relevant interest,—

(a) number held in class: **8,601,628**

(b) percentage held in class: **5%**

(c) current registered holder(s): **Anacacia Pty Limited**

(d) registered holder(s) once transfers are registered: **Anacacia Pty Limited**

For a derivative relevant interest, also—

(a) type of derivative: **N/A**

(b) details of derivative: **N/A**

(c) parties to the derivative: **N/A**

(d) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: **N/A**

Details of transactions and events giving rise to substantial holding

Details of the transactions or other events requiring disclosure: **On market purchase of shares**

Additional information

Address(es) of substantial product holder(s): **Level 2, 53 Cross Street, Double Bay, NSW 2028**

Contact details: **Tom Granger**

Certification

I, **Tom Granger**, 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.

A handwritten signature in black ink, appearing to read 'Tom Granger', with a stylized, flowing script.