

fax message



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To **Australian Securities Exchange**

Attention **Company Announcements**

Fax No. **0800 449 707**

From **Matthew Cunliffe**

Date **5 December 2014**

No of pages including this page **5**

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message

To whom it may concern

Attached is an SSH Begin and an SSH Cease notice for **Fonterra Shareholders' Fund**. Jason Familton has submitted the two following substantial security holder notices to the NZX and Fonterra Shareholders' Fund today.

Regards

Matthew Cunliffe
Investments Compliance Officer

Disclosure of beginning to have substantial holding
Section 22, Securities Markets Act 1988

To: NZX Limited

And: Fonterra Shareholders' Fund

Date this disclosure made: 5 December 2014

Substantial security holder(s) giving disclosure

Name(s): Jason Familton

Contact details: Matthew Cunliffe +64 4 816 5743 InvestmentsCompliance@acc.co.nz

Date on which substantial security holder(s) began to have substantial holding: 1 December 2014

Summary of substantial holding to which disclosure relates

Class of listed voting securities: Units

Summary for: Jason Familton

For this disclosure,—

- (a) Total number held in class: 6,179,433
- (b) Total in class: 121,486,490
- (c) Total percentage held in class: 5.087%

Details of relevant interests in substantial holding after relevant event

Details for: Jason Familton

Nature of relevant interest(s): Jason Familton

Beneficial owner of securities under s 5 (1) (b) of the Securities Markets Act

No relevant agreement document needs to be attached under regulation 11.

For that relevant interest,—

- (a) Number held in class: 4,100
- (b) Percentage held in class: 0.0034%
- (c) Current registered holder(s) of securities: held by Jason Familton either directly or indirectly
- (d) Registered holder(s) of securities once transfers registered: unknown

Details for: Accident Compensation Corporation ("ACC")

Nature of relevant interest(s):

Qualified powers to exercise control of rights to vote and of acquisition or disposal of some or all of the securities, of which the ACC is the beneficial owner under s 5(1)(c) and 5 (1)(d) of the Securities Markets Act. Further to regulation 11(2)(b), the material terms of this arrangement are that powers are subject to ACC investment policies and the decisions of the ACC Investment Committee.

For that relevant interest,

- (a) Number held in class: 6,175,333
- (b) Percentage held in class: 5.0831%
- (c) Current registered holder(s) of securities: held by ACC via New Zealand Central Securities Depository Limited (NZCSD)
- (d) Registered holder(s) of securities once transfers registered: unknown

Details of transactions and events giving rise to person beginning to have substantial holding

Details of the transactions or other events requiring disclosure under the instructions to this form:

Purchases of 1,200,000 units for net consideration of NZD \$7,281,711.94 on 1st December 2014 by ACC, and the aggregation of interests in securities held by Jason Familton and ACC.

Additional information

Jason Familton is an employee and portfolio manager or equity analyst for ACC. Under current ACC investment policies, he has the discretion to exercise control over some or all the rights to vote and acquisition or disposal of some or all of the securities of which ACC is the beneficial owner

Address(es) of substantial security holder(s): ACC : Justice Centre, 19 Aitken Street, PO Box 242, Wellington 6140.

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Act in relation to the securities to which this disclosure relates: n/a

Declaration

I, Matthew Cunliffe, declare 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.

Disclosure of ceasing to have substantial holding
Section 25, Securities Markets Act 1988

To: NZX Limited

And: Fonterra Shareholders' Fund

Date this disclosure made: 5 December 2014

Date last disclosure made: 5 December 2014

Substantial security holder(s) giving disclosure

Name(s): Jason FAMILTON

Contact details: Matthew Cunliffe +64 4 816 5743 investmentscompliance@acc.co.nz

Date on which substantial security holder(s) ceased to have substantial holding: 2 December 2014

Summary of previous substantial holding to which disclosure relates

Class of listed voting securities: Units

Summary for: Jason FAMILTON

For last disclosure,—

(a) Total number held in class: 6,179,433

(b) Total in class: 121,486,490

(c) Total percentage held in class: 5.083%

For current holdings after ceasing to have substantial holding:

(a) Total number held in class: 5,979,433

(b) Total in class: 121,486,490

(c) Total percentage held in class: 4.922%

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

Details of the transactions or other events requiring disclosure under the instructions to this form:

Sale of 200,000 units for net consideration of NZD \$1,202,382 on 2nd December 2014, and the aggregation of interests in securities held by Jason FAMILTON and ACC

Details of relevant interests in substantial holding after relevant event

Details for: Jason FAMILTON

Nature of relevant interest(s):

Beneficial owner of securities under s 5 (1) (b) of the Securities Markets Act

No relevant agreement document needs to be attached under regulation 11.

For that relevant interest,—

(a) Number held in class: 4,100

(b) Percentage held in class: 0.003%

(c) Current registered holder(s) of securities: held by Jason FAMILTON either directly or indirectly

(d) Registered holder(s) of securities once transfers registered: unknown

Details for: Accident Compensation Corporation ("ACC")**Nature of relevant interest(s):**

Qualified powers to exercise control of rights to vote and of acquisition or disposal of some or all of the securities, of which the ACC is the beneficial owner under s 5(1)(c) and 5 (1)(d) of the Securities Markets Act. Further to regulation 11(2)(b), the material terms of this arrangement are that powers are subject to ACC investment policies and the decisions of the ACC Investment Committee.

For that relevant interest,

- (a) Number held in class: 5,975,333
- (b) Percentage held in class: 4.919%
- (c) Current registered holder(s) of securities: held by ACC via New Zealand Central Securities Depository Limited (NZCSD)
- (d) Registered holder(s) of securities once transfers registered: unknown

Additional information

Jason Familton is an employee and portfolio manager or equity analyst for ACC. Under current ACC investment policies, he has the discretion to exercise control over some or all the rights to vote and acquisition or disposal of some or all of the securities of which ACC is the beneficial owner

Address(es) of substantial security holder(s): ACC : Justice Centre, 19 Aitken Street, PO Box 242, Wellington 6140.

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Act in relation to the securities to which this disclosure relates: n/a

Declaration

I, Matthew Cunliffe, declare 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.