

#### SMARTPAY HOLDINGS LIMITED: RECEIVING INVESTOR COMMUNICATIONS (209 Notice)

As a Smartpay Holdings Limited shareholder you receive a number of communications from us. However, in accordance with the New Zealand Companies Act and NZSX Listing Rules, we will not be automatically mailing to you printed copies of the Annual Report or Half Year Report.

This year the Company has decided not to take up the option to prepare a Concise Annual Report.

Smartpay Holdings Limited's Annual Report for the year ended 31 March 2014 is now available on our website, and Smartpay Holdings Limited's Half Year Report for the six months ended 30 September 2014 will be available on our website around November 2014. You can obtain copies of these reports at [www.smartpayltd.com](http://www.smartpayltd.com).

Notwithstanding that this report will be available electronically, you have the right to receive, upon request, a copy free of charge of the Annual and the next Half Year Report (when available) prepared under the NZSX Listing Rules.

If you wish to receive a copy of these reports, please mark the box below and return this form within 15 working days of receiving this form using the reverse of this letter as the prepaid envelope or by fax to (09) 488 8787.

If you have any questions about changing how you receive shareholder communications, please contact Computershare on (09) 488 8777 or E Mail [enquiry@computershare.co.nz](mailto:enquiry@computershare.co.nz)

Please see appendix 1 below for Smartpay Holdings Limited's substantial security holder disclosures.

#### I Would Like To Receive A Copy Of The Annual and Half Year Reports

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Please mark this box with an 'X' if you wish to receive copies of Smartpay Holdings Limited's Annual Report and Half Year Report (when available) each year.

FOLD & TAPE THIS PAGE TO USE THE PREPAID REPLY ADDRESS ON THE REVERSE OR FAX TO +64 (9) 488 8787.

#### APPENDIX 1

##### Substantial Security Holders

The following persons were substantial security holders (as defined in the Securities Markets Act 1988) in Smartpay Holdings Limited as at 31 May 2014 and have disclosed the Substantial Security Holdings to the NZX as per the table below:

	Number of Securities	% of Capital
Hunter Hall Investment Management Limited	33,182,609*	9.66
Allan Walker Tattersfield	24,750,668*	7.20
Milford Asset Management Limited	12,699,330	7.39

The total number of issued voting securities of Smartpay Holdings Limited at 31 May 2014 was 171,752,278.

\*The shareholdings shown are pre-consolidation, at the time of the disclosures the total issued voting securities of Smartpay Holdings Limited was 343,504,304. On 20 August 2013 the company undertook a share consolidation whereby every 2 existing Shares held in Smartpay were consolidated into one share.

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SHARE REGISTRAR  
COMPUTERSHARE INVESTOR SERVICES LIMITED  
PRIVATE BAG 92119  
AUCKLAND 1142

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