



SMARTPAY HOLDINGS LIMITED
ASX: SMP; NZX: SPY

SUBSTANTIAL SECURITY HOLDER NOTICE

Attached is the Substantial Security Holder Notice from Allan Walker Tattersfield as released to the NZX.

ENDS

For further information contact:

Rowena Bowman, Company Secretary, Smartpay, + 64 9 442 7769

Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest or both

Sections 23 and 24, Securities Markets Act 1988

Relevant event being disclosed: Movement of 1% or more in substantial holding

Date of relevant event: 23 July 2014

To: NZX Limited

And: Smartpay Holdings Limited

Date this disclosure made: 29 July 2014

Date last disclosure made: 11 June 2013

Substantial security holder(s) giving disclosure

Name(s): Allan Walker Tattersfield

Contact details: Allan Tattersfield, Walker and Hall Fine gifts Limited, 32-38 Anzac Ave, Auckland, New Zealand, allantat@walkerandhall.co.nz. 09 379 6200

Summary of substantial holding to which disclosure relates

Class of listed voting securities: Ordinary Shares

Summary for: Allan Walker Tattersfield

For **this** disclosure,—

- (a) total number held in class: 10,424,051
- (b) total in class: 171,752,278
- (c) total percentage held in class: 6.069%

For **last** disclosure,—

- (a) total number held in class: 24,750,668
- (b) total in class: 343,504,304
- (c) total percentage held in class: 7.204%

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure under the instructions to this form: On Market (ASX) sale of:

1,038,283 ordinary shares 14 April 2014

913,000 ordinary shares 23 July 2014

Details of relevant interests in substantial holding after relevant event

Details for: Allan Walker Tattersfield

Nature of relevant interest(s):

1. Allan Walker Tattersfield holds legal and beneficial title to 4,413,131 ordinary shares in Smartpay Holdings Limited

For that relevant interest,—

- (a) number held in class: 4,413,131
- (b) percentage held in class: 2.570%
- (c) current registered holder(s) of securities: Allan Walker Tattersfield

(d) registered holder(s) of securities once transfers registered: not applicable

2. Walker and Hall Fine Gifts Limited holds legal and beneficial title to 6,010,920 ordinary shares in Smartpay Holdings Limited

For that relevant interest,—

(a) number held in class: 6,010,920

(b) percentage held in class: 3.499%

(c) current registered holder(s) of securities: Walker and Hall Fine Gifts Limited

(d) registered holder(s) of securities once transfers registered: Not applicable.

Additional information

Nature of connection between substantial security holders: Allan Tattersfield is a director and shareholder of Walker and Hall Fine Gifts Limited

Address(es) of substantial security holder(s): 32-38 Anzac Ave, Auckland, New Zealand

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

Smartpay Holdings Limited undertook a share consolidation on 20 August 2013 whereby its shares were be consolidated at a ratio of 2 to 1.

Declaration

I, Allan Walker Tattersfield, 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.
