

Disclosure of ceasing to have substantial holding

Section 279, Financial Markets Conduct Act 2013

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

To: The New Zealand Stock Exchange
and

To: Kathmandu Holdings Limited

Date this disclosure made: 12.12.14

Date last disclosure made: 25.11.14

Date on which substantial holding ceased: 04.12.14

Substantial product holder(s) giving disclosure

Full name(s): Milford Asset Management Limited

Summary of previous substantial holding

Class of quoted voting products: Ordinary Shares

Summary for Milford Asset Management Limited

For **last** disclosure,—

(a) total number held in class: 10,120,418

(b) total in class: 201,318,944

(c) total percentage held in class: 5.03% (note, relevant interests held by the manager as follows):

Milford Active Growth Wholesale Fund (0.46%), (Custodian - TEA Custodians),

Milford Dynamic Wholesale Fund (0.75%), (Custodian - TEA Custodians),

Mercer Trans-Tasman Shares Trust (0.60%), (Custodian - BNP Paribas Securities Limited),

NZ Equities Wholesale Fund (1.63%), (Custodian - TEA Custodians),

Waikato Community Trust (0.12%), (Custodian - TEA Custodians),

Milford Income Wholesale Fund (0.04%), (Custodian - TEA Custodians),

New Zealand Superannuation Fund (1.43%), (Custodian - New Zealand Superannuation Fund Nominees Limited).

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

- (a) total number held in class: 9,620,418
- (b) total in class: 201,318,944
- (c) total percentage held in class: 4.78% (note, relevant interests held by the manager as follows):

Milford Active Growth Wholesale Fund (0.21%), (Custodian - NNL Custodians),

Milford Dynamic Wholesale Fund (0.75%), (Custodian - NNL Custodians),

Mercer Trans-Tasman Shares Trust (0.60%), (Custodian - BNP Paribas Securities Limited),

NZ Equities Wholesale Fund (1.63%), (Custodian - NNL Custodians),

Waikato Community Trust (0.12%), (Custodian - NNL Custodians),

Milford Income Wholesale Fund (0.04%), (Custodian - NNL Custodians),

New Zealand Superannuation Fund (1.43%), (Custodian - New Zealand Superannuation Fund Nominees Limited).

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

Details of the transactions or other events requiring disclosure:

The sale of 500,000 ordinary shares through an on market transaction with UBS Limited, settling on the 9th of December. Each share was purchased for the price of \$3.03 per share.

Additional information

Address(es) of substantial product holder(s): Level 17, 41 Shortland Street, Auckland 1140, New Zealand

Contact details: Mark Ryland, Risk and Compliance Manager, contact: (09) 921 4746

E-mail: mryland@milfordasset.com

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: **N/A**

Certification

I, **Mark Ryland** 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.

