

Friday 20 February 2015

NZX Announcement

Finzsoft declares interim dividend

20 February 2015, Auckland - Finzsoft Solutions Limited (**Finzsoft**) ([NZX:FIN](#)) has today announced a fully imputed interim dividend of \$750,000, being 8.7 cents per share (the **Interim Dividend**). The Interim Dividend will be paid to all Finzsoft shareholders holding shares at 5.00pm on Wednesday 25 February 2015 (the **Record Date**) on the basis of an ex Date of 9.00 am Monday 23 February 2015, and a payment date of Friday 27 February 2015. This is a shorter notice period that is normally required by the NZX Main Board Listing Rules. The background and reasons for this are summarised below.

As shareholders will be aware, on 28 January Finzsoft received a notice of intention to make a full offer under the Takeovers Code to purchase all of the equity securities of Finzsoft from Silverlake HGH Limited (**Silverlake HGH**). The proposed terms of the Silverlake HGH offer state the offer is intended to include the purchase of all rights, benefits and entitlements (including entitlements to dividends) which attach to Finzsoft's shares on, after or by reference to 18 December 2014, but excluding any dividends of up to \$1 million authorised by the Company after 18 December 2014.

As shareholders will also be aware, Silverlake HGH has advised Finzsoft that it has entered into a lock-up agreement with Holliday Group Holdings (ICT Investments) (**Holliday Group**) Limited, under which Holliday Group has agreed to accept Silverlake HGH's takeover offer in relation to all of its approximately 65.92% shareholding in Finzsoft. Under the terms of the lock-up agreement, Holliday Group is required to accept Silverlake HGH's offer in respect of all of its Finzsoft shares no later than one business day after the date Holliday Group receives the takeover offer.

The company understands that Silverlake HGH's takeover offer will be made shortly, and wishes to pay the Interim Dividend prior to the date on which Holliday Group accepts the takeover offer and the offer accordingly becomes unconditional. Unless the Interim Dividend is paid before the takeover offer becomes unconditional:

- Finzsoft shareholders who accept the takeover offer could inadvertently sell their entitlement to the Interim Dividend to Silverlake HGH; and
- the imputation credits attaching to the Interim Dividend could be lost.

In order to be able to pay the Interim Dividend before the takeover offer becomes unconditional, Finzsoft has applied to NZX Limited for a waiver from NZX Main Board Listing Rule 7.12.2. This waiver was granted and announced earlier today. The waiver enables the company to announce the Interim Dividend on the basis that notification of the Record Date be made before 9am on the date three Business Days before the Record Date. The Company's notice of the Interim Dividend issued earlier today has been given in reliance upon this waiver.

Finzsoft Solutions

Australia: P +61 2 8079 5812 Malaysia P+65 9185 4799 New Zealand: P +64 9 571 6800 Singapore: P +65 9185 4799

E info@finzsoft.com W www.finzsoft.com

Level 1, 1 Jamison Street, Sydney, NSW 2000, Australia / Level 11, 1 Sentral, Jalan Travers, Kuala Lumpur Sentral, 50470 Kuala Lumpur

Northern Steam Ship Building, Level 2, 122 - 124 Quay Street, Auckland 1010, New Zealand

PO Box 2, Shortland Street, Auckland 1140, New Zealand / 8 Cross Street, #10-00 PWC Building, Singapore 048424

The arrangements summarised above are primarily intended to ensure that Finzsoft shareholders are able to receive the Interim Dividend before the Silverlake HGH takeover offer takes effect, and on the basis that the available imputation credits are not lost as a result of the takeover process. They are also intended to provide investors who wish to trade on or off the Finzsoft share register without the rights to the Interim Dividend one full day to do so (being today, Friday 20 February 2015). Investors who wish to trade in Finzsoft shares but are unsure as to the effect of these arrangements, or who otherwise have questions about the Interim Dividend, should consult their usual accounting, financial or legal advisors.

For more information please contact:

Brent Impey

Chairman

Finzsoft Solutions Limited

Email: brent.impey@gmail.com

Finzsoft Solutions

Australia: P +61 2 8079 5812 **Malaysia** P+65 9185 4799 **New Zealand:** P +64 9 571 6800 **Singapore:** P +65 9185 4799

E info@finzsoft.com W www.finzsoft.com

Level 1, 1 Jamison Street, Sydney, NSW 2000, Australia / Level 11, 1 Sentral, Jalan Travers, Kuala Lumpur Sentral, 50470 Kuala Lumpur

Northern Steam Ship Building, Level 2, 122 - 124 Quay Street, Auckland 1010, New Zealand

PO Box 2, Shortland Street, Auckland 1140, New Zealand / 8 Cross Street, #10-00 PWC Building, Singapore 048424