

## Disclosure of beginning to have substantial holding

*Section 276, Financial Markets Conduct Act 2013*

**To** NZX Limited

And

**To** Finzsoft Solutions Limited (NZX:FIN) ("**Finzsoft**")

Date this disclosure made: 18 December 2014

Date on which substantial holding began: 18 December 2014

### **Substantial product holder(s) giving disclosure**

Full name(s): Silverlake HGH Limited

### **Summary of substantial holding**

Class of quoted voting products: Ordinary shares

Summary for Silverlake HGH Limited

For this disclosure,—

- (a) total number held in class: 5,646,438
- (b) total in class: 8,566,163
- (c) total percentage held in class: 65.916%

### **Details of relevant interests**

Details for Silverlake HGH Limited

Nature of relevant interest(s): Power to acquire financial products under a lock up agreement between Silverlake HGH Limited ("**Bidco**") and Holliday Group Holdings (ICT Investments) Limited ("**HGH**") dated 18 December 2014 (attached, 24 pages) ("**Lock Up Agreement**").

For that relevant interest,—

- (a) number held in class: 5,646,438
- (b) percentage held in class: 65.916%
- (c) current registered holder(s): Holliday Group Holdings (ICT Investments) Limited
- (d) registered holder(s) once transfers are registered: Silverlake HGH Limited

### **Details of transactions and events giving rise to substantial holding**

Details of the transactions or other events requiring disclosure: Bidco and HGH have entered into the Lock Up Agreement under which Bidco has agreed to make a conditional full takeover offer under the Takeovers Code for all of the ordinary shares in Finzsoft at \$3.00 per share

(the “**Offer**”) and HGH has agreed to accept the Offer in respect of all of its ordinary shares in Finzsoft.

At the date of the Lock Up Agreement, HGH was the registered holder of 5,646,438 ordinary shares in Finzsoft (being 65.916% of Finzsoft’s issued share capital).

Bidco is 51% owned by Silverlake Axis Ltd. and 49% owned by HGH (ICT Investments No.2) Limited.

**Additional information**

Address of substantial product holder: 26-01/04, 143 Cecil Street, GB Building, Singapore 069542

Contact details: Kwong Yong Sin, +603 7721 6118, raymondkwong@silverlakeaxis.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: Holliday Group Holdings (ICT Investments) Limited

**Certification**

I, Kwong Yong Sin, 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.