

## Disclosure of Acquisition or Disposal of Relevant Interest by Director or Senior Manager

*Sections 297(2) and 298(2), Financial Markets Conduct Act 2013*

To NZX Limited  
and  
To Mykris Limited

Date this disclosure made: 3 November 2015

Date of last disclosure: 30 July 2014

### **Director or senior manager giving disclosure**

Full name: Wai Hoong Chang

Name of listed issuer: Mykris Limited

Name of related body corporate (if applicable): MyKRIS International Sdn. Bhd. (Company No. 811039-T)

Position held in listed issuer: Director

### **Summary of acquisition or disposal of relevant interest (excluding specified derivatives)**

Class of affected quoted financial products: Ordinary shares in Mykris Limited

Nature of affected relevant interest(s): Deemed relevant interest in 35,224,545 ordinary shares in Mykris Limited (*the Company*) held and beneficially owned by MyKRIS International Sdn. Bhd. (Company No. 811039-T) (*MIB*). Wai Hoong Chang is not the registered holder or beneficial owner of these shares but is deemed to have a relevant interest in them by virtue of holding and having the power to exercise the right to vote attaching to, and the power to dispose of, 20% or more of the voting products of MyKRIS International Sdn. Bhd., the registered holder and beneficial owner of these shares.

For that relevant interest:

- (a) number held in class **before** acquisition or disposal: 35,224,545
- (b) number held in class after acquisition or disposal: Nil
- (c) current registered holder(s): MyKRIS International Sdn. Bhd. (Company No. 811039-T)
- (d) registered holder(s) once transfers are registered: Mykris Limited, as to 653,896 shares to be held as treasury stock (the remainder are to be cancelled on transfer)

**Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)**

Type of affected derivative: Not applicable

Class of underlying financial products: Not applicable

**Details of affected derivative**

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any): Not applicable

A statement as to whether the derivative is cash settled or physically settled: Not applicable

Maturity date of the derivative (if any): Not applicable

Expiry date of the derivative (if any): Not applicable

The price specified in the terms of the derivative (if any): Not applicable

Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products: Not applicable

For that derivative,

Parties to the derivative: Not applicable

If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

**Details of transactions giving rise to acquisition or disposal**

Total number of transactions to which notice relates: 1

Details of the transactions requiring disclosure:

Date of transaction: 3 November 2015

Nature of transaction: off-market transfer

Name of any other party or parties to the transaction (if known): MyKRIS International Sdn. Bhd. (Company No. 811039-T), Mykris Limited

The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration: On 3 November 2015, MIB (as Purchaser) acquired from the Company (as Vendor) (by way of share purchase) the Company's subsidiaries, MyKRIS Net (MSC) Sdn. Bhd and MyKRIS Asia Sdn. Bhd for a purchase price of NZ\$12,904,020, satisfied as follows:

- (a) As to NZ\$8,806,136.25, by transferring back to the Company by off-market transfer all MIB's 35,224,545 (56.7%) shares in the Company at a price of NZ\$0.25 per share that was deemed to be fully paid on transfer;
- (b) As to NZ\$3,617,883.75, by procuring third parties to transfer back to the Company for cancellation by off-market transfer 14,471,535 (23.3%) shares in the Company which as between MIB and the Company was deemed to be transferred at a price of NZ\$0.25 per share that was deemed to be fully satisfied on transfer;
- (c) As to NZ\$480,000 by payment in cash.

Number of financial products to which the transaction related: 35,224,545

If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details:

Whether relevant interests were acquired or disposed of during a closed period: Not applicable:

Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period: Not applicable

Date of the prior written clearance (if any): Not applicable

### **Summary of other relevant interests after acquisition or disposal**

Class of quoted financial products: Not applicable

Nature of relevant interest: Not applicable

For that relevant interest, -

(a) number held in class: Not applicable

(b) current registered holder(s): Not applicable

For a derivative relevant interest, -

Type of derivative: Not applicable

### **Details of derivative**

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any): Not applicable

A statement as to whether the derivative is cash settled or physically settled: Not applicable

Maturity date of the derivative (if any): Not applicable

Expiry date of the derivative (if any): Not applicable

The price's specified terms (if any): Not applicable

Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products: Not applicable

For that derivative relevant interest:

Parties to the derivative: Not applicable

If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:

**Certification**

I, **Chang Wai Hoong**, 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.

Signature of Director or Officer: \_\_\_\_\_

Chang Wai Hoong

Date of signature:

3 November 2015