

Disclosure of beginning to have substantial holding

Section 22, Securities Markets Act 1988

To: NZX Limited

And: Enprise Group Limited

Date this disclosure made: 23 March 2015

Substantial security holder(s) giving disclosure

Name(s): Lindsay John Phillips

Contact details: Phone - +61 418 213838/Email – ljp@nightingale.com.au

Date on which substantial security holder(s) began to have substantial holding: 1 December 2014

Summary of substantial holding to which disclosure relates

Class of listed voting securities: Ordinary shares – NZENSE0001S2

Summary for: Lindsay John Phillips

For this disclosure,—

- (a) total number held in class: 1,271,108
- (b) total in class: 6,791,597
- (c) total percentage held in class: 18.72%

Details of relevant interests currently in substantial holding

Details for: Lindsay John Phillips

Nature of relevant interest(s): The substantial security holder controls the registered holder of the securities. No documents are required to be attached.

For that relevant interest,—

- (a) number held in class: 1,271,108
- (b) percentage held in class: 18.72%
- (c) current registered holder(s) of securities:
 - Lindsay and Ingrid Phillips (19,833 shares) – Executor, non beneficial holding
 - Ironwood Investments Pty Limited (210,001 shares) – Director, beneficial holding
 - Nightingale Partners Pty Limited (983,774 shares) – Chairman/shareholder
 - M.J.H. Nightingale & Co. Pty Limited (24,167 shares) – Director, beneficial holding
 - Quintron Pty Limited (3,333 shares) – Director, beneficial holding
- (d) registered holder(s) of securities once transfers registered: Not applicable

Details of transactions and events giving rise to person beginning to have substantial holding

Details of the transactions or other events requiring disclosure under the instructions to this form: As an ultimate controller of the aforementioned registered holders, which entities were the existing holders of 1,271,108 ordinary shares, Lindsay John Phillips acquired 30,000 ordinary shares as a result of participating in the Share Purchase Plan and Ironwood Investments Pty Limited acquired 30,000 ordinary shares as a result of participating in the Share Purchase Plan.

Additional information

Nature of connection between substantial security holders: Not applicable

Address(es) of substantial security holder(s): 37 Pearl Bay Ave, Mosman, Sydney, NSW, Australia

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: None.

Declaration

I, Lindsay John Phillips, 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.