

Disclosure of movement of 1% or more in substantial holding
or change in nature of relevant interest, or both

Sections 277 and 278, Financial Markets Conduct Act 2013

To **NZX Limited**
and
To **Mainfreight Limited**

Relevant event being disclosed: Change in nature of relevant interest

Date of relevant event: 10 June 2021

Date this disclosure made: 10 June 2021

Date last disclosure made: 21 August 2015

Substantial product holder(s) giving disclosure

Full name(s): (a) Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid
as trustees of the Rorohara No. 2 Trust; and
(b) Bruce George Plested

Summary of substantial holding

Class of quoted voting products: Ordinary Shares (MFT)

Summary for (a) Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid
as trustees of the Rorohara No. 2 Trust; and
(b) Bruce George Plested

For **this** disclosure,—

(a) total number held in class: **14,933,062**
(b) total in class: **100,698,548**
(c) total percentage held in class: **14.83%**

For **last** disclosure,—

(a) total number held in class: **16,217,562**
(b) total in class: **99,573,548**
(c) total percentage held in class: **16.29%**

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure:

Off-market sale of 1,000,000 shares to a range of retail and wholesale investors by the Rorohara No. 2 Trust for net consideration of NZD \$75,000,000 on 10 June 2021.

Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid are trustees of the Rorohara No. 2 Trust, and Bruce George Plested is the settlor of the Trust.

Details after relevant event

- Details for
- (a) Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid as trustees of the Rorohara No. 2 Trust; and
 - (b) Bruce George Plested

Nature of relevant interest(s): Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid as trustees of the Rorohara No. 2 Trust are the registered holder of 14,817,766 ordinary shares. Bruce George Plested is a beneficial owner of those shares and is also the registered holder and beneficial owner of another 115,296 shares. No relevant agreement document needs to be attached under regulation 139.

For that relevant interest,—

- (a) number held in class: **14,933,062**
- (b) percentage held in class: **14.83%**
- (c) current registered holder(s): Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid as trustees of the Rorohara No. 2 Trust (as to 14,817,766 ordinary shares), and Bruce George Plested (as to 115,296 ordinary shares).
- (d) registered holder(s) once transfers are registered: Unknown

Additional information

Address of substantial product holder(s):
77 Waiheke Road, Rorohara, Waiheke Island 1971.

Contact details:
Tim Williams | 09 259 5510 | tim@mainfreight.com

Nature of connection between substantial product holders: Bruce George Plested, Carl Gascoigne Howard-Smith and Donald Robert Braid are trustees of the Rorohara No. 2 Trust, and Bruce George Plested is the settlor of the Trust.

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

Disclosure has effect for purposes of directors' and senior managers' disclosure

Bruce George Plested and Donald Robert Braid are also Directors of Mainfreight Limited; C Carl Gascoigne Howard-Smith is General Counsel for Mainfreight Limited. This disclosure also constitutes disclosure for the purposes of the directors' and senior managers' disclosure obligations.

Certification

I, **Tim Williams**, 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.

