

# Notice of event affecting securities

New Zealand Stock Exchange Listing Rule 7.12.2. For rights, Listing Rules 7.10.9 and 7.10.10.  
For change to allotment, Listing Rule 7.12.1, a separate advice is required.

Number of pages including this one  
(Please provide any other relevant  
details on additional pages)

|                                                |                             |                                                 |                       |
|------------------------------------------------|-----------------------------|-------------------------------------------------|-----------------------|
| Full name of Issuer                            | THE WAREHOUSE GROUP LIMITED |                                                 |                       |
| Name of officer authorised to make this notice | Joan Withers                | Authority for event, e.g. Directors' resolution | Directors' resolution |
| Contact phone number                           | (09) 489 8900               | Contact fax number                              | (09) 488 3241         |
| Date                                           | 21 / 09 / 2017              |                                                 |                       |

|                                               |                                                        |                                                    |                                  |                                        |                                                               |                                   |                                                    |
|-----------------------------------------------|--------------------------------------------------------|----------------------------------------------------|----------------------------------|----------------------------------------|---------------------------------------------------------------|-----------------------------------|----------------------------------------------------|
| <b>Nature of event</b><br>Tick as appropriate | Bonus Issue <input type="checkbox"/>                   | If ticked, state whether: <input type="checkbox"/> | Taxable <input type="checkbox"/> | / Non Taxable <input type="checkbox"/> | Conversion <input type="checkbox"/>                           | Interest <input type="checkbox"/> | Rights Issue Renounceable <input type="checkbox"/> |
|                                               | Rights Issue non-renounceable <input type="checkbox"/> | Capital change <input type="checkbox"/>            | Call <input type="checkbox"/>    | Dividend <input type="checkbox"/>      | If ticked, state whether: <input checked="" type="checkbox"/> | Interim <input type="checkbox"/>  | Full Year <input checked="" type="checkbox"/>      |
|                                               |                                                        |                                                    |                                  |                                        |                                                               |                                   | Special <input type="checkbox"/>                   |

## EXISTING securities affected by this

If more than one security is affected by the event, use a separate form.

|                                        |                               |      |                         |
|----------------------------------------|-------------------------------|------|-------------------------|
| Description of the class of securities | Ordinary Shares (346,843,120) | ISIN | NZ WHSE 000 1S6         |
|                                        |                               |      | If unknown, contact NZX |

## Details of securities issued pursuant to this event

If more than one class of security is to be issued, use a separate form for each class.

|                                                                                 |  |                                                    |                                          |
|---------------------------------------------------------------------------------|--|----------------------------------------------------|------------------------------------------|
| Description of the class of securities                                          |  | ISIN                                               |                                          |
|                                                                                 |  |                                                    | If unknown, contact NZX                  |
| Number of Securities to be issued following event                               |  | Minimum Entitlement                                |                                          |
| Conversion, Maturity, Call Payable or Exercise Date                             |  | Treatment of Fractions                             |                                          |
| Enter N/A if not applicable                                                     |  | Tick if <i>pari passu</i> <input type="checkbox"/> | OR provide an explanation of the ranking |
| Strike price per security for any issue in lieu or date Strike Price available. |  |                                                    |                                          |

## Monies Associated with Event

Dividend payable, Call payable, Exercise price, Conversion price, Redemption price, Application money.

|                                           |                     |                                                      |                                                     |
|-------------------------------------------|---------------------|------------------------------------------------------|-----------------------------------------------------|
| In dollars and cents                      |                     | Source of Payment                                    | Retained earnings                                   |
| Amount per security                       | \$0.060             |                                                      |                                                     |
| Excluded income (only applicable to PIEs) | Not Applicable      |                                                      |                                                     |
| Currency                                  | New Zealand dollars | Supplementary dividend details - Listing Rule 7.12.7 | Amount per security in dollars and cents \$0.010588 |
| Total monies                              | \$20,810,587        |                                                      | Date Payable 7 December, 2017                       |

## Taxation

Amount per Security in Dollars and cents to six decimal places

|                                                         |    |                          |            |                                   |            |
|---------------------------------------------------------|----|--------------------------|------------|-----------------------------------|------------|
| In the case of a taxable bonus issue state strike price | \$ | Resident Withholding Tax | \$0.004167 | Imputation Credits (Give details) | \$0.023333 |
|                                                         |    | Foreign Withholding Tax  | \$0.000000 | FWP Credits (Give details)        | \$0.000000 |

## Timing

(Refer Appendix 8 in the Listing Rules)

## Record Date 5pm

For calculation of entitlements -

24 November, 2017

## Application Date

Also, Call Payable, Dividend / Interest Payable, Exercise Date, Conversion Date. In the case of applications this must be the last business day of the week.

7 December, 2017

## Notice Date

Entitlement letters, call notices, conversion notices mailed

## Allotment Date

For the issue of new securities. Must be within 5 business days of record date.

## OFFICE USE ONLY

Ex Date:  
Commence Quoting Rights:  
Cease Quoting Rights 5pm:  
Commence Quoting New Securities:  
Cease Quoting Old Security 5pm:

Security Code:

Security Code: