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

Section 277 and 278, Financial Markets Conduct Act 2013

To NZX Limited
and
To Promisia Healthcare Limited

Relevant event being disclosed: Change in nature of relevant interest

Date of relevant event: 30 October 2026

Date this disclosure made: 30 October 2026

Date on which substantial holding began: 5 October 2026

Substantial product holder(s) giving disclosure
Full name(s): Gould Holdings Limited (**GHL**), Gould Investments & Contractual Services Limited (**GICSL**), George Arthur Churchill Gould (**Mr Gould**) and Benjamin William McAlpine Tothill (**Mr Tothill**).

Summary of substantial holding
Class of quoted voting products: Warrants (PHLWA) in Promisia Healthcare Limited

Summary for GHL, GICSL, Mr Gould and Mr Tothill

For this disclosure,—

(a) total number held in class: 6,000,000

(b) total in class: 27,935,900

(c) total percentage held in class: 21.478%

For last disclosure,—

(a) total number held in class: 6,000,000

(b) total in class: 27,947,900

(c) total percentage held in class: 21.468%

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure: On 30 October 2026, GHL acquired beneficial ownership of 6,000,000 warrants in Promisia Healthcare Limited from Asset Management Limited for total consideration of NZ$1,500,000 following completion of the sale and purchase agreement dated 5 October 2026 (refer to the SPH notice dated 6 October 2026).

Details after relevant event

Details for GHL

Nature of relevant interest(s): Beneficial owner of warrants in Promisia Healthcare Limited

For that relevant interest,—

(a) number held in class: 6,000,000

(b) percentage held in class: 21.478%

(c) current registered holder(s): Asset Management Limited

(d) registered holder(s) once transfers are registered: GHL

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details of relevant interests

Details for GICSL

Nature of relevant interest(s): GICSL holds 51.57% of the voting products of GHL and accordingly has a relevant interest in the warrants in Promisia Healthcare Limited held by GHL.

For that relevant interest,—

(a) number held in class: 6,000,000

(b) percentage held in class: 21.478%

(c) current registered holder(s): Asset Management Limited

(d) registered holder(s) once transfers are registered: GHL

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details of relevant interests

Details for Mr Gould

Nature of relevant interest(s): Mr Gould and Mr Tothill are trustees of the Wellington Trust (a family trust of which Mr Gould has a beneficial interest) (Mr Tothill in his capacity as an independent trustee with no beneficial interest) and jointly hold the shares in GICSL on behalf of the Wellington Trust. GICSL holds 51.57% of the voting products of GHL and accordingly Mr Gould, in his capacity as trustee of the Wellington Trust, has a relevant interest in the warrants in Promisia Healthcare Limited held by GHL.

For that relevant interest,—

(a) number held in class: 6,000,000

(b) percentage held in class: 21.478%

(c) current registered holder(s): Asset Management Limited

(d) registered holder(s) once transfers are registered: GHL

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Details of relevant interests

Details for Mr Tothill

Nature of relevant interest(s): Mr Gould and Mr Tothill are trustees of the Wellington Trust (a family trust of which Mr Gould has a beneficial interest) (Mr Tothill in his capacity as an independent trustee with no beneficial interest) and jointly hold the shares in GICSL on behalf of the Wellington Trust. GICSL holds 51.57% of the voting products of GHL and accordingly Mr Tothill, in his capacity as trustee of the Wellington Trust, has a relevant interest in the warrants in Promisia Healthcare Limited held by GHL.

For that relevant interest,—

(a) number held in class: 6,000,000

(b) percentage held in class: 21.468%

(c) current registered holder(s): Asset Management Limited

(d) registered holder(s) once transfers are registered: GHL

For a derivative relevant interest, also—

(a) type of derivative: Not applicable

(b) details of derivative: Not applicable

(c) if the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: Not applicable

Additional information

Address(es) of substantial product holder(s):
GHL and George Arthur Churchill Gould: 478 Glenmark Drive, RD3, Amberley 7483, New Zealand
GICSL: WK Advisors and Accountants Limited, 2a Alfred Street, Mayfield, Blenheim 7201, New Zealand
Benjamin William McAlpine Tothill: 82 Glenogle Road, RD11, Hastings 4178, New Zealand

Contact details: Andrew McLean, 027 421 1746, andrew.mclean@gouldholdings.com

Nature of connection between substantial product holders: GHL is acquiring 6,000,000 warrants in Promisia Healthcare Limited and GICSL, Mr Gould and Mr Tothill are each associated persons of GHL under section 12(1) of the Financial Markets Conduct Act 2013.

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: Asset Management Limited

Certification

I, **George Gould**, 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.