

Notice Pursuant to Listing Rule 7.12.1

Michael Hill International Limited (“the Company”) sets out below information regarding the sale of treasury stock, being Ordinary Shares in the Company to 13 employees of the Company or its subsidiaries (“the Employees”) pursuant to the Company’s Employee Share Scheme:

- The Company sold 96,907 fully paid Ordinary Shares (“the Shares”) to the Employees on the 19th September 2014.
- The ISIN for the Shares is NZMHIE0001S8
- The Shares were sold for \$1.13 per Share. The Employees paid the purchase price for the Shares in cleared funds.
- The sale of the Shares represents 0.02% of the total class of Ordinary Shares on issue.
- The Shares were on sold to Employees pursuant to the Company’s Employee Share Scheme which was established in 2001.
- The Shares which have been purchased by the Employees will be held on trust for the Employees by the Michael Hill Trustee Company Limited (“the Trustee”) for a one year period from the date of acquisition (“the Restricted Period”). Employees are not able to sell, or otherwise deal with, their Shares during the Restricted Period. Any dividend paid by the Company in respect of an Employee’s Shares will be paid directly to the relevant Employee if that Employee has provided the Company with his/her bank account details, otherwise the dividend will be paid to the Trustee to be paid to the relevant Employee as soon as possible. The Trustee will transfer an Employee’s Shares to him or her within 5 working days of expiry of the Restricted Period. The Restricted Period does not end upon an Employee ceasing to be employed by the Company or any of its subsidiaries for any reason whatsoever, other than death, permanent disability or extreme financial hardship.
- The total number of Ordinary Shares on issue subsequent to the sale to Employees is 383,138,513. After the issue of 96,907 shares to employees, the Company also still holds 14,677 shares which are classed as Treasury Stock.

SIGNED FOR MICHAEL HILL INTERNATIONAL LIMITED BY:



Wayne Butler

Company Secretary 24/09/14