



DISCLOSURE NOTICE

Disclosure of Directors and Officers Relevant Interests

(Section 197, Securities Markets Act 1988)

A. Disclosure obligation (tick box to note which disclosure obligation applies)

Initial disclosure (complete Parts A, B, C, D, F, and G of this notice)

Ongoing disclosure (complete Parts A, B, C, E, F and G of this notice)

B. Preliminary

1. Name	Clifford James Cook
2. NZX company code of issuer	NZMETE0001S2
Name of Issuer	Metlifecare Limited
3. Name of related body corporate (if applicable)	
4. Position you hold in the issuer	Director
5. Date of this disclosure notice	17-Sep-04

C. Nature of relevant interest	
6. Name of registered holder(s) of security (as required by regulation 6A(b) or regulation 7(b))	Topdd Lifecare Limited
7. Class and type of security (as required by regulation 6B or regulation 8)	Ordinary Shares
8. Nature of relevant interest in security (as required by regulation 6A (a) or A39r regulation 7(a))	Non-beneficial: s.5(1)(d), (e), (f) - Securities Markets Act 1988

D. Date (for initial disclosure)	
9. Date of disclosure obligation (as required by regulation 6C)	

E. Transaction (for ongoing disclosure)	
10. Date of last disclosure (as required by regulation 13)	1-Sep-04
11. Date(s) of acquisition(s) or disposal(s) (as required by regulation 9)	24-Sep-04
12. Number of transactions (as required by regulation 12(2), if applicable)	One
13. Nature or type of transaction (as required by regulation 11(1)(a))	Pursuant to standstill and board representation obligations under Joint Venture Agreement dated 24 September 1999 ceasing and pre-emptive, drag along and carry along obligations under Pre-Emptive Agreement dated 9 November 1999 coming into effect on 24 September 2004 Pursuant to agreement
14. Consideration (as required by regulation 10)	
15. Number of securities held prior, set out by class and type (as required by regulation 8)	30,215,026 Ordinary shares
16. Number of securities subject to acquisition or disposal (as required by regulation 11(1)(b))	30,215,026 Ordinary shares
F. Extent of relevant interest	
17. Number of securities held now, set out by class and type (as required by regulation 6B or regulation 8)	30,215,026 Ordinary shares

Signature (as required by regulation 14)