

Superstore Properties Limited

(the Company)

Directors' Interests Register

Full name of director	Nature of interest	Value/extent of interest	Date disclosed
Damien Prendergast	Damien was appointed a director of the Company.	Three-year appointment for a fixed fee of \$8,200 per year.	7 May 2020
Craig Dennis	Craig was appointed a director of the Company.	Three-year appointment for a fixed fee of \$12,300 per year.	7 May 2020
Craig Dennis	Craig in his personal capacity entered into a deed of access, indemnity and insurance with the Company.	The deed of indemnity indemnifies Craig against any liability incurred by Craig as an officer of the Company other than liability to the Company or a related body corporate, liability arising out of conduct involving lack of good faith or if the indemnity is prohibited by statutory provision. The deed also grants Craig access to documents and information relating to the Company.	6 May 2020
Damien Prendergast	Damien in his personal capacity entered into a deed of access, indemnity and insurance with the Company.	The deed of indemnity indemnifies Damien against any liability incurred by Damien as an officer of the Company other than liability to the Company or a related body corporate, liability arising out of conduct involving lack of good faith or if the indemnity is prohibited by statutory provision. The deed also grants Damien access to documents and information relating to the Company.	6 May 2020
John Murray	John was appointed as a director of the Company under a letter of appointment.	Three-year appointment for a fee of \$18,450 per year, for up to 74 hours per year and any hours undertaken over 74 to be charged at \$250.00 per hour.	28 September 2020
John Murray	John in his personal capacity entered into a	The deed of indemnity indemnifies John to the maximum extent	28 September 2020

	deed of indemnity and access with the Company.	permitted by section 162 of the Companies Act 1993 (the Act) and allows John access to company documents. The deed contemplates effecting directors' and officers' liability insurance. It is intended that this cover John for liability up to \$1,000,000 on the normal terms for that type of cover issued by VERO Liability Insurance Ltd.	
Damien Prendergast	Damien in his personal capacity entered into a deed of indemnity and access with the Company	The deed of indemnity indemnifies Damien to the maximum extent permitted by section 162 of the Act and allows Damien access to company documents. The deed contemplates effecting directors' and officers' liability insurance. It is intended that this cover Damien for liability up to \$1,000,000 on the normal terms for that type of cover issued by VERO Liability Insurance Ltd.	28 September 2020
Damien Prendergast	Damien is a director and shareholder of A & J Enterprises 2006 Limited. A & J Enterprises Limited is a shareholder of the Company. Damien will receive dividends from the Company from time to time through A & J Enterprises Limited.	Such dividends will be proportionate to A & J Enterprises 2006 Limited's shareholding in the Company.	24 November 2020 (ongoing)
Craig Dennis	Craig in his personal capacity entered into deeds of guarantee and agreements to mortgage with Cranford Street Properties Limited and Cameron Road Properties Limited (being wholly owned subsidiaries of the Company).	The Company has granted a mortgage over properties held by it (through its wholly owned subsidiaries) in favour of Craig to secure the Company's obligations to Craig under the deed of indemnity entered into by Craig and the Company.	15 December 2020

John Murray	John in his personal capacity entered into deeds of guarantee and agreements to mortgage with Cranford Street Properties Limited and Cameron Road Properties Limited (being wholly owned subsidiaries of the Company). John is also a director of Cranford Street Properties Limited and Cameron Road Properties Limited.	The Company has granted a mortgage over properties held by it (through its wholly owned subsidiaries) in favour of John to secure the Company's obligations to John under the deed of indemnity entered into by John and the Company.	15 December 2020
Damien Prendergast	Damien in his personal capacity entered into deed of guarantee and agreements to mortgage with Cranford Street Properties Limited and Cameron Road Properties Limited (being wholly owned subsidiaries of the Company). Damien is also a director of Cranford Street Properties Limited and Cameron Road Properties Limited.	The Company has granted a mortgage over properties held by it (through its wholly owned subsidiaries) in favour of Damien to secure the Company's obligations to Damien under the deed of indemnity entered into by Damien and the Company.	15 December 2020
John Murray	The Company entered into a shareholders' agreement with First NZ Properties Limited, Springs Road Property Limited and FSS Management Limited. John is a director of each of these companies.	The shareholders' agreement sets out the terms on which the Company, First NZ Properties Limited and Springs Road Property Limited will hold shares in FSS Management Limited.	17 December 2020
Damien Prendergast	The Company entered into a shareholders' agreement with First NZ Properties Limited, Springs Road Property Limited and FSS Management Limited. Damien is a director of each of these companies.	The shareholders' agreement sets out the terms on which the Company, First NZ Properties Limited and Springs Road Property Limited will hold shares in FSS Management Limited.	17 December 2020
John Murray	The Company entered into a management agreement with FSS Management Limited (FSS) pursuant to which FSS will provide management services to	The Company will pay the following Fees to FSS: <ul style="list-style-type: none"> • 9% of net rental from the properties per annum plus GST; 	31 March 2021

	the Company. John is a director of FSS.	<ul style="list-style-type: none"> for matters not contemplated by schedule 1 of the agreement the Company will pay on a time and attendance basis of \$120 per hour; <p>FSS may at its discretion provide a rebate to the Company.</p>	
Damien Prendergast	The Company entered into a management agreement with FSS pursuant to which FSS will provide management services to the Company. Damien is a director of FSS.	<p>The Company will pay the following Fees to FSS:</p> <ul style="list-style-type: none"> 9% of net rental from the properties per annum plus GST; for matters not contemplated by schedule 1 of the agreement the Company will pay on a time and attendance basis of \$120 per hour; <p>FSS may at its discretion provide a rebate to the Company.</p>	31 March 2021
Craig Dennis	Craig in his personal capacity entered into deeds of postponement with Cranford Street Properties Limited and Cameron Road Properties Limited (wholly owned subsidiaries of the Company) in favour of ANZ.	The deed of postponement is required by ANZ for ANZ to consent to the granting of a second ranking mortgage by the Company in favour of Craig. The deed of postponement restricts the Company and Craig from taking certain actions in relation to any amount the Company owes Craig under the mortgage.	13 April 2021
John Murray	John in his personal capacity entered into deeds of postponement with Cameron Road Properties Limited and Cranford Street Properties Limited (being wholly owned subsidiaries of the Company) in favour of ANZ. John is also a director of Cameron Road Properties Limited and Cranford Street Properties Limited.	The deed of postponement is required by ANZ for ANZ to consent to the granting of a second ranking mortgage by the Company in favour of John. The deed of postponement restricts the Company and John from taking certain actions in relation to any amount the Company owes John under the mortgage.	13 April 2021
Damien Prendergast	Damien in his personal capacity entered into deeds of postponement with Cameron Road	The deed of postponement is required by ANZ for ANZ to consent to the granting of a second ranking	13 April 2021

	Properties Limited and Cranford Street Properties Limited (being wholly owned subsidiaries of the Company) in favour of ANZ. Damien is also a director of Cameron Road Properties Limited and Cranford Street Properties Limited.	mortgage by the Company in favour of Damien. The deed of postponement restricts the Company and Damien from taking certain actions in relation to any amount the Company owes Damien under the mortgage.	
Damien Prendergast	Damien was appointed as a director of the Company under a letter of appointment on 7 May 2020.	Three-year appointment for a fee of \$8,200 per year as from 7 May 2020. Addition: Any excess hours undertaken, apportioned between the Companies, to be charged at \$150.00 per hour.	1 October 2021
John Murray	The Company entered into a deed of variation of shareholders' agreement with First NZ Properties Limited, Springs Road Property Limited and FSS Management Limited. John is a director of each of these companies.	The variations added the definition of controlling interest and introduced new clauses dealing with a change in controlling interest.	15 December 2021
Damien Prendergast	The Company entered into a deed of variation of shareholders' agreement with First NZ Properties Limited, Springs Road Property Limited and FSS Management Limited. Damien is a director of each of these companies.	The variations added the definition of controlling interest and introduced new clauses dealing with a change in controlling interest.	15 December 2021
John Murray	The Company entered into a deed of variation of management agreement with FSS Management Limited (FSS). John is a director of FSS.	The variations added the definition of controlling interest and introduced a new termination event for a change in controlling interest.	15 December 2021
Damien Prendergast	The Company entered into a deed of variation of management agreement with FSS Management Limited (FSS). Damien is a director of FSS	The variations added the definition of controlling interest and introduced a new termination event for a change in controlling interest.	15 December 2021
John Murray	John in his personal capacity entered into a deed of variation and restatement of deed of	The deed of variation and restatement varies and restates the deed of indemnity entered in by	22 December 2021

	indemnity and access with the Company.	John and the Company on 28 September 2020. The variations include the requirement that the Company pay an amount of \$75,000 to an escrow agent to be held in escrow for the purposes of meeting any costs which John and/or Damien may incur for which the Company has agreed to indemnify them in accordance with clauses 2.1.1 and 2.1.3 of the deed of indemnity.	
Damien Prendergast	Damien in his personal capacity entered into a deed of variation and restatement of deed of indemnity and access with the Company.	The deed of variation and restatement varies and restates the deed of indemnity entered in by Damien and the Company on 28 September 2020. The variations include the requirement that the Company pay an amount of \$75,000 to an escrow agent to be held in escrow for the purposes of meeting any costs which John and/or Damien may incur for which the Company has agreed to indemnify them in accordance with clauses 2.1.1 and 2.1.3 of the deed of indemnity.	22 December 2021
John Murray	John in his personal capacity entered into an escrow agreement with the Company, Damien and Rout Milner Fitchett.	The escrow agreement sets out the terms on which the escrow funds (as contemplated by the deed of variation and restatement of deed of indemnity) will be held by Rout Milner Fitchett (as escrow agent).	22 December 2021
Damien Prendergast	Damien in his personal capacity entered into an escrow agreement with the Company, John and Rout Milner Fitchett.	The escrow agreement sets out the terms on which the escrow funds (as contemplated by the deed of variation and restatement of deed of indemnity) will be held by Rout Milner Fitchett (as escrow agent).	22 December 2021
John Murray	The Company has increased John's hourly rate for director services provided to the Company for any	John's hourly rate has been increased from \$250 per hour to \$350 per hour. Any excess hours undertaken are	26 April 2022

	excess hours undertaken.	apportioned between the Companies.	
Damien Prendergast	Damien has received from Colleen Prendergast's estate a further relevant interest in shares in the Company.	<ul style="list-style-type: none"> • Number and class: 6,000 ordinary shares. • Nature of relevant interest: Received by Damien Prendergast, Brown & Associates Trustees Limited and Andrea Prendergast as trustees of the Killaloe No.2 Family Trust. Damien is settlor, appointor, trustee and discretionary beneficiary of the trust. • Consideration: Nil. • Date of transfer: 8 February 2023 	8 February 2023.