

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
Damien Prendergast	Damien resigned at the 2020 AGM and was re-appointed as a director of the Company	Damien resigned as director at the 2020 AGM and was subsequently re-appointed as a director of the Company, together with John Murray	28 September 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	28 September 2020

		charged at \$250.00 per hour.	
John Murray	John in his personal capacity entered into a deed of indemnity and access with the Company.	The deed of indemnity indemnifies John to the maximum extent 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.	28 September 2020
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 50% 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)
Damien Prendergast	Damien declares his associated interest that his wife, Rebecca Prendergast is also a 50% shareholder of A & J Enterprises 2006 Limited. A & J Enterprises Limited is a shareholder of the Company. Rebecca will	Such dividends will be proportionate to A & J Enterprises 2006 Limited's shareholding in the Company.	24 November 2020 (ongoing)

	receive dividends from the Company from time to time through A & J Enterprises Limited.		
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'	The shareholders' agreement sets out the	17 December 2020

	agreement with First NZ Properties Limited, Springs Road Property Limited and FSS Management Limited. Damien is a director of each of these companies.	terms on which the Company, First NZ Properties Limited and Springs Road Property Limited will hold shares in FSS Management Limited.	
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. John is a director of FSS.	The Company will pay the following Fees to FSS: • 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; FSS may at its discretion provide a rebate to the Company.	31 March 2021
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.	The Company will pay the following Fees to FSS: • 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; FSS may at its discretion provide a rebate to the Company.	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	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	13 April 2021

	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.	postponement restricts the Company and John from taking certain actions in relation to any amount the Company owes John under the mortgage.	
Damien Prendergast	Damien 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. Damien 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 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.	13 April 2021
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	John 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 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.	22 December 2021
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.	22 December 2021

		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.	
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 excess hours undertaken.	John's hourly rate has been increased from \$250 per hour to \$350 per hour. Any excess hours undertaken are apportioned between the Companies.	26 April 2022
Damien Prendergast	Damien has received from Colleen Prendergast's estate a further relevant interest in shares in the Company.	• 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.

Damien Prendergast	Damien declares his associated interest through his sister, Andrea Jane Prendergast, who received from Colleen Prendergast's estate a relevant interest in shares in the Company.	• Number and class: 6,000 ordinary shares. Total shareholding is 12,600 • Nature of relevant interest: received by Andrea Jane Prendergast. • Consideration: Nil. • Date of transfer: 8 February 2023	8 February 2023.
Damien Prendergast	Damien declares his associated interest through his daughter, Alana Sophie Prendergast, who has a relevant interest in shares in the Company.	• Number and class: 1,000 ordinary shares. • Nature of relevant interest: Received by Alana Sophie Prendergast. • Consideration: \$4.20 • Date of transfer: 24 May 2016	20 May 2023
Damien Prendergast	Damien was re-appointed as a director of the Company at the Company's AGM on 15 September 2023.	• Three-year appointment • Annual fee of \$30,000 per year (based on 12.5 hours of work per month) • Additional hours to be charged at \$250 per hour • Increased annually at 30 September based on annual CPI increase • Both the annual fee and cost of additional hours will be split between the Company and First NZ Properties Limited with the Company being responsible for 39% of the cost	26 October 2023
John Murray	John was re-appointed as a director of the Company at the Company's AGM on the 15 September 2023.	• Three-year appointment • Annual fee of \$45,000 per year (based on 12.5 hours of work per month) • Additional hours to be charged at \$385 per hour • Increased annually at 30 September based on annual CPI increase • Both the annual fee and cost of additional	26 October 2023

		hours will be split between the Company and First NZ Properties Limited with the Company being responsible for 39% of the cost	
Damien Prendergast	Damien declares his interest, as a director of Cameron Road Properties Limited, in the conditional sale of its property at 483 Cameron Road (including entry into all associated documentation).	The Company is the sole shareholder of Cameron Road Properties Limited and Damien, through his shareholding A & J Enterprises 2006 Limited, is a shareholder of the Company. Damien is a director of Cameron Road Properties Limited.	4 December 2023
John Murray	John declares his interest, as a director of Cameron Road Properties Limited, in the conditional sale of its property at 483 Cameron Road (including entry into all associated documentation).	The Company is the sole shareholder of Cameron Road Properties Limited and John is a director of the Company.	4 December 2023
Damien Prendergast	Damien declares his interest, as a director of Cranford Street Properties Limited, in the entry into a settlement agreement and discharge with IAG New Zealand Limited, Fletcher Building Limited and ANZ Bank New Zealand Limited.	The Company is the sole shareholder of Cranford Street Properties Limited and Damien, through his shareholding A & J Enterprises 2006 Limited, is a shareholder of the Company. Damien is a director of Cranford Street Properties Limited	4 December 2023
John Murray	John declares his interest, as a director of Cranford Street Properties Limited, in the entry into a settlement agreement and discharge with IAG New Zealand Limited, Fletcher Building Limited and ANZ Bank New Zealand Limited.	The Company is the sole shareholder of Cranford Street Properties Limited and John is a director of Cranford Street Properties Limited.	4 December 2023
John Murray	The Company entered into a deed of variation of management agreement with FSS.	The deed of variation of management agreement amended the fees payable by the Company for services provided by FSS.	1 April 2024

	John is a director of FSS.	The amendments are as follows: • In the event that a subsidiary company sells its associated property, the Company will pay FSS up to 1.5% annually plus GST of the total managed funds held in all bank accounts. FSS has the ability to review the percentage at every yearly budget. • For matters not contemplated by schedule 1 of the agreement the Company will pay on a time and attendance basis of \$150 per hour.	
Damien Prendergast	The Company entered into a deed of variation of management agreement with FSS. Damien is a director of FSS.	The deed of variation of management agreement amended the fees payable by the Company for services provided by FSS. The amendments are as follows: • In the event that a subsidiary company sells its associated property, the Company will pay FSS up to 1.5% annually plus GST of the total managed funds held in all bank accounts. FSS has the ability to review the percentage at every yearly budget. • For matters not contemplated by schedule 1 of the agreement the Company will pay on a time and attendance basis of \$150 per hour.	1 April 2024
Damien Prendergast	Damien declares his interest, as a shareholder of A & J Enterprises 2006 Limited (being a shareholder of the Company) in the Company's decision to pay a dividend to its shareholders.	Damien owns shares in A & J Enterprises 2006 Limited which owns shares in the Company. Such dividends will be proportionate to A & J Enterprises 2006 Limited's shareholding in the Company.	10 May 2024

Damien Prendergast	Damien in his personal capacity entered a deed of variation and restatement of the deed of indemnity and access, and a specific security deed with the Company.	The deed of variation and restatement of the deed of indemnity and access: - increases the escrow amount to be held by the escrow agent 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 from \$75,000 to an amount to be determined by the directors up to a maximum of \$150,000; and - grants the directors security in the funds to be received by the Company on settlement of the sale of the property owned by Cameron Road Properties Limited, to be secured by a specific security deed. The specific security deed grants the directors security in the amount of proceeds of settlement of the sale of the property at 483 Cameron Road, to be deposited in an account in the Company's name, with such secured money to be used to cover any amount relating to obligations of the Company to the directors under the deeds of indemnity.	24 May 2024
Damien Prendergast	Damien in his personal capacity entered into a deed of variation and restatement of deed of guarantee, and a specific security deed with Cameron Road Properties Limited. Cameron Road Properties Limited is a wholly owned subsidiary	Cameron Road Properties Limited has guaranteed the performance of the Company's obligations under the deeds of indemnity. To support the guarantee Cameron Road Properties Limited granted a mortgage over the property owned by it in favour of the directors. This property has now been sold. As part of the	24 May 2024

	of the Company. Damien is a director of the Company and of Cameron Road Properties Limited.	sale the directors agreed to discharge the mortgage held over the property and, in its place, have taken a specific security in Cameron Road Properties Limited's bank account which holds the funds of the sale. The deed of variation and restatement of deed of guarantee records this variation. This security is secured by a specific security deed executed by Cameron Road Properties Limited (as debtor).	
John Murray	John in his personal capacity entered a deed of variation and restatement of the deed of indemnity and access, and a specific security deed with the company.	The deed of variation and restatement of the deed of indemnity and access: - increases the escrow amount to be held by the escrow agent 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 from \$75,000 to an amount to be determined by the directors up to a maximum of \$150,000; and - grants the directors security in the funds to be received by the Company on settlement of the sale of the property owned by Cameron Road Properties Limited, to be secured by a specific security deed. The specific security deed grants the directors security in the amount of proceeds of settlement of the sale of the property at 483 Cameron Road, to be deposited in an account in the Company's name, with such secured money to be used to cover any amount	24 May 2024

		relating to obligations of the Company to the directors under the deeds of indemnity.	
John Murray	John in his personal capacity entered into a deed of variation and restatement of deed of guarantee, and a specific security deed with Cameron Road Properties Limited. Cameron Road Properties Limited is a wholly owned subsidiary of the Company. John is a director of the Company and of Cameron Road Properties Limited.	Cameron Road Properties Limited has guaranteed the performance of the Company's obligations under the deeds of indemnity. To support the guarantee Cameron Road Properties Limited granted a mortgage over the property owned by it in favour of the directors. This property has now been sold. As part of the sale the directors agreed to discharge the mortgage held over the property and, in its place, have taken a specific security in Cameron Road Properties Limited's bank account which holds the funds of the sale. The deed of variation and restatement of deed of guarantee records this variation. This security is secured by a specific security deed executed by Cameron Road Properties Limited (as debtor).	24 May 2024
Damien Prendergast	Damien, in his capacity as a director of the Company entered into a loan agreement with ANZ. To give effect to the loan agreement Damien (in his personal capacity) was required to enter into a deed of partial release of security.	The Company entered into a short term loan agreement with ANZ. The loan is secured by ANZ being granted authority over a deposit held by the Company. The deposit was subject to a specific security deed entered into by the Company and John and Damien (in their personal capacities). Damien agreed to enter into a deed of partial release of the security which released and discharged the deposit from the security interests granted to John and Damien.	12 August 2024
John Murray	John, in his capacity as a director of the Company entered into a loan agreement with ANZ.	The Company entered into a short term loan agreement with ANZ. The loan is secured by ANZ	12 August 2024

	To give effect to the loan agreement John (in his personal capacity) was required to enter into a deed of partial release of security.	being granted authority over a deposit held by the Company. The deposit was subject to a specific security deed entered into by the Company and John and Damien (in their personal capacities). John agreed to enter into a deed of partial release of the security which released and discharged the deposit from the security interests granted to John and Damien.	
John Murray	In accordance with the terms of John's appointment as director on 26 October 2023, John's annual director fee and charge-out rate for additional hours has increased to reflect the annual CPI increase as at 30 September.	Per the terms of John's appointment as a director, John's annual director fee and charge-out rate for additional hours has been increased by 3.3% to reflect the annual CPI increase. This results in the following: • annual fee of \$46,498.78 (apportioned between the Company and First NZ Properties Limited based on equity values); and • additional hours to be charged at \$397.82 per hour.	30 September 2024
Damien Prendergast	In accordance with the terms of Damien's appointment as director on 26 October 2023, Damien's annual director fee and charge-out rate for additional hours has increased to reflect the annual CPI increase as at 30 September.	Per the terms of Damien's appointment as a director, Damien's annual director fee and charge-out rate for additional hours has been increased by 3.3% to reflect the annual CPI increase. This results in the following: • annual fee of \$30,999 (apportioned between the Company and First NZ Properties Limited based on equity values); and • additional hours to be charged at \$258.33 per hour.	30 September 2024
John Murray	John, in his capacity as director of the Company, increased the escrow amount held pursuant to	The amount held in escrow was increased from \$75,000 to \$150,000. This increase was	22 October 2024

	the deed of variation and restatement of deed of indemnity and access. John is a party to the deed of variation and restatement of deed of indemnity and access in his personal capacity.	provided for in the deed of variation and restatement of deed of indemnity and access, which was approved by director resolution dated 24 May 2024.	
Damien Prendergast	Damien, in his capacity as director of the Company, increased the escrow amount held pursuant to the deed of variation and restatement of deed of indemnity and access. Damien is a party to the deed of variation and restatement of deed of indemnity and access in his personal capacity.	The amount held in escrow was increased from \$75,000 to \$150,000. This increase was provided for in the deed of variation and restatement of deed of indemnity and access, which was approved by director resolution dated 24 May 2024.	22 October 2024
Damien Prendergast	Damien declares his interest as a director of the Company and: • a trustee and beneficiary of the Killaloe No.2 Family Trust (being a shareholder of the Company); • a trustee and beneficiary of the Prendergast Family Trust which is the 98% shareholder of A & J Enterprises 2006 Limited (being a shareholder of the Company); and • in his individual capacity, a 1% shareholder of A & J Enterprises 2006 Limited (being a shareholder of the Company), in the Company's decision to redeem some of its shares on a pro rata basis in accordance with its constitution and the Act.	The Company has decided to use funds held by it to return the Company's available subscribed capital to shareholders by exercising its option to redeem some of its shares from shareholders on a pro rata basis. The market value of the Company's shares has been determined to be \$5.67 per share. Damien will receive a financial benefit from the share redemption by being a trustee and beneficiary of the Killaloe. Additionally, Damien will receive a financial benefit from the share redemption through his individual shareholding and by being a trustee and beneficiary of the Prendergast Family Trust which is the majority shareholder in A & J Enterprises 2006 Limited. Such benefit will be proportional to A & J Enterprises 2006 Limited's shareholding in the Company.	21 March 2025
Damien Prendergast	Damien declares his associated interest being	The Company has decided to use funds held	21 March 2025

	that his wife, Rebecca Prendergast is • a trustee and beneficiary of the Prendergast Family Trust, which is the 98% shareholder of A & J Enterprises 2006 Limited (being a shareholder of the Company); and • in her individual capacity, a 1% shareholder of A & J Enterprises 2006 Limited (being a shareholder of the Company), in the Company's decision to redeem some of its shares on a pro rata basis in accordance with the Constitution and the Act.	by it to return the Company's available subscribed capital to shareholders by exercising its option to redeem some of its shares from shareholders on a pro rata basis. The market value of the Company's shares has been determined to be \$5.67 per share. Damien (through his associated interest with Rebecca) will receive a financial benefit from the share redemption through Rebecca's individual shareholding and by being a trustee and beneficiary of the Prendergast Family Trust which is the majority shareholder, in A & J Enterprises 2006 Limited. Such benefit will be proportional to A& J Enterprises 2006 Limited's shareholding in the Company.	
Damien Prendergast	Damien declares his associated interest through his daughter, Alana Sophie Prendergast, and his sister, Andrea Jane Prendergast, who each have shareholdings in the Company and the Company's decision to redeem some of its shares on a pro rata basis in accordance with the Constitution and the Act.	The Company has decided to use funds held by it to return the Company's available subscribed capital to shareholders by exercising its option to redeem some of its shares from shareholders on a pro rata basis. The market value of the Company's shares has been determined to be \$5.67 per share. Damien's daughter and sister will receive a financial benefit from the share redemption through their respective shareholdings in the Company.	21 March 2025

