

**Ongoing Disclosure Notice****Disclosure of Directors and Senior Managers Relevant Interests***Sections 297(2) and 298(2), Financial Markets Conduct Act 2013*

To NZX Limited; and	
Name of listed issuer:	Napier Port Holdings Limited
Date this disclosure made:	6-Jan-26
Date of last disclosure:	23-Dec-24

Director or senior manager giving disclosure

Full name(s):	Todd Dawson
Name of listed issuer:	Napier Port Holdings Limited
Name of related body corporate (if applicable):	N/A
Position held in listed issuer:	Chief Executive Officer of Port of Napier Limited

Summary of relevant interests after acquisition or disposal:

Class of quoted financial products:	Rights to ordinary shares in Napier Port Holdings Limited under the Napier Port Holdings Executive LTI Plan
Nature of relevant interest:	Beneficial owner and entitlement to become legal and beneficial owner subject to the meeting of criteria under the Napier Port Holdings Executive LTI Plan

For that relevant interest,-

Number held in class before acquisition or disposal:	228,065
Number held in class after acquisition or disposal:	160,928
Current registered holder(s):	N/A

For a derivative relevant interest,-

Type of derivative:	N/A
Registered holder(s) once transfers are registered:	N/A

Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

Type of affected derivative:	N/A
Class of underlying financial products:	N/A

Details of affected derivative-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	N/A
A statement as to whether the derivative is cash settled or physically settled:	N/A
Maturity date of the derivative (if any):	N/A
Expiry date of the derivative(if any):	N/A
The price specified in the terms of the derivative (if any):	N/A
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	N/A

For that derivative,-

Parties to the derivative:	N/A
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	N/A

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:	Two
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Details of transactions requiring disclosure-

Date of transaction:	24-Dec-25
Nature of transaction:	Vesting of rights to ordinary shares in Napier Port Holding Limited under the Napier Port Holding Executive LTI Plan. 67,137 Rights (granted December 2022) converted to 71,497 ordinary shares (inclusive of 8,388 dividend shares) by transfer of treasury shares from NPHL. Lapsed rights under the NPHL LTIP of 4,028.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related:	67,137
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Details of transactions requiring disclosure-

Date of transaction:	29 Dec 2025 & 5 Jan 2026
Nature of transaction:	Disposal of Napier Port Holdings Limited ordinary shares to meet PAYE obligation on transfer of vested LTIP shares.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	103,087
Number of financial products to which the transaction related:	27,602
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	Ordinary shares
Nature of relevant interest:	Beneficial owner
<i>For that relevant interest,-</i>	
Number held in class:	1,923
Current registered holder(s):	Pacific Custodians (New Zealand) Limited
<i>For a derivative relevant interest,-</i>	
Type of derivative:	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	Ordinary shares
Nature of the relevant interest(s):	Legal and beneficial owner
<i>For that relevant interest-</i>	
Number held in class:	44,105
Current registered holder(s):	N/A
Registered holder(s) once transfers are registered:	N/A

Details of derivative,-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):
A statement as to whether the derivative is cash settled or physically settled:
Maturity date of the derivative (if any):
Expiry date of the derivative (if any):
The price's specified terms (if any):
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:
<i>For that derivative relevant interest,-</i>
Parties to the derivative:
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:

N/A

Certification

I, 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.

Signature of director or officer:



Date of signature:

6-Jan-26

or

Signature of person authorised to sign on behalf of director or officer:

Date of signature:

Name and title of authorised person:

N/A

N/A

N/A

**Ongoing Disclosure Notice****Disclosure of Directors and Senior Managers Relevant Interests**
Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

To NZX Limited; and	
Name of listed issuer:	Napier Port Holdings Limited
Date this disclosure made:	6-Jan-26
Date of last disclosure:	23-Dec-24

Director or senior manager giving disclosure

Full name(s):	Kristen Lie
Name of listed issuer:	Napier Port Holdings Limited
Name of related body corporate (if applicable):	N/A
Position held in listed issuer:	Chief Financial Officer of Port of Napier Limited

Summary of acquisition or disposal of relevant interest (excluding specified derivatives)

Class of affected quoted financial products:	Rights to ordinary shares in Napier Port Holdings Limited under the Napier Port Holdings Executive LTI Plan
Nature of the affected relevant interest(s):	Beneficial owner and entitlement to become legal and beneficial owner subject to the meeting of criteria under the Napier Port Holdings Executive LTI Plan

For that relevant interest-

Number held in class before acquisition or disposal:	143,464
Number held in class after acquisition or disposal:	101,021
Current registered holder(s):	N/A
Registered holder(s) once transfers are registered:	N/A

Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

Type of affected derivative:	N/A
Class of underlying financial products:	N/A

Details of affected derivative-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	N/A
A statement as to whether the derivative is cash settled or physically settled:	N/A
Maturity date of the derivative (if any):	N/A
Expiry date of the derivative(if any):	N/A
The price specified in the terms of the derivative (if any):	N/A
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	N/A

For that derivative,-

Parties to the derivative:	N/A
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	N/A

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:	One
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Details of transactions requiring disclosure-

Date of transaction:	24-Dec-25
Nature of transaction:	Vesting of rights to ordinary shares in Napier Port Holding Limited under the Napier Port Holding Executive LTI Plan. 42,443 Rights (granted December 2022) converted to 45,200 ordinary shares (inclusive of 5,303 dividend shares) by transfer of treasury shares from NPHL. Lapsed rights under the NPHL LTIP of 2,546.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related:	42,443
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Summary of acquisition or disposal of relevant interest (excluding specified derivatives)

Class of affected quoted financial products:	Ordinary shares
Nature of the affected relevant interest(s):	Legal ownership of Napier Port Holdings Limited ordinary shares
For that relevant interest-	
Number held in class before acquisition or disposal:	72,573
Number held in class after acquisition or disposal:	72,573
Current registered holder(s):	Kristen Lie
Registered holder(s) once transfers are registered:	Sharesies Nominees Ltd

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:	One
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Details of transactions requiring disclosure-

Date of transaction:	24-Dec-25
Nature of transaction:	Transfer of legal ownership without change to beneficial ownership, via off-market transfer
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related:	72,573
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	Ordinary shares
Nature of relevant interest:	Beneficial owner
For that relevant interest,-	
Number held in class:	1,923
Current registered holder(s):	Pacific Custodians (New Zealand) Limited
For a derivative relevant interest,-	
Type of derivative:	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	N/A
Nature of relevant interest:	N/A
<i>For that relevant interest,-</i>	
Number held in class:	N/A
Current registered holder(s):	N/A
<i>For a derivative relevant interest,-</i>	
Type of derivative:	N/A

Certification

I, 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.

Signature of director or officer:



Date of signature:

6-Jan-26

or

Signature of person authorised to sign on behalf of director or officer:

Date of signature:

Name and title of authorised person:

N/A

N/A

N/A



Ongoing Disclosure Notice

Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

To NZX Limited; and
Name of listed issuer:
Date this disclosure made:
Date of last disclosure:

Napier Port Holdings Limited
6-Jan-26
23-Dec-24

Director or senior manager giving disclosure

Full name(s):
Name of listed issuer:
Name of related body corporate (if applicable):
Position held in listed issuer:

Adam Harvey
Napier Port Holdings Limited
N/A
Chief Operating Officer of Port of Napier Limited

Summary of acquisition or disposal of relevant interest (excluding specified derivatives)

Class of affected quoted financial products:
Nature of the affected relevant interest(s):

Rights to ordinary shares in Napier Port Holdings Limited under the Napier Port Holdings Executive LTI Plan
Beneficial owner and entitlement to become legal and beneficial owner subject to the meeting of criteria under the Napier Port Holdings Executive LTI Plan

For that relevant interest:-

Number held in class before acquisition or disposal:
Number held in class after acquisition or disposal:
Current registered holder(s):
Registered holder(s) once transfers are registered:

76,275
55,364
N/A
N/A

Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

Type of affected derivative:
Class of underlying financial products:

N/A
N/A

Details of affected derivative-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):
A statement as to whether the derivative is cash settled or physically settled:
Maturity date of the derivative (if any):
Expiry date of the derivative(if any):
The price specified in the terms of the derivative (if any):
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:

N/A

For that derivative,-

Parties to the derivative:
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:

N/A
N/A

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:

Two

Details of transactions requiring disclosure-

Date of transaction:	24-Dec-25
Nature of transaction:	Vesting of rights to ordinary shares in Napier Port Holding Limited under the Napier Port Holding Executive LTI Plan. 20,911 Rights (granted December 2022) converted to 22,270 ordinary shares (inclusive of 2,613 dividend shares) by transfer of treasury shares from NPHL. Lapsed rights under the NPHL LTIP of 1,254.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related:	20,911
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Details of transactions requiring disclosure-

Date of transaction:	30-Dec-25
Nature of transaction:	Disposal of Napier Port Holdings Limited ordinary shares to meet PAYE obligation on transfer of vested LTIP shares.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	31,887
Number of financial products to which the transaction related:	8,698
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Summary of acquisition or disposal of relevant interest (excluding specified derivatives)

Class of affected quoted financial products:	Ordinary shares
Nature of the affected relevant interest(s):	Beneficial ownership of Napier Port Holdings Limited ordinary shares
For that relevant interest-	
Number held in class before acquisition or disposal:	10,702
Number held in class after acquisition or disposal:	24,274
Current registered holder(s):	Adam Harvey
Registered holder(s) once transfers are registered:	Sharesies Nominees Ltd

Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

Type of affected derivative:	N/A
Class of underlying financial products:	N/A

Details of affected derivative-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	N/A
A statement as to whether the derivative is cash settled or physically settled:	N/A
Maturity date of the derivative (if any):	N/A
Expiry date of the derivative(if any):	N/A
The price specified in the terms of the derivative (if any):	N/A
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	N/A
<i>For that derivative,-</i>	
Parties to the derivative:	N/A
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	N/A

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:	One
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Details of transactions requiring disclosure-

Date of transaction:	24-Dec-25
Nature of transaction:	Transfer of legal ownership without change to beneficial ownership, via off-market transfer
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related:	13,572
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	Ordinary shares
Nature of relevant interest:	Beneficial owner
<i>For that relevant interest,-</i>	
Number held in class:	1923
Current registered holder(s):	Pacific Custodians (New Zealand) Limited
<i>For a derivative relevant interest,-</i>	
Type of derivative:	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	N/A
Nature of relevant interest:	N/A
<i>For that relevant interest,-</i>	
Number held in class:	N/A
Current registered holder(s):	N/A
<i>For a derivative relevant interest,-</i>	
Type of derivative:	N/A

Certification

I, 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.

Signature of director or officer:



Date of signature:

6-Jan-26

or

Signature of person authorised to sign on behalf of director or officer:

N/A

Date of signature:

N/A

Name and title of authorised person:

N/A

**Ongoing Disclosure Notice****Disclosure of Directors and Senior Managers Relevant Interests***Sections 297(2) and 298(2), Financial Markets Conduct Act 2013*

To NZX Limited; and	
Name of listed issuer:	
Date this disclosure made:	
Date of last disclosure:	

Director or senior manager giving disclosure

Full name(s):	David Kriel
Name of listed issuer:	Napier Port Holdings Limited
Name of related body corporate (if applicable):	N/A
Position held in listed issuer:	General Manager Commercial of Port of Napier Limited

Summary of acquisition or disposal of relevant interest (excluding specified derivatives)

Class of affected quoted financial products:	Rights to ordinary shares in Napier Port Holdings Limited under the Napier Port Holdings Executive LTI Plan
Nature of the affected relevant interest(s):	Beneficial owner and entitlement to become legal and beneficial owner subject to the meeting of criteria under the Napier Port Holdings Executive LTI Plan

For that relevant interest-

Number held in class before acquisition or disposal:	76,481
Number held in class after acquisition or disposal:	53,328
Current registered holder(s):	N/A
Registered holder(s) once transfers are registered:	N/A

Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

Type of affected derivative:	N/A
Class of underlying financial products:	N/A

Details of affected derivative-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	N/A
A statement as to whether the derivative is cash settled or physically settled:	N/A
Maturity date of the derivative (if any):	N/A
Expiry date of the derivative(if any):	N/A
The price specified in the terms of the derivative (if any):	N/A
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	N/A

For that derivative,-

Parties to the derivative:	N/A
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	N/A

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:	Two
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Details of transactions requiring disclosure-

Date of transaction:	24-Dec-25
Nature of transaction:	Vesting of rights to ordinary shares in Napier Port Holding Limited under the Napier Port Holding Executive LTI Plan. 23,153 Rights (granted December 2022) converted to 24,657 ordinary shares (inclusive of 2,893 dividend shares) by transfer of treasury shares from NPHL.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related:	23,153
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Details of transactions requiring disclosure-

Date of transaction:	29-Dec-25
Nature of transaction:	Disposal of Napier Port Holdings Limited ordinary shares to meet PAYE obligation on transfer of vested LTIP shares.
Name of any other party or parties to the transaction (if known):	N/A
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	35,659
Number of financial products to which the transaction related:	9,726
<i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	
Whether relevant interests were acquired or disposed of during a closed period:	N/A
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	N/A
Date of the prior written clearance (if any):	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	Ordinary shares
Nature of relevant interest:	Beneficial owner
<i>For that relevant interest,-</i>	
Number held in class:	1,923
Current registered holder(s):	Pacific Custodians (New Zealand) Limited
<i>For a derivative relevant interest,-</i>	
Type of derivative:	N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:	Ordinary shares
Nature of relevant interest:	Legal and beneficial owner
<i>For that relevant interest,-</i>	
Number held in class:	18,776
Current registered holder(s):	David Kriel
<i>For a derivative relevant interest,-</i>	
Type of derivative:	N/A

Details of derivative,-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	N/A
A statement as to whether the derivative is cash settled or physically settled:	N/A
Maturity date of the derivative (if any):	N/A
Expiry date of the derivative (if any):	N/A
The price's specified terms (if any):	N/A
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	N/A
<i>For that derivative relevant interest,-</i>	
Parties to the derivative:	N/A
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	N/A

Certification

I, 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.

Signature of director or officer:



6-Jan-26

Date of signature:

or

Signature of person authorised to sign on behalf of director or officer:

N/A

Date of signature:

N/A

Name and title of authorised person:

N/A