

Annual Report

2024



ABOUT THIS REPORT

This Annual Report of Summerset Group Holdings Limited (Summerset) is prepared in accordance with New Zealand equivalents to International Financial Reporting Standards (NZ IFRS), the NZX Listing Rules and Corporate Governance

Code, the ASX Listing Rules (as relevant for foreign exempt listings) and the Companies Act 1993.

It covers all our business operations for the year ended 31 December 2024 and was released on 28 February

2025. We are aligning our reporting to the International Integrated Reporting Framework to improve the way we communicate and improve transparency.

We will continue to build on this approach.



Cover: Our Summerset on the Landing residents enjoy sharing good food and company at the village's Divine Café

Inside cover: Summerset St Johns, Auckland



OUR RESIDENTS

Bringing the best of life to our residents every day – resulting in high levels of resident satisfaction.



02

OUR ENVIRONMENT

Every day we focus on:

Minimising waste

Increasing energy efficiency

Being more sustainable





OUR PEOPLE

People are the heart
of Summerset. Our values are:

Strong enough to care

One team

Strive to be the best



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Glossary of terms

Term	Definition
Broadacre site	A broadacre site refers to a large area of land which can be used for large scale projects. In Summerset's case, we typically select sites of 8-10 hectares where we can build 220-250 villas as well as a village centre building with care centre
Care bed	A bed/room at Summerset that allows a resident to have rest home, hospital or dementia level care
Care suite	Rest home, hospital or dementia level care rooms/apartments that are subject to an ORA with a DMF. Care suites are typically larger than a standard care room
Care centre	The area in a Summerset village where Summerset provides care to residents with a team of 24/7 registered nurses and caregivers. Rest home, hospital and dementia level care or other specialist care is provided in the care centre (subject to availability)
Completed village	Villages where all units, the care centre and common facilities have been completed and delivered
Continuum of care	The ongoing levels/progression of care offered by Summerset to our residents. Summerset's model is to provide options for our residents should their health needs change. This means residents can move from an independent home or apartment into care within the same village (subject to availability and eligibility criteria)
Deferred management fee (DMF)	This is the fee charged by Summerset to residents in our villages under their ORA (the standard rate is 25% of the ORA price, which accumulates over a five-year period). The calculated DMF which is applicable in each case is deducted from the amount repaid to the outgoing resident upon resale of the unit. The fee is in consideration for the right to accommodation and the use of communal facilities over the entire length of a resident's stay
Developing village	These are Summerset villages that have commenced construction or are still in the construction phase. Some developing villages may be open to residents
Development margin	This is calculated using the first ORA sales receipt for the applicable unit, less the cost for developing the applicable unit sold under ORA. Costs incorporate the land cost, share of infrastructure costs, direct costs, share of other costs (e.g. landscaping), management fees and interest costs. The development margin excludes recreation and administration facility costs and care centre costs (for non-ORA units)
FY	Refers to Summerset's financial year
Hospital-level care	This refers to a higher level of care offered to residents in our care centres that provide nursing care 24 hours a day to assist residents who require fulltime assistance
Independent resident	Residents who live in a Summerset village with minimal or no care or assistance required. Some independent residents may have a services agreement, which provides additional support such as personal services, meals, housekeeping or laundry, in addition to their ORA depending on their individual circumstances
Land bank	This refers to land purchased by Summerset that it has available to build on and grow future or ongoing developments
Memory care	This refers to an increased level of care for residents with dementia who choose Summerset as their home. Memory care has been developed to enable people living with dementia to continue to lead active lives in a safe and homely environment. Some villages have secure memory care centres for residents who require this level of care
New village	A new village registered or being commissioned by Summerset. Often, a new village will still be under construction, where brand new homes are being sold to new residents
Occupation right agreement (ORA)	This is the principal agreement that Summerset has with the majority of residents that occupy a home in our villages. An occupation right agreement within the meaning of the Retirement Villages Act 2023 (for villages in New Zealand) or a residence contract within the meaning of the Retirement Villages Act 1986

GLOSSARY OF TERMS

Term	Definition
	(Vic) (for villages in Australia): gives residents the right to live in a home at their Summerset village, and outlines the terms and conditions of their residency
Proposed village	A planned Summerset village where resource consent has not yet been granted and construction has not yet started
Resale village	A completed Summerset village where all homes have been sold. A resale village typically would be reselling homes on ORA as residents leave
Resident	Any person who lives at a Summerset village independently, in a serviced apartment or care unit under a contract with Summerset
Rest home-level care	An increased level of care offered to our residents with care provided to residents by our caregivers with oversight of registered nurses. Depending on a resident's needs this can include daily personal care and meals
Uncontracted stock	Summerset retirement village homes that are for sale and not currently under a contract for occupation or sale
Underlying profit	Non-GAAP financial measure used by Summerset to monitor financial performance and determine dividend distributions. Calculated by making the following adjustments to reported net profit after tax: Removing the change in fair value in investment properties, removing any impairment, removing non-operating one-off items, adding back realised gains from resales, adding back realised development margin from new sales, removing the deferred taxation component of taxation expense so only the current tax expense is reflected
Village centre	This is sometimes referred to as the "main building", and generally is the communal two- to three-storey building in the village which can include the care centre, serviced apartments, staff offices and resident amenities such as the library, cafe, theatre and pool
Weekly fees	Fees residents pay towards the costs of running the village, such as staffing, insurance, council rates, maintenance, landscaping and rubbish removal at the respective Summerset village where they are a resident

Sustainability

Term	Definition
Embodied carbon	The total greenhouse gas emissions associated with the production of a building's materials, from extraction through manufacturing, transportation, construction and deconstruction
Greenhouse gases (GHG)	Gases that trap heat energy from the Earth's surface and radiate it back, contributing to the greenhouse effect
Science-based target	A target to reduce greenhouse gas emissions in line with climate science which has been reviewed and validated by the Science Based Target Initiative (SBTi)
Scope 1 emissions	Emissions that are directly produced by an organisation through its day-to-day operations (e.g. fuel used to run vehicles)
Scope 2 emissions	Indirect GHG emissions from purchased electricity, steam, heating and cooling (e.g. electricity used to run village centres or offices)
Scope 3 emissions	GHG emissions that occur indirectly from a business's activities, but are not directly caused by the business (e.g. emissions associated with business travel)
Total emissions	The sum of direct and indirect GHG emissions, defined by three different scopes
Value chain	The various business activities and processes involved in creating a product or performing a service with each stage adding value
Waste hierarchy	Framework for managing waste that prioritises waste prevention and reduction, often represented as a pyramid, with the best options to reduce waste at the top and the least favourable at the bottom

Chair and CEO's report



Mark Verbiest
Chair

Welcome to Summerset's annual report for the 12 months ended 31 December 2024. We have been managing one of the most challenging business environments we've seen as a company, and in the circumstances we believe Summerset has shown considerable resilience and has delivered value for residents and investors.

Through much of 2024, inflation, weak consumer confidence, a softer than anticipated property market and rising costs all combined to make trading conditions extremely challenging.

Despite these challenges we saw 1,238 sales of ORAs, our highest year. We were pleased to see the strength of our diversified portfolio in 2024 also, with eight different regions seeing 30 or more sales.

We have continued to see strong demand across the country and have again seen high levels of enquiry from prospective residents. Our customers are highly motivated, however the property market, which was undoubtedly subdued throughout 2024, restricted some of our residents from selling their home as quickly as they would like, slowing some moves to our villages.

Even during an economic downturn, we have highly motivated customers, and it is clear a move to our villages is, ultimately, not solely dependent upon the property market. Our prospective residents' motivations to join our village communities remain,

including security, community, health concerns and much more.

The past year has also shown us the benefits of our broadacre build strategy. We are able to recycle cash effectively across our ongoing developments and with the benefit of in-house construction in New Zealand we have flexed our build programme to reduce construction where demand has been lighter and focus our work in other areas.

With demand continuing to appear robust, we have further strengthened our development pipeline in New Zealand with the purchase of three new parcels of land to build future villages, and two land purchases to expand existing villages. While 2024 has presented business challenges, the softer property market has provided us with opportunities for well-priced acquisitions.

Our Australian development also continues to progress with another milestone achieved this year: our first residents moving into our Cranbourne North village. Our Cranbourne village is on track and we've begun construction on the village's main building which will be home to our first Australian care residents when complete. We continue to take a measured and cautious approach to our Australian development as we build our knowledge of that market.

Our hard work has been recognised externally with Summerset receiving a number of awards this year from industry bodies, consumers



Scott Scoullar
Chief Executive Officer



Boulcott opened its village centre building during the year

and financial bodies including winning Gold for the Reader's Digest 2025 Quality Service Award in the Retirement Villages category for the second year in a row, and an Ethical and Sustainable Business Award.

Business performance

Underlying profit for 2024 is \$206.4 million, an increase of 8% on 2023. Our IFRS net profit after tax is \$339.8 million, down 20% on 2023, this change is largely reflective of the fair value movement of investment properties recognised in 2024, relative to 2023.

Operating cash flows of \$443.2 million have increased 11% from last year. The value of our investment property is now \$7.3 billion, up 14% on 2023, largely as a result of additions to our retirement unit portfolio across New Zealand and Australia and favourable fair value movements.

We believe that we've managed the business effectively through very challenging market conditions.

Levels of uncontracted stock have increased on FY23 by 40% but this is unsurprising as we opened our flagship St Johns village in Auckland, the village centre building at our Pāpāmoa village and our new

Boulcott village in Lower Hutt in 2024. All three villages have strong demand but it takes time to sell down three large scale initiatives like these.

At a typical village we open a number of stages of villas before building the village centre, which is home to a large number of homes, in addition to the village amenity such as the pool, café and theatre. At our St Johns and Boulcott sites we've opened the village centres in the early stages of the villages' lives as planned.

Having care available immediately, along with the communal facilities, increases the village's appeal to our prospective residents, but it means we have higher levels of uncontracted stock than normal due to the village centres being home to a large number of apartments and care suites. When we exclude the new village centre building homes our uncontracted stock is down between 20-50% across all unit types year-on-year, a very pleasing result in a tough market.

The Board is pleased to declare a final dividend of 13.2 cents per share, payable on 27 March 2025. Combined with our interim dividend of 11.3 cents per share, shareholders have received 24.5

cents per share for the 2024 financial year, consistent with 2023.

Costs

With market conditions constrained we have worked hard to reduce our costs. In the first half of the year a full review of operating expenses was undertaken to assist in managing our balance sheet through the tougher economic conditions.

Construction costs are an ongoing focus for us and we are benefitting from the subcontract tender market reductions in line with reduced sector activity. Our Procurement team, which won the prestigious Transformation of the Year award at the annual New Zealand Procurement Excellence Forum (NZPEF) Awards in 2024, has worked hard to secure value-for-money long-term contracts through strong relationships with our key suppliers.

Our hard work has seen us deliver a healthy development margin through 2024 of 28.9%, well above the 20-25% guidance we gave last year.

We have long felt our weekly fees policy is an appropriate and sustainable model. Costs such as rates and insurance at our villages increased markedly in 2024 which

we were able to offset somewhat with our flexible weekly fees.

Our New Zealand weekly fees are linked to Superannuation and any increase does not exceed the percentage increase to NZ Superannuation. This year, while NZ Superannuation increased by 4.65%, our weekly fees increased by 3.75%. We made the decision to keep our 2024 weekly fee increase below the percentage increase of NZ Super to try and balance the ongoing cost-of-living crisis that was impacting our residents, while looking to offset the increasing operating costs of our villages.

In Australia our fees are linked to the Consumer Price Index (CPI) and do not exceed the percentage increase of CPI to provide Australian residents with the same peace of mind when budgeting for their retirement.

New Zealand land acquisitions and development

Our New Zealand land bank is well-diversified with proposed village sites from Auckland to Dunedin. To enable growth, approximately 80% of our land bank has been consented (excluding sites acquired in 2024). The diversity of our land bank gives us flexibility in the rate and location of development, so we can respond to localised demand and supply, and the changing economic conditions.

This year our proposed village at Masterton received consent, and our proposed Mosgiel village is on the list of projects in the Government's Fast-track Approvals Act.

While we have experienced a market downturn in 2024, by exercising careful due diligence we continue to find well-priced land in high-demand areas.

During the year we acquired three new sites for proposed villages and two extensions to existing villages. These opportunities have strengthened our development

pipeline and have increased our land bank by more than 1,100 new units.

The new land for proposed villages is:

- Mission Hills in Napier - in August we announced the purchase of our site in the Mission Hills subdivision. The new subdivision will offer excellent facilities and amenities for residents including parks, shopping and dining, and the village will be a short drive from central Napier.
- Otaihangā on the Kāpiti Coast - this new 12.6-hectare site is in a very popular area for retirees and will complement our existing Paraparaumu and Waikanae villages.
- Belmont in Auckland - just minutes north of Devonport, an extremely desirable location for our prospective residents. The 5.7-hectare block has great views of the city, and the proposed village will predominantly feature low-rise homes which will help it stand out in an area where apartment-heavy retirement villages are the norm.

Our two village extensions are at our Boulcott (Lower Hutt) and Blenheim sites where we've acquired land adjacent to the village to develop more homes. Village extensions are very profitable and allow Summerset to add high-value homes, in high-demand villages where we already have capacity in the supporting village infrastructure.

As we have a reasonably sized land bank for future development, we regularly review the portfolio to ensure the economics of development continue to meet, or better, the original assumptions relied on at purchase. We will remain disciplined to ensure the appropriate allocation of capital, and on the odd occasion may sell parcels purchased.

New Zealand construction

During 2024 we have been very deliberate about how we manage our portfolio. This past year has been an excellent example of the flexibility we can bring to our build programme - we slowed down some of our work where demand was lighter and concentrated our efforts elsewhere.

As we signalled in our Half Year Report we have deliberately delivered at the lower end of our 675-725 build guidance, delivering 676 homes under ORA and 21 care beds in New Zealand. This reflects growth of around 2% in construction numbers.

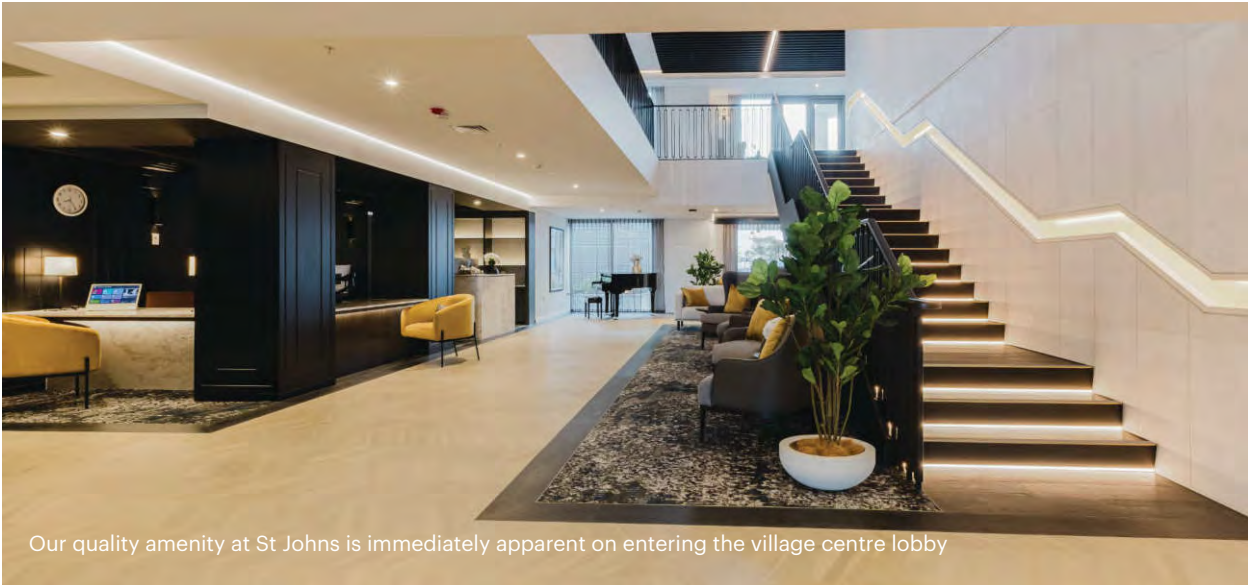
Our Construction team worked across 18 New Zealand sites this year, including delivering our two new village centre buildings at Boulcott and St Johns and upgrades to modernise the care offering for residents at three of our oldest villages - Levin, Havelock North and Trentham.

We also commenced construction at our Kelvin Grove (Palmerston North) village and the extension at our Cambridge village.

We delivered our flagship Summerset St Johns village on time and on budget in Q3. This complex build on the 2.6 hectare site, in the heart of Auckland, features six multi-storey buildings with excellent views of Auckland city and Rangitoto. The village was officially opened by New Zealand Prime Minister the Rt. Hon. Christopher Luxon in December.

We continue to believe our broadacre construction strategy is the best short- and medium-term option for us, which is why we plan to only run one or two metropolitan builds like St Johns at a time so we can prudently manage our debt.

The other major metropolitan build we now have underway is our Half Moon Bay site in Auckland where construction began in Q3.



Our quality amenity at St Johns is immediately apparent on entering the village centre lobby

Our advanced build programme means that we can flex our construction as we need to and we expect to build 600-650 homes in FY25. We are taking a prudent approach to the current economic situation but will monitor this throughout 2025.

Australia

Our development and expansion in Australia is continuing as we continue to look to prudently expand our footprint and consent our land bank to grow and allow us to meet the forecast demand in this market. In FY25 we expect to deliver between 50-80 homes to be sold under ORA including the village centre at Cranbourne North (which will be delivered late in FY25 and open to residents in FY26).

In addition to the major milestone of welcoming our first Australian residents at Cranbourne North and commencing construction on the village centre building, the second stage of the village was handed over in December and we delivered a public park as part of our development in October.

Construction also started in FY24 on our second Australian village, Chirnside Park, which is scheduled

to deliver its first homes at the end of 2025, and in late 2024 we started enabling works on our Torquay village on the Surf Coast.

We continue to see Australia as a huge growth opportunity for Summerset, and we are investigating land opportunities in Victoria and Queensland.

Our people

Throughout FY24 we've invested in our people to give them opportunities, provide a better workplace and to give them tools and services that help them professionally and personally.

To thank our people for their hard work over the year, every permanent Summerset staff member was gifted an additional day of paid leave to take some extra time for themselves over the Christmas and New Year period.

We are pleased to report that 728 permanent staff received free Summerset shares this year as part of the vesting of our annual staff share scheme, and 2,060 eligible staff received \$1,000 of Summerset shares which vest in September 2027.

In Q1 we changed our employee assistance partner to TELUS Health which provides our staff with free and confidential counselling, coaching and support as well as a wellbeing platform and app with numerous resources, courses and health assessments for mental, physical and financial health. These services have been made available to our staff's families as well.

The health and safety of everyone at Summerset, is of course, a top priority for the business. In FY24, we entered the second year of our Safe People, Safe Process, Safe Places strategy, achieving significant progress in key areas of health and safety. A major milestone was the successful implementation of a new health and safety reporting, recording and assurance system – HSI Donesafe. Donesafe allows us to get even better at recording and analysing any incidents, issues or near misses, and continuously improve how we keep our people safe.

Care and funding

Summerset is committed to investing in, and providing, high-quality care. We have invested, and will continue to invest, in the care that our residents expect.

However, we are acutely aware that care is underfunded in New Zealand. Health New Zealand – Te Whatu Ora increased aged care funding by 3.2% in 2024. This is far below the New Zealand Aged Care Association's (NZACA) estimate that an 11% increase was required for providers to cover escalating costs over the year.

This funding gap has prompted us to make some changes to how we sell care, and the size of our future care centres.

Our newest care centres, and our future builds, are smaller with fewer beds available. They typically house 30 residents compared to the approximately 50 in our older care centres. These care centres are focused on meeting the needs of our village residents and providing them with a continuum of care if their care requirements change. We will accept far fewer care residents from the public health system, or from outside the village, than we did before because the aged care funding gap means that we cannot continue to incur losses by accepting non-village residents into care.

Also, to protect ourselves financially we are increasing the number of care suites we sell under ORA, rather than offering only a daily premium charge model. This gives both Summerset and our residents greater financial certainty while recognising what is necessary for economic viability. Our residents have supported the move and we've seen the number of care suites selling under ORAs increase steadily year-on-year.

While these changes have helped to make our model more sustainable long-term, we are considering other changes. Currently we take a large number of care resident referrals from public health, but the funding we receive is far less than is required to provide quality aged care services.

We are currently reviewing our policies and where this funding gap is leaving us, we feel we need to focus the limited funding we have and our staff resources on our village residents and their needs only. This review could result in us no longer accepting referrals from the public health system.

It's not a step we want to take but we can't create a system where we overstretch our staff. We know this will mean a bigger burden will be placed on the public health system, but we can't keep taking the strain.

We will continue to strongly support the NZACA's work to highlight the underfunding of aged care in New Zealand and the consequences for us all if a growing elderly population does not have access to quality care. Summerset is now represented on the NZACA board, a first for Summerset, by CEO Scott Scoullar.

While we are not yet offering care in Australia, we plan to from 2026, and we note the funding environment is less challenging for providers, with federal law makers approving a significant boost in aged care funding during 2024.

Regulation

Both the Australian and New Zealand governments have been considering changes to legislation relevant to Summerset's operations. From what we understand of the proposed legislative changes currently articulated, our practices already align with the proposed changes and we don't anticipate any material changes to our operations in either country.

In New Zealand the government has indicated that they would like to consider greater transparency for a Retirement Villages' Code of Practice, increase protections for residents such as restrictions on passing on insurance excesses, and that they will take advice on three key areas: passing on

the cost of maintaining operator-owned chattels, the management of complaints and disputes, and incentivising earlier capital repayments when residents leave the village.

Summerset supports practicable measures that require operators to lift standards. We have worked hard to provide plain English documentation, we cap insurance excesses at \$250, we don't charge for the maintenance or repairs of chattels in our village that we own, and we pay interest to a resident, or their estate, if their home hasn't sold after six months of leaving the village.

We also support a fair and transparent disputes resolution option if we can't agree with a resident or their family on an issue.

In Australia a new Aged Care Act has been passed by Parliament and will commence from 1 July 2025. The reforms will increase accountability for operators through strengthened standards and include the introduction of user pays provisions for funding models.

It is our view that Summerset is well placed to benefit from the reforms when our care operations commence.

Resident initiatives and events

We have continued to evolve our offering to our residents to provide them a unique retirement living offering and to shape what we do in our villages to meet the changing needs and expectations of our residents.

Our work has been recognised by our residents, with our satisfaction score hitting an all-time high in 2024, at 97% for both village and care.

We have continued to build on our "Summerset sessions", a range of in-person and online events and experiences to engage residents and we introduced new resident



Winner of Somerset's Money Can't Buy Silver Ferns experience, Jan Hefford

events such as the Somerset Games and the Somerset's Best Garden competition.

We have continued to expand our Holiday Homes programme, which offers residents and their families a fully furnished apartment in one of our villages to rent. Six villages from Auckland to Christchurch now offer a holiday home.

In care we know that our menus and food offering are a crucial part of our residents' experience. We have significantly changed our menus for our care and serviced apartment residents following residents' feedback to ensure we provide more choice.

We also piloted a remote nursing service at a number of our villages throughout the year to assist our care centre staff. The 24/7 team of Somerset registered nurses support village teams online or by phone. Our safe staffing ratios in our care centres (our registered nurses and caregivers to resident ratios), remain the same and the remote nurses provide an extra layer of support when caring for residents. It also allows us to share the expertise of highly qualified registered nurses among a number of villages.

Design and technology

The design and features of our village have evolved further over the last year as we change our offering to meet resident expectations and to provide more points of interest and difference that increase the vibrancy of our villages.

Throughout the country we've investigated how we can add new features for residents to enjoy, and in 2024 we installed or piloted features such as golf simulators, dog washes, shuffle boards, pétanque pistes and more green spaces.

We've also further developed our technology to make residents' lives easier. Our Lumin technology is now installed at 17 villages. Lumin allows residents to communicate with each other, book activities, access entertainment, receive messages from their Village Manager and much more, all on a specially designed system for elderly users. We are currently piloting the use of Lumin for emergency call bells at our Paraparaumu village too.

We've installed technology to allow our staff to spend more time with their residents. We've rolled out the app version of our resident care system – VCare – which means our staff can update

records in a resident's room and input any necessary information without having to return to the nurses' station.

Sustainability

We are proud of our industry-leading approach to sustainability and we made further improvements during FY24 in how we measure, reduce and report on our impacts.

We're committed to fully meeting our reporting requirements on sustainability and we've released our second Sustainability Review and Climate-related Disclosures document alongside this Annual Report.

Two of our major achievements this year are our work to move our emissions target to a science based target and our work around embodied carbon.

Embodied carbon is a recent focus for the business. We have calculated the embodied carbon for two of our standard build typologies, establishing baseline measurements for both. Already we've seen significant reductions in embodied carbon in the design of our new three-bedroom townhouses against this baseline.

To align with current best practice we underwent the rigorous process of having our emissions target upgraded and validated by the Science Based Targets Initiative (SBTi). This validation ensures our target is grounded in the latest climate science, utilising standardised methodologies and independent verification.

Other major initiatives and milestones this year to reduce our carbon footprint and improve our resilience include:

- Installing more than 1,000 solar panels
- Reducing the upfront embodied carbon of our townhouse homes by 28%
- Planted 80,000 native plants
- Meeting all three of our sustainability linked lending performance targets
- Continuing to focus on waste diversion, we diverted than 4,400 tonnes of construction waste this year

Our sustainability work has been recognised again with our construction waste avoidance initiative and our Richmond Ranges village solar panels installation both being named finalists for the Retirement Village Association's Sustainability Awards. We were named a Sustainability Leader in the Property & Construction category by the *Australian Financial Review*, and an Ethical and Sustainable Business Award from Money Matters and Catalyst Leadership.

Outside of awards, we were pleased to be recognised by Forsyth Barr again in their third Carbon and ESG Ratings for NZX listed companies. They have rated us in the top 10 of NZX-listed companies based on their criteria.

Further information is available in the Sustainability section of this report (page 47) and in our Sustainability Review

and Climate-related Disclosures FY24 report on the Summerset website at www.summerset.co.nz/investorcentre/esg-reporting/.

Executive changes

The importance of technology in Summerset's success going forward led us to elevate the Head of Group Technology role to report to the CEO directly, creating a Chief Digital Officer role. Robyn Gillespie joined Summerset in October to take on this new role.

Robyn has over 30 years in senior tech roles and joined us from WSP where she was Chief Information and Operating Officer for nine years. Prior to that, Robyn spent four years as General Manager Information Technology at Downer.

We also appointed Margaret Warrington as our new CFO following Will Wright's departure to rejoin Fletcher Building as their Group CFO. Will grew a highly capable and valued team in his time at Summerset and fostered great relationships with our investors and other stakeholders.

Margaret has many years' experience in CFO roles across the public and private sectors and joins Summerset from NZX-listed company EROAD. Margaret was formerly Summerset's Head of Finance and brings a strong knowledge of the sector to her new role – she rejoins Summerset in February 2025.

Looking forward

While the short-term economic outlook remains uncertain, we are optimistic for the coming year. We have come through one of the most challenging years in Summerset's history with solid demand, high sales numbers, and have significantly bolstered our land bank.

In addition, we have met our targeted build rate, welcomed our first Australian residents, and

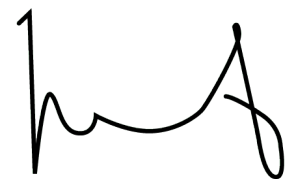
continued to invest in our people and in our residents' experience.

During 2024 we showed the strength of Summerset's position and balance sheet despite trading in conditions labelled by some commentators as worse than the Global Financial Crisis. Our total assets have grown 16% in the last year to \$8b, total equity has grown 14% to \$3b and net tangible assets per share are now \$12.53, up 13%.

We will continue to take a prudent approach to our balance sheet management in FY25. While economic conditions remain restrictive we will manage our New Zealand build rate and adjust where we need to, while still growing in Australia.

Subject to economic conditions, which at this point we do think could linger through the first half of 2025, we look forward to continued strong performance in the year ahead.

Finally, on behalf of the Summerset Board and management, we'd like to thank our investors, residents and partners for your commitment to, and belief in, Summerset's goals and future. We'd also like to thank our Summerset team and their families for another successful year.



Mark Verbiest
Chair



Scott Scoullar
Chief Executive Officer



St Johns



Summerset St Johns is our flagship village which was delivered on time and on budget in October FY24.

This complex build on a 2.6ha site in the heart of Auckland features six multi-storey buildings with excellent views of Auckland city and Rangitoto.

We purchased the 127-year lease on our St Johns site in 2015 and after a lengthy consenting process we began the build in 2020. Despite



Summerset St Johns was officially opened by the Prime Minister, Rt. Hon. Christopher Luxon, on 6 December 2024.

multiple Covid lockdowns and supply chain obstacles our design and construction teams have delivered a breathtaking village.

The first stage of the village, which welcomed its first residents in October 2024, contains 60% of the homes. The village features a mix of one-, two- and three-bedroom apartments and includes several penthouses with views across the city. The penthouses, valued up to \$6m, are some of the most valuable retirement village homes sold in the country to date.

This stage also included all of the village amenity, which means residents can use their facilities such as the pool, library, café and theatre from the moment they move in. This is a feature unique to Summerset St Johns as typically, with our broadacre offering, the village centre building isn't opened until a number of stages are complete.

The second and third stages are underway with stage two to be completed in 2025 and stage three to follow, which will include a number of high-value villas. When complete the village will be home to approximately 450 residents.

In recognition of the needs and demands of our target audience for this village we've added unique features including the café, which will turn into a bistro for evening dining, our chauffeur-driven Summerset St Johns vehicle for residents to book, and roles unique to the villages including an executive chef and resident experience manager to provide an enhanced experience.

The village also includes care suites, care apartments and memory care centre providing continuum of care options for our residents if their needs change.

FY24 Land Acquisitions

We have added some excellent property to our New Zealand land bank in FY24 with the acquisition of three new sites and two village land extensions.

See below for aerial shots of the our new land and for more information on these excellent sites see page 39.

NEW SITES

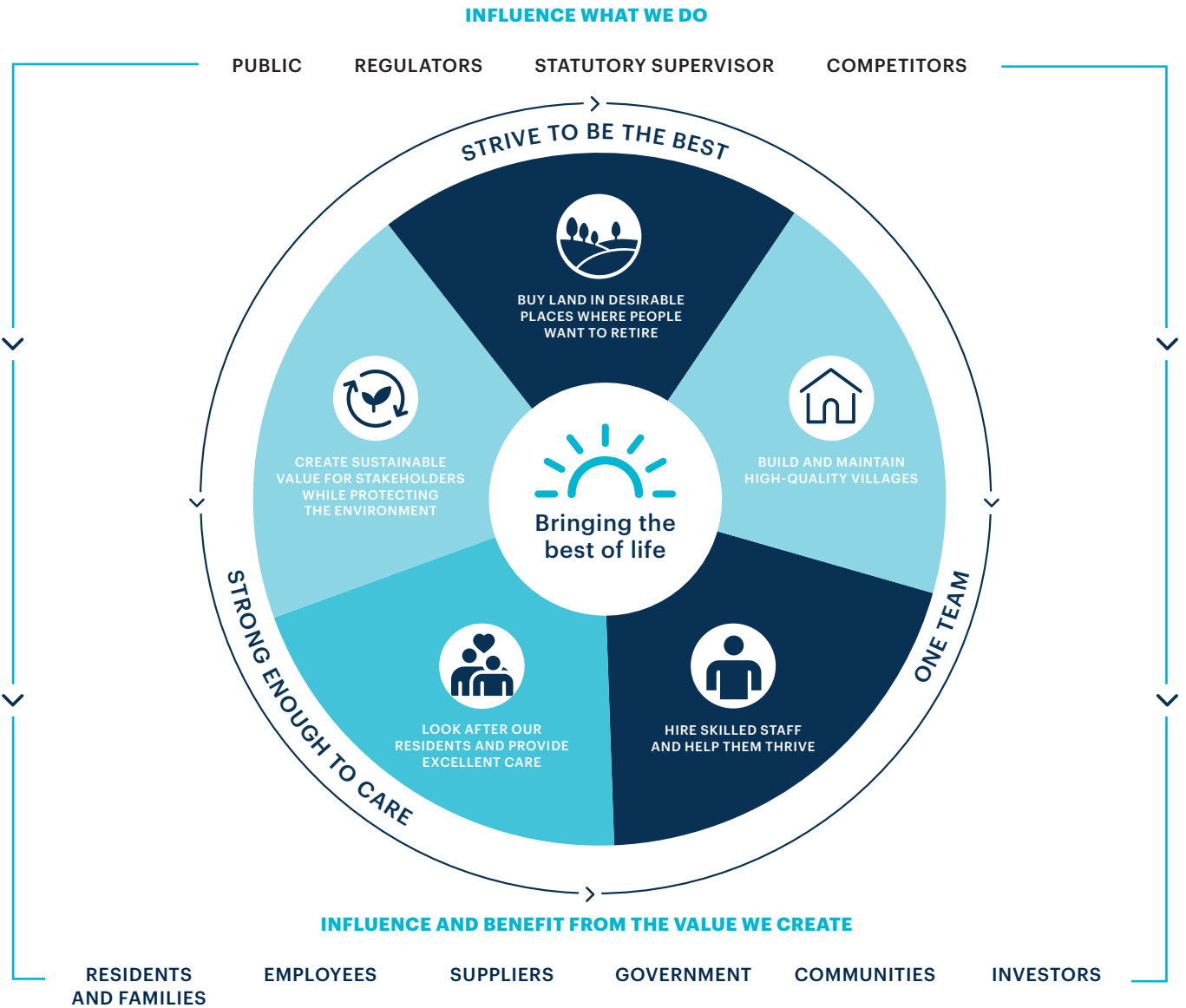


VILLAGE EXTENSIONS

We've been able to secure great land next to existing villages to add homes at high-demand sites



DELIVERING VALUE TO OUR STAKEHOLDERS



DIVERSIFIED PORTFOLIO

We benefit from a geographically diverse portfolio that gives us the flexibility to adapt our build rate depending on local market conditions.

BUILD HIGH-QUALITY ASSETS

We pride ourselves on building and maintaining villages that are well designed, well located, and that enable our residents to interact with the community. Our expanding geographical presence is based on being in growing regions with strong potential for investment gains.

HIRE SKILLED STAFF AND HELP THEM THRIVE

We recognise our people as our most important asset. They underpin our ability to deliver the best of life to our residents. We celebrate their diversity and are committed to ensuring all our staff are well remunerated, motivated and safe.

LOOK AFTER OUR RESIDENTS

We want our residents to feel secure and respected, and our consistently high satisfaction rates reflect that. We are also committed

to our continuum of care model and providing residents high-quality assistance if their needs change as they age.

PROTECT THE ENVIRONMENT

We have near, medium and longer term sustainability plans in place to reduce our carbon emissions intensity over time and to monitor our progress and performance. We significantly overachieved our first short-term goal by reducing our emissions intensity by 16% from 2018-2022.



SUMMERSET STRATEGY

Summerset’s strategy was set in 2023 and has short and long-term goals for the next 10 years. It help us prioritise our work to ensure we stay on the path that points toward our purpose: to bring the best of life.

Three principles guide us in the strategy:

- Our people lead the change
- Provide our residents with the best life
- Deliver appropriate returns to the shareholders who help fund our business

We have six strategic pillars, each with a number of initiatives under them, that we’ll pursue over the next 10 years to grow and continue delivering great experiences for our residents.

Our pillars are: Invest in our People, Deliver New Zealand’s best retirement villages, Grow in Australia, Be a good corporate citizen, Create attractive new products and services and Be a more efficient and effective business.

Progress against our strategy



DELIVER NEW ZEALAND'S BEST RETIREMENT VILLAGES

We create vibrant, connected communities with skilled, caring and dedicated people right across New Zealand. We want to grow the reach of our villages by making them available to more retirees in more locations throughout New Zealand.

FY24 progress

- Delivered our flagship village, St Johns, on time and on budget with first residents moving in during October 2024
- Announced as winner of the Reader's Digest 2025 Quality Service Award for the second year running
- Named as finalist in the 'Best Provider Nationwide' category of the Aged Advisor annual People's Choice Awards
- Announced acquisition of three new sites, and two extensions, along with delivering three new care centres in FY24
- Successfully launched new brand campaign emphasising the benefits of life in our villages, named as finalist in the 2024 NZ Marketing Awards

INVEST IN OUR PEOPLE

Summerset's people are vital to its success. We are committed to providing sustainable, meaningful career pathways and opportunities. We are focused on the health, safety and the wellbeing of our employees to ensure they can be at their best at work, and at home.

FY24 progress

- Maintained our high engagement scores - Summerset is in the top quartile for New Zealand healthcare providers
- Gifted staff an additional day of leave as a thank you for all their hard work undertaken across 2024
- Provided a wide range of employee benefits including free healthcare and \$1,000 in shares annually for all permanent staff
- Introduced health and safety platform HSI Donesafe as part of our three year health and safety strategy
- Became a member of Pride Pledge, publicly committing to a workplace where LGBTTQIA+ are safe, included and visible
- Commenced new partnership with TELUS Health, providing staff with a broader range of wellbeing tools

CREATE ATTRACTIVE NEW PRODUCTS AND SERVICES

To match our customers' expectations we strive to create new products, amenities and services with a continuum of care at the heart of our offering. Our products are tailored to the needs of individual communities, but will always look to exceed the demands of customers who may want more.

FY24 progress

- Completed our villa refresh design project and second generation of award winning village centre design
- Completed our new single storey village centre design for regional areas, that will reduce capital outlay without impacting on the resident experience
- Nearing completion of the first tranche of care centre upgrades at Havelock North and Trentham, both will reopen in 1H25
- Incorporated additional amenities into future masterplans including golf simulators, pickleball courts, dog washes, wine cellars, more green spaces and outdoor BBQ areas
- Recorded 94% occupancy for our retirement villages and care centres



GROW IN AUSTRALIA

Summerset is ambitious about its future in Australia. We are excited to be taking our established brand of retirement village living into the Australian market – we plan to deliver thriving communities, grow our team, and expertise as we open villages in Victoria.

FY24 progress

- Welcomed first residents into Cranbourne North in March
- Commenced construction of the Cranbourne North village centre, with delivery expected late in 2025 for residents to move into early in 2026
- Commenced construction at Chirnside Park village, with first units due in late 2025
- Received approval for planning permit at Oakleigh South, and the development plan for Torquay also granted
- Held a sod turning ceremony at Torquay in November
- Continued to look for new sites in Victoria and Queensland to complement our existing pipeline of over 2,100 units

BE A GOOD CORPORATE CITIZEN

We are proud of our industry leading approach to sustainability, making significant improvements in this space over the last five years. This is the start of our journey – we will continue to focus on finding new opportunities to better ourselves, utilise sustainable lending and meet our growing disclosure obligation.

FY24 progress

- Won the 2024 Ethical and Sustainable Business Awards
- Named a Sustainability leader in the 2024 *Australian Financial Review* Property and Construction category
- Diverted 4,409 tonnes of construction waste from landfill
- Sponsored over 200 local clubs that align with our residents’ interests and Summersets’ brand and values
- Achieved all three of our sustainability linked lending performance targets
- Added over 1,000 solar panels to main buildings and over 80 charging bays for electric vehicles

BE A MORE EFFICIENT AND EFFECTIVE BUSINESS

Technology will provide significant opportunities to make us more effective and efficient in how we deliver services to residents, without losing the human touch and care that we’re known for. It will be used to make the lives of our residents simpler, giving them more time to enjoy retirement.

FY24 progress

- Won the Transformation of the Year award at the NZ Procurement Excellence Forum
- Continued the installation of our resident platform, Lumin, now in 17 villages allowing residents to communicate with each other, book activities, access entertainment, receive messages and book services on a specially designed system for elderly users
- Rolled out the app based version of our resident care system VCare, keeping staff on the floor spending more time with residents
- Piloted a remote nursing service called the National Clinical Support Service to provide an extra layer of support for staff when caring for residents

Snapshot

Our people

8,700+

Residents

3,000+

Staff members

97%

Village resident satisfaction

Our care

97%

Care resident satisfaction

1,299

Care units (which includes beds) in portfolio

1,396

Care units (which includes beds) in land bank in New Zealand and Australia

Our portfolio

6,671

Retirement units

\$8.1b

Total assets
FY23 \$6.9b

6,147

Retirement units in land bank in New Zealand and Australia

43

Villages completed or under development

1,238

Sales of Occupation Rights

11

Greenfield sites

Our performance

\$339.8m

Net profit after tax
FY23 \$425.3m

\$206.4m

Underlying profit
FY23 \$190.3m

\$443.2m

Operating cash flow
FY23 \$398.2m

HIGHLIGHTS



2024 Highlights



JANUARY

Launched our new health and safety system HSI Donesafe

We welcomed our first residents to our Milldale village

FEBRUARY

We opened our new main building at Summerset by the Dunes (Pāpāmoa)

MARCH

We celebrated Frontliner Day – Summerset recognises the hard work and dedication of our frontline workforce in our villages with gifts and kind messages from residents and their families

Our first Australian residents moved into our Cranbourne North village



APRIL

Summerset signed up to the Pride Pledge which means we publicly commit to creating a workplace where LGBTTTQIA+ people are safe, included, and visible

MAY

We celebrated our people with our annual Applause Awards in Christchurch

Launched our new wellbeing platform and app provided by our employee assistance partner, TELUS Health



HIGHLIGHTS

JUNE

Broke ground on our second Australian village, Chirnside Park
Summerset Boulcott's (Lower Hutt) main building handed over with indoor pool, café, bar and more

JULY

Launched our virtual RN team supporting our nurses on the ground in six pilot sites
Named a Sustainability Leader by the Australian Financial Review

AUGUST

Summerset on the Landing (Kenepuru) received a Certificate of Merit at the Property Council New Zealand Property Industry Awards
Announced the purchase of our new Mission Hills site in Napier



SEPTEMBER

Launch of our retirement preparedness planning programme Retire Ready
Launch of our Holiday Homes at six villages allowing residents to stay at other village locations on holiday, or to provide accommodation for friends and family when visiting at their own village

OCTOBER

Summerset St Johns opens and welcomes its first residents
Robyn Gillespie joins Summerset in new Chief Digital Officer role



NOVEMBER

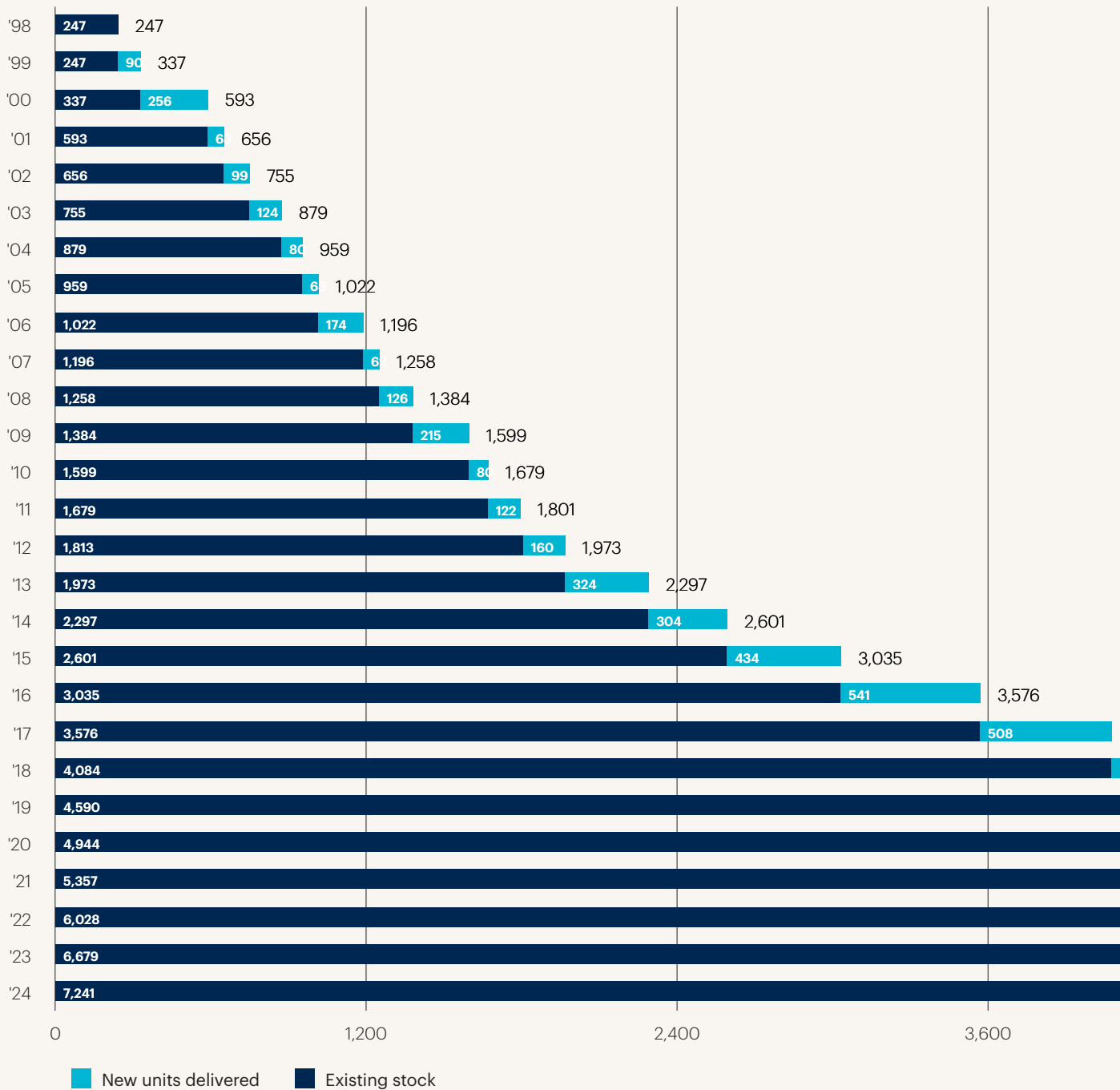
Winners of the Reader's Digest 2025 Quality Service Award for the second year running
Sod turning event held at our Torquay village site in Australia

DECEMBER

Announced our acquisition of four pieces of land – two proposed villages at Belmont and Otaihanga, and village extensions at Boulcott and Blenheim
Prime Minister Rt. Hon. Christopher Luxon officially opens St Johns village

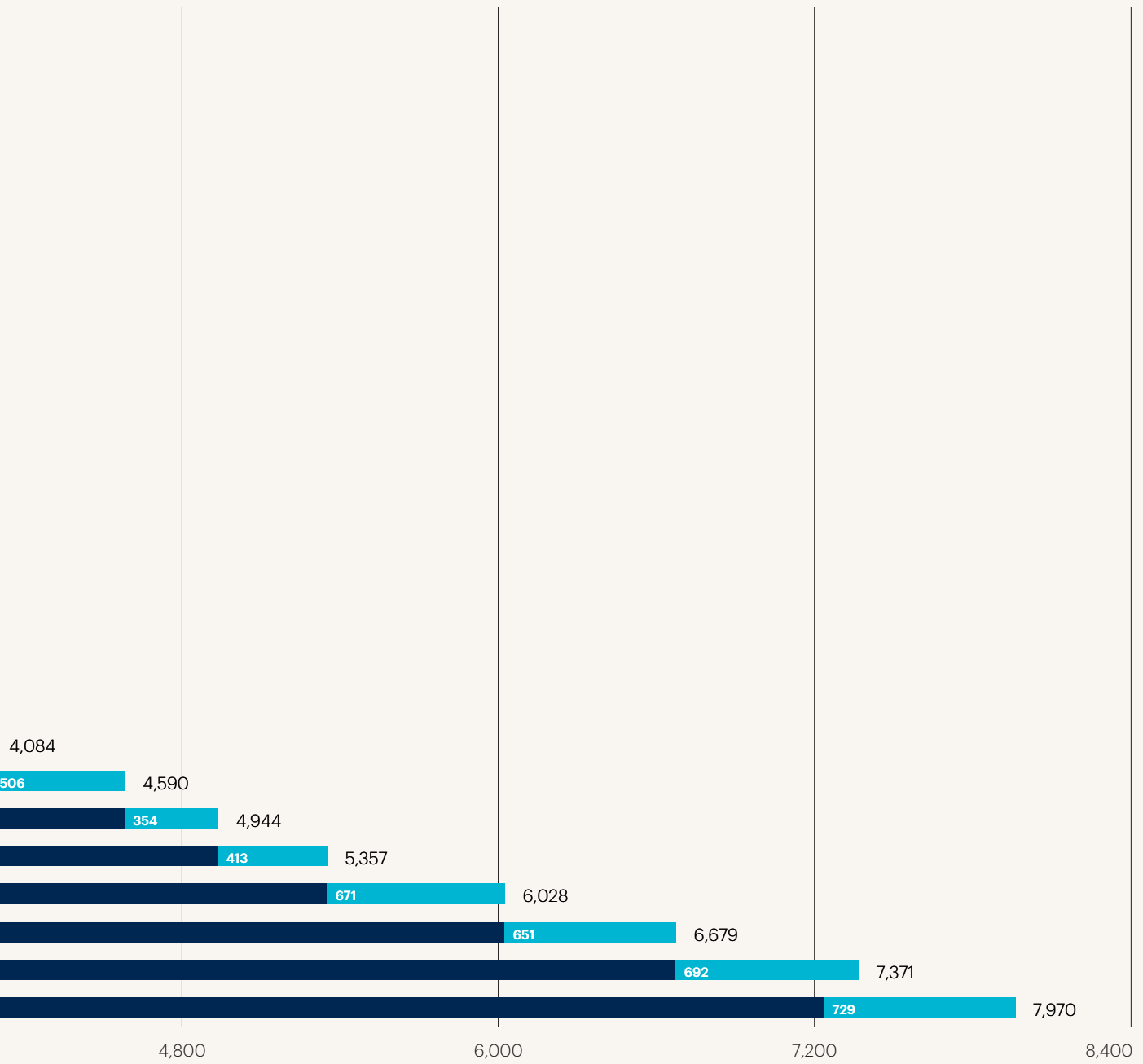
Portfolio growth

27 years of consistent growth and delivery (total units¹ in portfolio)



¹ Units include all retirement units and care units (including care beds). NB. In 2024 existing stock levels decreased to reflect stock decommissioned during care centre upgrades at three villages (1

PORTFOLIO GROWTH



(30 units)



Our people and community

We're proud to be home to more than 8,700 retirement village residents throughout New Zealand and in Victoria, Australia. Our vibrant and diverse communities are built, run and supported by more than 3,000 staff.

Bringing the best of life is Summerset's purpose, and we value and recognise our people who are at the heart of delivering this to our residents. Our business functions across Australasia are multi-faceted, employing a diverse range of roles to design beautiful villages, construct high-quality homes and buildings, give our residents amazing experiences and care, and bring new residents to live in our villages every week.

Summerset is dedicated to creating retirement villages that go beyond providing homes and evolve into thriving communities underpinned by our strong customer service philosophy.

An outstanding achievement for us this year was again winning the coveted Reader's Digest 2025 Quality Service Award in the Retirement Villages category. To find those companies that provide the highest level of customer service and that truly understand and value consumer needs, Reader's Digest approaches everyday consumers to ask them to assess companies across five pillars of customer

service. These prestigious awards have been running for 11 years, and taking top spot two years in a row is a testament to our team's commitment to continue bringing the best of life.

We were also delighted to again see a number of our villages recognised in the Aged Advisor's "People's Choice Awards" for 2024.

Summerset on Cavendish won the Best Large Retirement/Lifestyle Village in the South Island, with Summerset in the River City (Whanganui) being a North Island finalist. Summerset Prebbleton was a finalist in the Best Small Retirement/Lifestyle Village category, and Summerset Group was a finalist in the Best Provider Nationwide category.

This recognition is based purely on nearly 4,000 independent reviews and ratings of retirement villages and aged care facilities from residents and their families throughout New Zealand and underscores the genuine affection our residents have for the lifestyle we offer.

Engaging residents

We pride ourselves on the opportunities socially, physically and mentally that we provide our residents to enhance their retirement experiences, and our annual resident engagement scores are an indicator of how well we're getting those experiences right.

This year, 97% of village residents tell us that they are very satisfied, satisfied or neutral with their experience, which is an improvement over 2023. Valuing our safe and secure community environment, friendly and caring residents and staff, always having a great range of activities and events to take part in, and lovely grounds, amenities and homes are what our residents most liked about living in a Summerset village. For our

care residents, 97% are also very satisfied, satisfied or neutral, with many praising the professionalism and care they receive from our staff.

Traditionally Summerset has used the Retirement Villages Association measure of customer satisfaction, using ratings 3-5, to align with the retirement and aged care sector. In line with our 'striving to be the best' Summerset value, internally we assess how well we're doing using only 4-5 ratings (satisfied or very satisfied) which was 90% for village resident respondents and 82% for care.

Additionally, we use a Net Promoter Score (NPS), which is a measure used to gauge customer loyalty, satisfaction and enthusiasm with a company, where an NPS over 20 is deemed favourable, and above 50, excellent. Our NPS for village residents was 46, indicating most residents are rating the question of whether they would recommend us to their friends and family (on a scale of 0-10), with a 9 or 10. Similarly our care NPS was high with a score of 38.

We also survey our residents regularly throughout the year on various aspects of village life to understand what is and isn't working for them. This gives us insight into what we're doing well across the country and also allows our village managers to understand and change things at their village to better reflect the needs and wants of their residents.

Events and experiences

Our "Summerset Sessions" deliver a varied programme of events and entertainment that residents can enjoy in person or online. This much enjoyed programme includes events, concerts, cooking lessons (with former MasterChef winner Brett McGregor) and interviews with well-known Kiwis. Various Summerset Sessions were held at villages around the country and were filmed at the same time so they could be enjoyed on-demand.

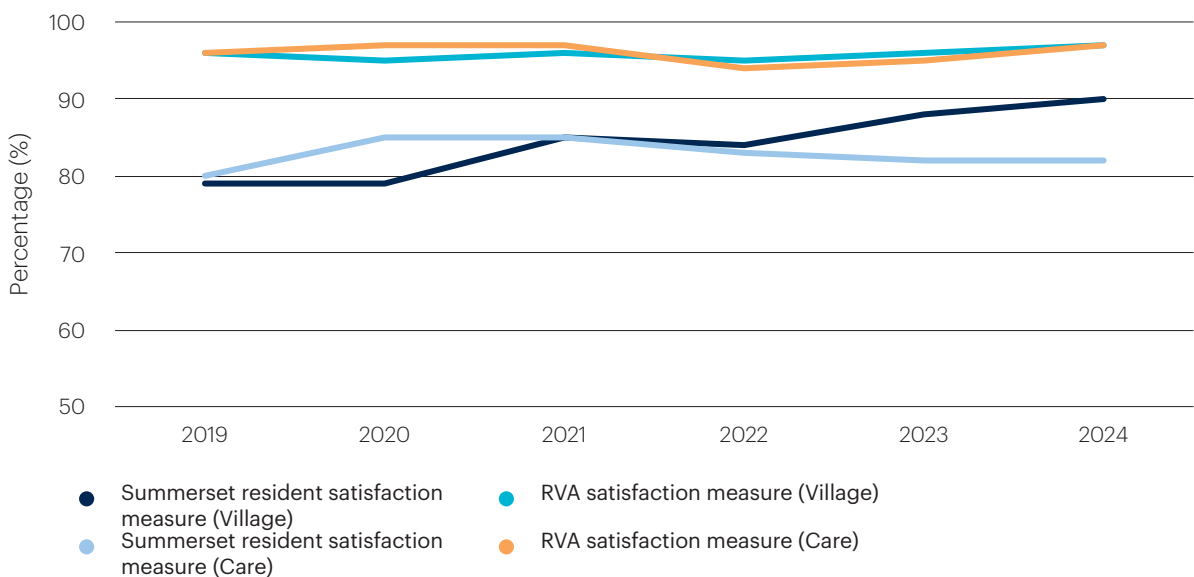
We also held regional events, bringing multiple villages' residents together for a showcase event such as the Summerset Sings Christmas concert in Wellington with

Will Martin and the New Zealand Symphony Orchestra.

To highlight the vibrancy and variety of village life, and to introduce the wonderful residents who call it their home, we created our "A Summerset World" video series, which is available on our website. Every episode profiles a different village, giving a glimpse into what makes each village fun, unique and an interesting place to live, while getting to meet some of the talented and interesting residents living there. This year we featured Summerset on the Landing (Kenepuru), Summerset at Pohutukawa Place (Bell Block), and Summerset Mountain View (New Plymouth).

Retire Ready is a free financial wellbeing series designed for those planning or already at retirement age, which we launched in 2024. Partnering with financial planning expert Liz Koh, the series was developed in response to research and feedback from people aged 40 and over wanting to feel confident and certain about their financial position and needs as they age. The programme has received excellent

Resident satisfaction - Village and Care





Summerset on Cavendish in Christchurch enthusiastically kicked off their Summerset Games with an opening ceremony and march past

feedback on its usefulness from residents and staff.

Many of our residents continue to be highly competitive, and our Summerset Games, held in August, provided an array of sports events and activities that also saw some villages holding inter-village events to up the stakes. Villages held Games opening ceremonies and concluded with medal and closing ceremonies. With fun, participation and enjoyment at the heart of the Games, there were still plenty of serious competitors.

“Summerset’s Best Garden Competition” provided an outlet for our green-fingered residents. The seasonally run competitions showcase how talented our residents are at tending to their gardens, plants and veggies. Judged by top New Zealand landscape designer and well-known TV and radio host, Tony Murrell, it continues to be very successful. We’re working on further competitions for our residents to display their skills, with writing and craft options being developed to explore with our

residents and to offer new and fun experiences.

A home-away-from-home experience designed to bring loved ones closer together was behind our “Holiday Homes” initiative. This programme offers short-term accommodation exclusively for Summerset residents, and their families and friends, in villages around New Zealand. Following a successful trial in 2023 at three villages, a further three villages were added in 2024.

Offering on-site convenience and best value for money for residents and their families in a fully furnished, comfortable, self-contained apartment it allows residents to travel and stay in familiar surroundings and the opportunity to host their family in their village. We now have holiday homes in Hawke’s Bay, Auckland, Wellington, Christchurch and Tasman available for our residents to book.

We continue to invest in technology that enhances the lives and experiences of our residents. Lumin, our resident communication

and entertainment system is now installed at 17 villages. Lumin gives residents the ability to message and call each other, receive village notices and newsletters and is a booking platform for meals, events, and other village services.

Enhancing our care services

Our care offering, and our continuum of care model, is a very important part of why our residents choose us and we want to continually evolve our offering and introduce new initiatives that will bring the best of life to our residents.

We focus on providing high-quality aged care for our residents already living in our care facilities and offering an ongoing continuum of care with priority placement for our village residents. Our care business saw occupancy rates this year at 94% in our developed villages.

During 2024 we opened three village centre buildings in our Pāpāmoa, Boulcott and St Johns villages, which, in addition to a range of beautiful village amenities, also contain our serviced

apartments and state-of-the-art care centres and memory care centres specially designed for those living with dementia.

Dementia is a growing concern in New Zealand, and we know that some residents living with dementia can continue to live independently with the right support and community in place. In May we held focus groups with some of our independent residents and also with some families of residents living with dementia, to understand their specific needs and explore ongoing support including raising community awareness, tackling stigma, supporting inclusion and providing education on resources and care pathways.

As we evolve, we look at what changes we may need to make to ensure we continue to provide the care our residents need and expect. In addition to investing in new care facilities in new villages, we are committed to progressively upgrading our older care centres.

The care centre refurbishment programme at our Levin, Trentham and Havelock North villages has progressed well with planning now underway for Trentham and Havelock North to reopen with their new centres in 2025.

We have invested in equipment and technology to make our care residents more comfortable and to maximise the effectiveness of their care.

Early in the year we commenced a pilot with six villages where we have created a remote nursing service we've called the National Clinical Support Service. This is a 24/7 team of Summerset registered nurses who support the pilot village teams online or by phone.

Our safe staffing ratios in our care centres (our registered nurses and caregivers to resident ratios), remain the same, meaning that our care

centre teams have an extra layer of support when caring for residents, and it allows us to share the expertise of highly qualified registered nurses among a number of villages. The pilot progressed well throughout the year and we added a further three villages towards the end of 2024. We will assess the pilot in 2025 to look at whether it's something we want to do across all our care centres.

We have continued with the roll out of installing ceiling hoists at all our care centres to aid residents with mobility difficulties. We now have ceiling hoists in 19 villages with the remainder to be completed in 2025. The ceiling hoists are far more comfortable, and residents tell us they feel safer than the manual hoists. They're also easier to operate for our staff and reduce the risk of strains when assisting a resident to move.

Following a successful pilot we have rolled out the app of our resident and care management software (VCare) in 2024. The app allows staff to enter resident care information at the time the care is delivered, with the benefit of saving staff valuable time to spend with residents directly, and also ensuring that the resident information is shared efficiently and effectively among care team members.

We believe in providing excellence in our clinical care from skilled staff. Summerset remains the only aged care organisation in New Zealand to employ a Clinical Pharmacist, recognising the importance of enhancing medication management practice and safety in our villages, including the safe and appropriate use of high-risk medications. This role works with prescribers to ensure medications are being used appropriately and only when required, supporting our continuous improvement work of optimisation and appropriateness of medications such as the use

of psychotropic medications for residents living with dementia.

We've seen improvements across our care centres through boosting Vitamin D prescriptions, a required medicine for many older people living in aged care, and also reducing the number of residents prescribed a high number of medicines. Sometimes people are on medications that they no longer need or are no longer the best option for them.

Lifting our profile

In order to attract new residents, we need to have a strong and distinctive brand presence that positions who Summerset is and the fresh and vibrant life we enable.

New Zealand's retirement village sector is a highly competitive environment for advertising. In 2024 we launched a new advertising campaign "Dear Diary", which aims to differentiate Summerset in the market and bring our stories to life through the diary entries of a charismatic resident. Independent research shows the campaign is resonating well with our target audience. Across those in the sector, our research shows, we have the highest percentage that correctly attribute the adverts to Summerset, and messaging and out-takes are being correctly received.

The series of advertisements put a spotlight on features of Summerset village living such as finding community and companionship, security and fun, the liberation and freedom that comes from the village environment, and above all else, the choice for residents to live life on their terms.

Our ability to reflect vitality and freedom of ageing and retirement in our communications, saw continued high demand for our offering with our cost-per-enquiry metric decreasing showing improved efficiencies in our lead generation.



Our long-term success in building and maintaining our brand in a highly competitive market was also rewarded with Summerset being announced as a finalist in the 2024 New Zealand Marketing Awards.

With our first village now open in Australia, and two others underway at Chirnside Park and Torquay, we are also growing our brand profile and presence in Victoria. Through increased local and specialised media placements, and community engagement activity we are telling our local target audience about who we are, our depth of experience and what we have to offer as we build our name in the Australian market.

We have an ongoing desire and commitment to support sponsorships and partnerships that align with our brand and values.

We deliberately choose national partnerships with organisations that resonate with our residents and their families, and we're proud to have continued to support the following organisations in New Zealand during 2024:

- Netball New Zealand
- Bowls New Zealand
- Dementia New Zealand
- Alzheimers New Zealand
- GT NZ Championship
- Hato Hone St Johns
- New Zealand Symphony Orchestra.

We regularly review our partnership portfolio and their arrangements to ensure they align with our business priorities.

In local communities where our villages are across Australasia, and will be in the future, we have worked with approximately 218 local community clubs and organisations, including bowls, golf, bridge and croquet clubs, Age Concern, Lions, Rotary, RSAs and more. These partnerships help us to invest in, and support, organisations that are important to our current and future residents in our wider village communities.

We continue to look for other opportunities to give back to the community as they arise. In 2024 this

included donating materials from our Trentham care centre to the local Scouts. The Scouts were given their choice of items that were being removed as part of the care centre's upgrade. We also donated a fully refurbished van from our Wigram village to the Wellington City Mission to help them in transporting their clients to various programmes in the city.

Engaging our people

Our people are exceptional and valued - without them we couldn't deliver a quality retirement living experience to the more than 8,700 residents who have made Summerset their home.

We strive to ensure we create a great place for them to work and thrive, and we are committed to the protection and promotion of their health and wellbeing so they can be at their best both at home and at work.

Our wellbeing programme provides an intranet hub with support tools that sit alongside a calendar of regular communications on

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Staff engagement¹

Year	Percentage (%)	Peakon
2016	53%	
2017	67%	
2018	69%	
2019	67%	7.7
2020		7.8
2021		7.7
2022		7.8
2023		8.1
2024		8.1

¹ Peakon was provided with the 2019 raw data to ensure year-on-year consistency, noting different scoring scales (67% = 7.7)

Employee retention

Year	Percentage (%)
2018	74%
2019	79%
2020	82%
2021	75%
2022	73%
2023	77%
2024	81%

wellbeing initiatives, spanning physical, mental and financial health. We commenced a new partnership with TELUS Health this year, offering our people, and their families, access to free and confidential counselling, coaching and support for their personal or work-related wellbeing.

Our construction business continued their wellbeing focus with MATES in construction too. Construction is an industry where we recognise that poor mental health outcomes are unfortunately quite common. MATES engage with workers through onsite training and provides those identified as at risk with case management support that connects them to suitable professional support.

We also recognise that our people's wellbeing is enhanced by ensuring they have the training, resources and support to do their roles effectively. We're committed to providing what our people need to be more efficient and effective in their roles from providing leadership and promotion pathways to investing further in technology, such as our health and safety system Donesafe and the app version of our resident management software VCare.

Recognising and celebrating the dedication, commitment and successes of our people demonstrates how we, and our residents, value them.

We gifted every permanent Summerset staff member an additional day of paid leave at the end of 2024 to thank them for their hard work. We encouraged our people to take a longer break to rest and recharge after a challenging year.

Earlier in the year we celebrated Frontliner Day, a day dedicated to thanking all our hardworking frontline staff – nurses, therapists, office staff, property and gardening teams, food services teams, kaitiaki, housekeepers, laundry staff,

caregivers, activities coordinators and people leaders working in our villages.

Village staff received gifts and we created "gratitude walls" displayed in each village for frontliners' colleagues, residents and residents' families to express their appreciation with handwritten notes. For those unable to make it into a village, a digital gratitude wall was created with hundreds of messages from around New Zealand and the world. We publicly thanked our people too with full page ads in a number of newspapers and digital advertising.

We also had the opportunity to celebrate our people at our annual Applause Awards, Summerset's staff recognition event. We had a record 2,200 nominations across the 37 award categories, and finalists were hosted at a gala event in Christchurch that was also live-streamed for staff, residents, friends, families and colleagues to share in the occasion.

To provide an opportunity for staff to be recognised more regularly we continued our Surprise and Delight programme, a monthly staff recognition initiative.

We were pleased to have seen engagement of our people continue to strengthen. This was reflected in our latest employee survey which returned an engagement score of 8.1 out of 10, putting us in the top quartile of New Zealand healthcare providers using the same engagement survey. This is a testament to the environment we foster at our offices, villages and construction sites.

Attracting and retaining talent

Differentiating Summerset as an employer of choice led to the development this year of our Employee Value Proposition (EVP). Our EVP can be considered as a staff 'promise' – what they can expect to get from their company and what

they give to each other to have a great workplace and career.

We intend to use our EVP to better advertise our difference in the market and to ensure our 'promise' stays consistent across our many workplaces. We will roll out the EVP and what it means to our people during FY25.

Employee benefits provide an opportunity for us to differentiate ourselves as an employer of choice in a competitive environment. We offer a wide range of benefits while also continuing to enhance our rewards offering, and look to improve our engagement with our people through benefits that matter to them. For example, all permanent Summerset staff are offered free health insurance and can receive an annual \$1,000 in Summerset shares – two benefits which our people value highly.

Providing leadership and development pathways is important to us in both attracting and retaining our people too.

Our Construction Management Cadet programme offers a pathway for motivated people to get hands-on, practical experience across a range of construction disciplines. After a minimum two years of work our successful management cadets graduate to be fully trained site supervisors or junior quantity surveyors. This year we saw three of our cohort successfully graduate from the programme. These are important roles for Summerset to create a talent pathway and to give talented and enthusiastic construction workers opportunities to progress their careers in a market-leading organisation.

In our villages we work with Careerforce to provide learning modules that upskill our frontline staff.

In our food services area, to enable an excellent team culture, high-

performing kitchens and retain great people, this year all our Chef Managers undertook leadership training and development. The programme supports them with understanding their communication style, delegating, coaching their teams, and how in-turn to support their staff on their career pathways.

While we know there is more to do we are pleased to see our retention figures increased 4% against 2023 to 81%, with staff turnover reducing significantly over the past 12 months across all roles.

Safe people, safe process, safe places

Safeguarding the health, safety, and wellbeing of everyone who works with us, visits us, or lives with us remains a top priority, and this commitment is central to our three-year Health and Safety Strategy.

Our 'Safe People, Safe Process, Safe Places' strategy continues to progress, underpinned by a strong focus on managing critical risks. This year, we conducted comprehensive reviews of our top four critical risks: Working at Height, Temporary Works, Infectious Disease Control and Fire and Natural Disasters. These reviews provided valuable insights into risk controls and ensured we have the appropriate measures in place to prevent significant injury, harm or loss of life.

In alignment with the New Zealand Business Leaders Health and Safety Forum, we've shifted our focus from lagging injury metrics, such



Cards of gratitude for Somerset Richmond Ranges village staff displayed to celebrate Frontliners Day

as injury frequency rates, to leading indicators that drive proactive safety management. Key metrics now include:

- The number of events with high potential for Serious Injury or Fatality (SIF), which are investigated as thoroughly as if an injury had occurred
- Reporting timeframes for incidents as percentage reported within 48-hours
- Timeframes to complete investigations and close out any correct actions
- Audit outcomes and the timely close-out of corrective actions

These measures enable us to assess whether critical safety tasks are being effectively completed. Our highest critical risk exposure is working at heights. We are committed to continuous improvement, and we established a working group to review the events that had been occurring and developed interventions to reduce the risk and future number of these events occurring. This work will continue into 2025.

With the completion of our first year of reporting, we've established a baseline against these metrics which

allows us to now report on the number of potential SIF events by critical risk. The baseline provides a foundation for future comparisons and sustained improvement for working at height and our overall health and safety performance.

By building on these insights, we remain focused on creating safer environments and driving continuous improvement in health, safety and wellbeing across our business.

Our commitment to diversity and inclusion

At Somerset we are committed to developing an inclusive workplace where all our people can feel a sense of equity, inclusion and belonging.

We also believe that diversity across our workforce makes us stronger and better able to connect with, and bring the best of life to, our residents on a day-to-day basis. With a variety of thinking styles, backgrounds, experiences, perspectives and abilities we are more able to understand our residents' needs and to respond effectively to them.

Throughout the year our employee representative groups have had some significant achievements. Our

Somerset Pride Network is a group of allies and LGBTTQIA+ community members who are committed to bringing the best of life by supporting, educating, and empowering staff and residents, making Somerset inclusive for all.

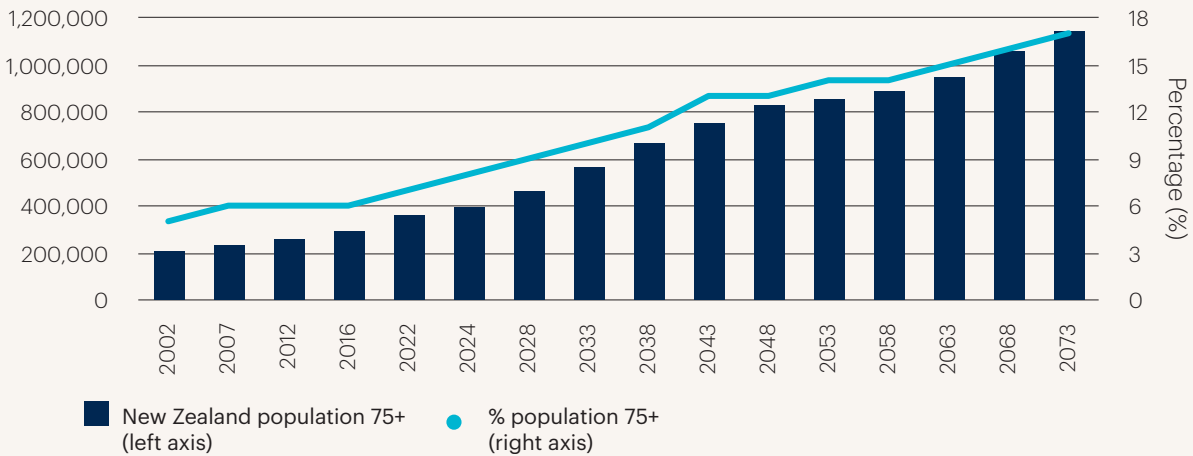
In March, led by our Pride Network, we became a member of Pride Pledge, committing to create a workplace where LGBTTQIA+ people are safe, included, and visible, and using our voice to actively support and celebrate rainbow communities. The Pride Pledge resources, including rainbow awareness online training tools, will help us on our journey.

Somerset's Women in Construction Forum co-chair, Amanda Robinson, achieved recognition at the National Association of Women in Construction (NAWIC) Awards, as 'Highly Commended' for the Outstanding Leader of the Year – Site Based award. The award celebrates women who have made a significant leadership contribution, and who use their influence and position to inspire, motivate, and make a positive difference to their peers.

Strong wave of growth

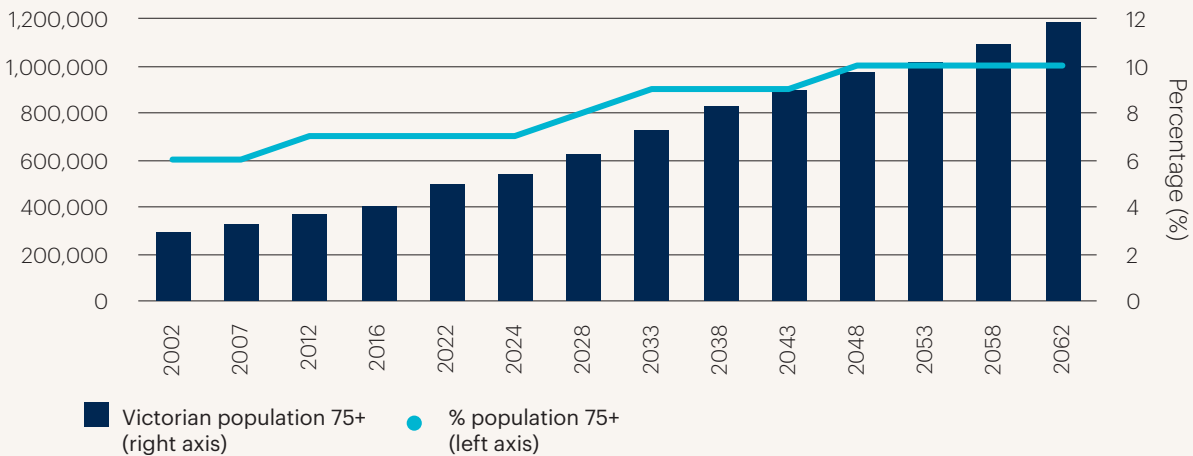
The New Zealand and Victorian populations aged 75 and over are forecast to grow considerably in the next 40-50 years.

New Zealand population 75+



Source: Statistics New Zealand – National Population Projections

Victorian (Australia) population 75+



Source: Australian Bureau of Statistics



Our villages

Despite a challenging year with a slow property market, inflationary pressures and weak consumer confidence, we continue to have strong sales and demand for our desirable retirement living offering.

In 2024 our build programme has continued to perform, and we've delivered new homes across 13 villages throughout New Zealand and added more Australian homes at our first village there. Even in a very challenging economic environment we saw continued demand and interest, because our residents are motivated by many factors when deciding to live in a retirement village – a desire for more community, security, health changes, lifestyle and much more.

Record levels of interest

We experienced strong levels of demand in our villages with record sales settlements and good numbers of presales in our developing villages. Our development pipeline remains strong to meet the growth of demand for our retirement living offering around the country.

It was a very busy year for our sales teams with four new villages welcoming their first residents in 2024 – Milldale (Auckland) and Blenheim in January, St Johns (Auckland) in October, and in Australia our Cranbourne North village had their first residents move in March.

With the completion of village centre buildings at our Pāpāmoa, Boulcott and St Johns villages, we were also able to meet strong interest and welcome residents into serviced apartments, care centres and memory care centres in those villages.

Since introducing care suites sold under ORA, an alternative to charging a daily premium rate, the greater financial certainty of an ORA which allows residents to use the equity they have already rather than having to pay daily charges has been well received by residents, with sales exceeding our forecasts.

Demand across both our new and resale villages continues to be strong and we've seen robust waitlists across New Zealand and Australia.

While demand has been high and sales strong, in a highly competitive market with tough market conditions, the slowdown in the residential property market has delayed settlement times and

move-in dates for some prospective residents. In response, we were able to activate tactical sales levers, where needed, to help our residents to make a move to a Summerset village. Our use of sales incentives has not dramatically increased, staying in line with previous years.

Our popular moving service continues to grow and we are proud to be the only retirement village provider offering dedicated in-house moving services to incoming residents at selected villages in Auckland, Waikato, Bay of Plenty, Wellington and the South Island. This service allows residents to draw on the expertise of an experienced Moving Specialist, who provides support and assistance throughout the moving journey process. The service receives overwhelmingly positive feedback from residents.

To support prospective residents to prepare for their next step towards retirement village living, and care, we have delivered highly successful seminars in local communities including downsizing and decluttering, real estate seminars in which we partner with local agencies to provide their expertise and insights. We also ran three 'Living with Dementia' events with local Alzheimer's New

Zealand branches in Pāpāmoa, Bell Block (New Plymouth), and Te Awa (Napier). These events have been very well attended and highly valued.

Flexibility in our building programme

We have prudently managed our build rates to align with market demand and economic conditions. We have invested approximately \$600 million into our build programme this year, and we remain the largest constructor in the New Zealand retirement village sector.

During the year we delivered 676 new homes under ORA in New Zealand, and have made significant progress with construction underway at a total of 18 villages across ten regions, including three care centre refurbishments (Havelock North, Levin and Trentham), and three villages in their pre-construction civil works phase.

Our ability to deliver year-on-year ensures we are well positioned to meet continued increases in sector demand and we expect to deliver

600–650 homes in New Zealand in FY25.

Construction commenced at our Rangiora site, and work is progressing well on our two lightweight (timber) regional village centre buildings at our Cambridge and Whangārei villages.

In Wellington, our Waikanae village construction team handed over the ‘Rimu Range’ of townhouses, the second iteration of our very popular three-bedroom townhouse design.

The townhouses, now built with a lightweight construction method, support our commitment to building with more environmentally sustainable materials. At Boulcott, in Lower Hutt, we delivered the village centre’s administration, recreational and dining spaces along with the memory care centre and serviced apartments at the end of May. These facilities are further enhanced by the stunning outlook they have over the neighbouring golf course towards the Hutt River.

In Auckland, our Half Moon Bay village is tracking well against its

build programme with foundation work starting. Our St Johns village welcomed its first resident in October, and was officially opened by the Prime Minister of New Zealand, the Rt. Hon. Christopher Luxon in December.

We have now fully completed our Summerset on Cavendish village at Casebrook in Christchurch and opened the village centre at Summerset by the Dunes in Pāpāmoa. The new village centre, which in addition to providing our superb range of recreational amenities for the village’s residents to enjoy, includes serviced apartments, care and memory care centres.

We were pleased that our work to deliver Summerset on the Landing in Kenepuru was this year awarded Gold at the Master Builders Commercial Project Awards. This prestigious awards programme celebrates collaboration and innovation across the building industry, and what sets them apart is that they focus on recognising the contribution of the



Boulcott’s first floor lounge and bar area with views across the golf course to the Western Hutt hills

whole project team, the people who brought the project to life, rather than just the building itself.

All our villages under construction met their year-end delivery targets. There are a number of reasons for this achievement, including excellent project management teams, robust procurement, planning and consenting processes, and designing most of the villages in-house. We also have long-standing and reliable supply agreements that have enabled us to secure materials well in advance.

We have a very mature procurement programme and function with good tender processes returning better feasibility on build costs and seeing us through difficult and uncertain times. We were proud to celebrate the achievements of our Procurement team who won the New Zealand Procurement Excellence Forum's prestigious Transformation of the Year Award in 2024.

Summerset works hard to build and maintain strong relationships with our building partners. Our trusted contractors and potential new partners were invited to attend our construction Partner Events, a strategic initiative to strengthen these relationships and also position Summerset as the premier client 'to work with and for'. This year we held events in Auckland, Wellington and Christchurch with over 250 partner attendees.

Vibrancy and innovation by design

Bringing the best of life to our residents requires us to build vibrant villages with superior amenities that meet the expectations of our current residents and consider the future needs of our prospective residents. It also allows us to differentiate ourselves from competitors.

Each of our villages contains landscaped gardens, carefully planned and designed with a

respectful consideration of its unique surroundings. They also contain a range of indoor and outdoor spaces for our residents, their families and friends to enjoy.

We're looking at how we can incorporate additional amenities of interest to our residents such as pickleball and croquet courts and outdoor barbecue areas, and this year we have installed our first indoor golf simulator at our Summerset Down the Lane village in Hamilton.

Some of our building designs have also had a refresh. Our villa portfolio is being given a more contemporary update which we will look to incorporate in future village plans, starting with our proposed villages at Rolleston and Mosgiel.

Our village centre buildings, which contain resident amenities, care and administration, have received both new and refreshed design allowing us the option to right-size amenities that are suitable to the local environment and the needs of residents in that area.

One of the new design formats will begin construction next year at our Blenheim village. This single-storey building will be in keeping with the local area but continue to have the high specifications and amenities our residents expect. Being single storey means it is faster to build but also allows us to create a space that is very light and airy with exposed wood and enhanced features.

We've also gone further with the refreshed design of our current format of three-storey village centre buildings with a two-storey design.

Sector leading land bank

While it has been a challenging market there have been some opportunities for us to find quality sites with competitive pricing which will enable us to grow our business and introduce more New Zealanders to our retirement village lifestyle.

In New Zealand we were pleased to have announced five site acquisitions this year in locations of high demand and forecast population growth for those aged 75 years and older.

Mission Hills in Napier was the first new village site to be announced. Complementing our two existing Napier villages it will be our fifth village in the Hawke's Bay region. Located within the high-quality master-planned Mission Hills subdivision, the elevated site offers expansive views of the coast and surrounding rural landscape.

In December we announced a further two new sites: Belmont, on Auckland's North Shore, and Otaihanga on the Kāpiti Coast north of Wellington. The 5.7ha Belmont site will be highly attractive to future residents being just minutes from the vibrant areas of Takapuna and Devonport with diverse shopping and dining options and an extensive choice of recreational facilities. The proposed coastal village will be generally north-facing and have some stunning views of the city.

The land was purchased from Ngāti Whātua Ōrākei and the agreement includes education and employment opportunities for hapū, facilitating the start of a long-term partnership.

The Otaihanga site of 12.6 hectares will be our third village in the area, with an existing Paraparaumu village and our newer developing village in Waikanae which are both in high demand. The site is handily located between Paraparaumu Beach and the Coastlands Mall with a wide

Artist impression of the new village centre building design to be unveiled at our Blenheim village



variety of shops and amenities including major retailers, cafés, restaurants and boutique shops.

Purchasing land adjacent to our existing villages is a continued focus of our development. These opportunities allow us to meet demand, and increase the cost-effectiveness of our villages, as we add high-margin independent units to a village that already has supporting infrastructure.

This year we purchased a 1.23ha site for an extension to our Boulcott (Lower Hutt) village, and a 4ha site to extend our Blenheim village. The Boulcott extension is on the eastern edge of Boulcott's Farm Heritage Golf Club. We plan to provide additional independent living villas and townhouses units as well as additional village amenities such as pickleball and another resident clubhouse.

The Blenheim extension will allow us to offer up to 100 additional homes to Marlborough retirees, and add extra amenities such as croquet and an outdoor barbecue area to

ensure there is an even wider range of activities for residents to enjoy.

These major acquisitions have added more than 1,100 units to our land bank.

Our pipeline was additionally bolstered with resource consents received for Kelvin Grove (Palmerston North) and Cashmere Oaks (Masterton) villages, and we expect to receive fast track approval for our Rotorua village in Q1 2025.

Our Mosgiel village has also been included on the Fast-Track Approvals Act (Schedule 2) as we continue to have the largest, most diverse and consented (shovel ready) land bank in the sector.

Australia progress

We are carefully building momentum with our Australian portfolio, and 2024 saw us achieve some important milestones in Victoria. These included further

progress at our first village in Cranbourne North, construction civils commencing at our second village of Chirnside Park, holding a sod turning event before commencing enabling works at Torquay, and securing approval for plans at our Oakleigh South village.

Construction at our Cranbourne North village is progressing well, having completed the second stage of homes with the delivery of 12 villas in December. We also commenced the third stage of new homes, and construction on the village centre building. When complete this will be our first village to offer aged care in Australia, another major milestone we look forward to achieving in our growth across the ditch.

In October, we held the opening of the Cranbourne North Hilltop Reserve extension - a new park for the local community that was designed and constructed by Summerset as part of our village development. We are committed to supporting the growth and wellbeing of the local communities in which we develop our retirement

The sod turning event at our Torquay land in November marked a major milestone for us in Australia



villages, and through local amenity improvement projects like the handover of the Hilltop Reserve extension, we can invest in the social fabric of the neighbourhoods we operate in.

We commenced construction civils at our second village site, Chirside Park, in Melbourne's northeast. First villa builds are underway with delivery at the end of 2025 and first residents are expected to move in Q1 2026. The village is located within the Chirside Park town centre precinct with panoramic views to the Yarra Valley.

Having gained approval of the development plan for our coastal Torquay village early in 2024, we have now received Council approval of a planning permit for up to 290 independent and assisted retirement units and 80 residential aged care beds. A smoking ceremony and sod turning event was held in November and enabling works commenced in January 2025. Our Torquay development will also see the creation of a large new public park

as well as providing long awaited upgrades to surrounding streets.

Earlier in 2024 we received unanimous approval from City of Monash Council for our plans for a new village at Oakleigh South in Melbourne's inner east. The village location is surrounded by two outstanding recreation facilities, the Metropolitan and Huntingdale Golf Clubs.

We are building our Australian capability and resourcing for operational readiness in a timely way, including looking forward to welcoming our first aged care residents in 2026.

Australia still offers growth opportunities for us and we're pleased with the progress we have made there.

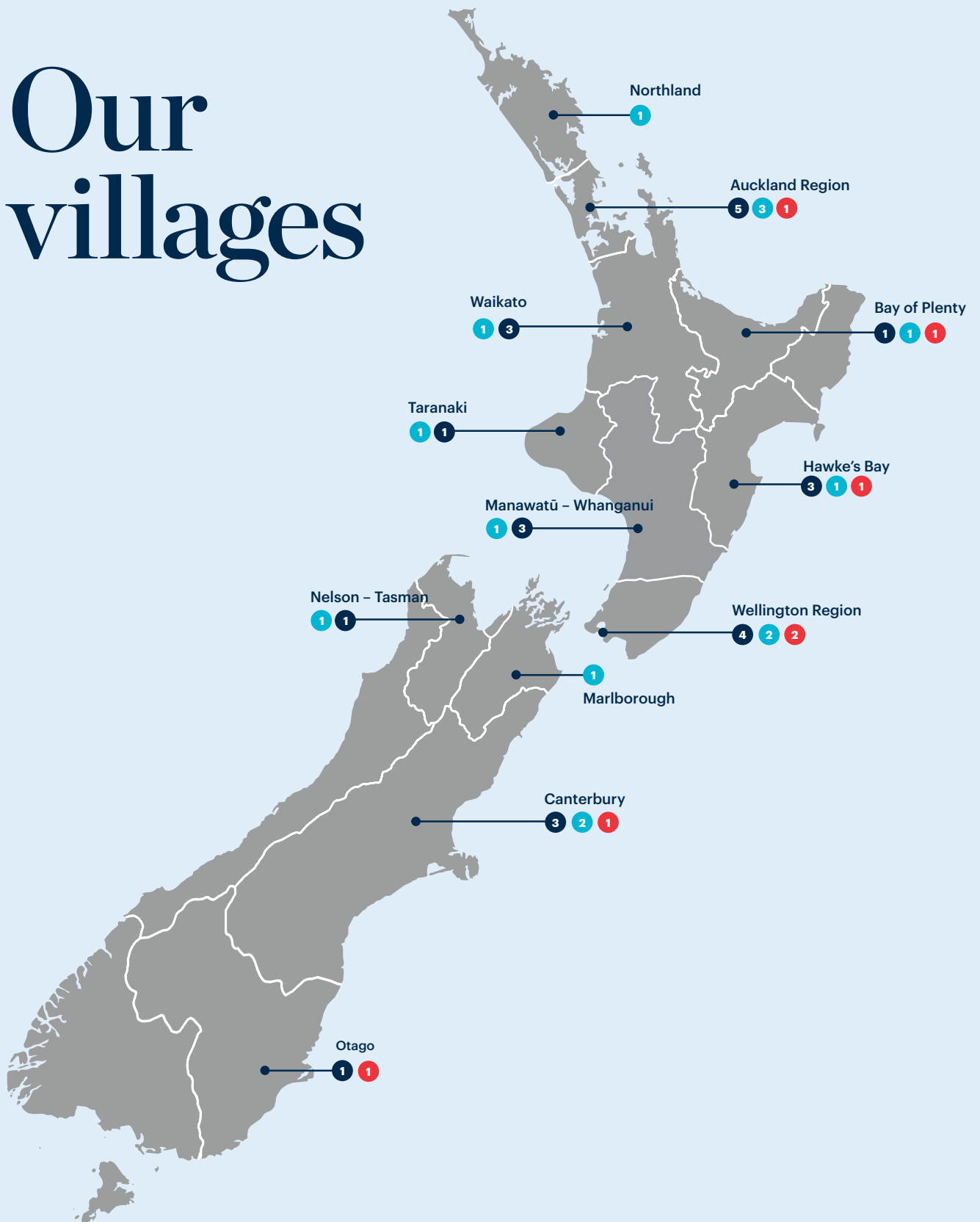
We are focused on finding the right opportunities to add to our land bank

in Australia. However, we naturally need to be prudent and disciplined around what we buy and ensure that it meets our strict financial and non-financial investment hurdles.

We haven't found the right land for us in Victoria or Queensland in 2024 but we are confident there are many great opportunities for us in the coming years and we have an existing pipeline of projects in progress.

We expect to deliver between 50-80 homes to be sold under ORA in Australia during FY25, including the village centre at our Cranbourne North village (which will be delivered late in FY25 and open to residents in FY26).

Our villages



- Completed villages
- In development
- Proposed villages

OUR VILLAGES



Our pipeline



NEW ZEALAND LAND BANK

DESIGN

CONSENTING

CONSTRUCTION

VILLAGE OPEN

FINAL STAGES

Bell Block, New Plymouth	●	→	●	→	●	→	●	→	●
Pāpāmoa Beach, Tauranga	●	→	●	→	●	→	●	→	●
Richmond, Tasman	●	→	●	→	●	→	●	→	●
Te Awa, Napier	●	→	●	→	●	→	●	→	●
Blenheim, Marlborough	●	→	●	→	●	→	●	→	●
Cambridge, Waikato	●	→	●	→	●	→	●	→	●
Lower Hutt, Wellington	●	→	●	→	●	→	●	→	●
Milldale, Auckland	●	→	●	→	●	→	●	→	●
Prebbleton, Canterbury	●	→	●	→	●	→	●	→	●
St Johns, Auckland	●	→	●	→	●	→	●	→	●
Waikanae, Kāpiti	●	→	●	→	●	→	●	→	●
Whangārei, Northland	●	→	●	→	●	→	●	→	●
Half Moon Bay, Auckland	●	→	●	→	●	→	●	→	●
Kelvin Grove, Palmerston North	●	→	●	→	●	→	●	→	●
Rangiora, Canterbury	●	→	●	→	●	→	●	→	●
Fairy Springs, Rotorua	●	→	●	→	●	→	●	→	●
Lansdowne, Masterton	●	→	●	→	●	→	●	→	●
Mosgiel, Dunedin	●	→	●	→	●	→	●	→	●
Rolleston, Canterbury	●	→	●	→	●	→	●	→	●
Belmont, Auckland*	●	→	●	→	●	→	●	→	●
Mission Hills, Napier*	●	→	●	→	●	→	●	→	●
Otaihanga, Kāpiti*	●	→	●	→	●	→	●	→	●

* New sites purchased

OUR VILLAGES



AUSTRALIAN LAND BANK

DESIGN CONSENTING CONSTRUCTION VILLAGE OPEN FINAL STAGES

Cranbourne North, Melbourne	● →	● →	● →	●	●
Chirnside Park, Melbourne	● →	● →	●	●	●
Torquay, Victoria	● →	● →	●	●	●
Craigieburn, Melbourne	● →	●	●	●	●
Oakleigh South, Melbourne	● →	●	●	●	●
Mernda, Melbourne	● →	●	●	●	●
Drysdale, Victoria	● →	●	●	●	●



Progress continues at Summerset Cranbourne North village



Our commitment to sustainability

We are committed to making sustainability a part of all of our work across our villages, construction sites and offices in New Zealand and Australia.

Sustainability is built into Summerset's ten-year strategy, and during FY24 we continued to reduce our emissions and implement good environmental, social and governance (ESG) initiatives.

In February we delivered our second Sustainability Review which, for the first time, included our climate-related disclosures, a requirement for us under New Zealand law now. Summerset is a climate reporting entity under the Financial Markets Conduct Act 2013. Our latest Sustainability Review and Climate-related Disclosures FY24 report is now available on the Summerset website at www.summerset.co.nz/investor-centre/esg-reporting.

This report details the work we've undertaken across our ESG initiatives during 2024 as well as the risks and opportunities that climate change poses for us as a company.

Below is a high-level update on some key sustainability activities during 2024. Please see our Sustainability Review for more information.

During 2024 our sustainability work was recognised by the Retirement

Villages Association (RVA) with our construction waste avoidance initiative and our Richmond Ranges village solar panels installation both being named finalists for the RVA Sustainability Awards. We were named a Sustainability Leader in the Property & Construction category by the *Australian Financial Review* and we were one of three New Zealand companies to be awarded an Ethical and Sustainable Business Award by Money Matters and Catalyst.

Our emissions profile

Summerset's total emissions in 2024 were 72,925 tCO₂e, an increase of 64,118 tCO₂e compared to our 2022 base year. This rise is primarily driven by the reporting requirements of Scope 3 value chain emissions, which now form the largest part of our carbon footprint. Key contributors within Scope 3 are category 1 capital goods and 2 purchased goods and services, together accounting for over three-quarters of our total emissions, largely due to our expanding construction activities.

Electricity and gas are the main sources of Summerset's Scope 1 and

2 emissions, essential for delivering high-quality care through heating, cooking, and laundry services. While overall emissions in these categories are expected to rise as we grow and welcome more residents, emissions per square metre of developed land have steadily decreased since 2017.

This progress reflects improvements in construction, design, operational efficiencies, and the adoption of decarbonisation initiatives, including sourcing renewable energy certificates.

With most of our greenhouse gas emissions now in our value chain, we started work on establishing our procurement sustainability programme to work with our suppliers to drive down our Scope 3 emissions and innovate lower carbon products and services.

We have commenced our supplier engagement programme through national and regional supplier forums focused on both material and product suppliers as well as service providers. We work hard to build strong relationships with our suppliers and through this approach we will successfully encourage

our supply chain to continually improve in line with Summerset's sustainability strategy ambitions.

Our new science-based target

Climate science is rapidly developing and maturing and we have worked hard to stay current. We have continually challenged ourselves to be better and to find the best ways to hold ourselves accountable internally and externally.

Since we began measuring and reporting emissions in 2018, the landscape has evolved significantly. In 2018 we initially set an emissions reduction target to reduce emissions intensity per \$ million revenue by 5% in five years. We significantly exceeded that target, achieving a 16% reduction.

In 2022, Summerset committed to a near-term, five-year science-aligned target to reduce our emissions intensity by 34% by 2027 for Scopes 1 and 2 and we have been tracking well against this.

This year, following best practice, we underwent the rigorous process of having this target upgraded and validated by the Science Based Targets Initiative (SBTi). This validation ensures our emissions reduction targets are grounded in the latest climate science, utilising standardised methodologies and independent verification.

Establishing a science-based target allows us to clearly understand how much, and how quickly, we need to reduce our greenhouse gas emissions to mitigate the worst effects of climate change.

Our new target is to reduce Scope 1 and 2 GHG emissions by 49% per square metre by 2028 from our 2022 base year. We've also committed to engaging our supply chain in emissions reduction. By 2028, our aim is for more than 70% of our suppliers, covering purchased goods, capital goods, fuel, energy,

travel and other key activities, to set science-based targets.

We are proud to have the latest science and information driving us and holding us accountable. We are confident Summerset can meet these targets and continue to improve our emissions reduction efforts.

Measurement and certification

In addition to our science-based target we take a number of other steps to hold ourselves externally accountable.

Measurement

Our Greenhouse gas emissions (GHG) have been calculated in accordance with the Greenhouse Gas Protocol standards. Further information on how we measure our GHG emissions is available in the Metrics and targets section of our Climate-related Disclosures.

Certification

Along with our science-based target we are proud to be a Toitū net carbonzero certified organisation in line with ISO 14064-1. This means we've measured and offset emissions from our operations, including emissions from business travel, electricity, vehicles and offices. Further information on our Toitū net carbonzero certification is available on the Toitū website.

We recognise that we can't reach our sustainability goals alone. Collaboration is key, so we work alongside several organisations that are helping advance sustainable practice in New Zealand and worldwide, including Waste Management, the Climate Leaders Coalition, Lifemark and others.

Solar power and electric vehicles

Throughout 2024, we advanced our commitment to renewable energy production by completing the installation of solar panels on the main buildings of our

Richmond, Rototuna, Pāpāmoa and Boulcott villages.

This initiative involved installing 1,000+ solar panels across these sites, generating over 300 MWh of power.

Our solar transition not only enhances our resilience and reduces our reliance on grid electricity but also significantly contributes to the electricity needs of the common areas in our main buildings, which house our care facilities.

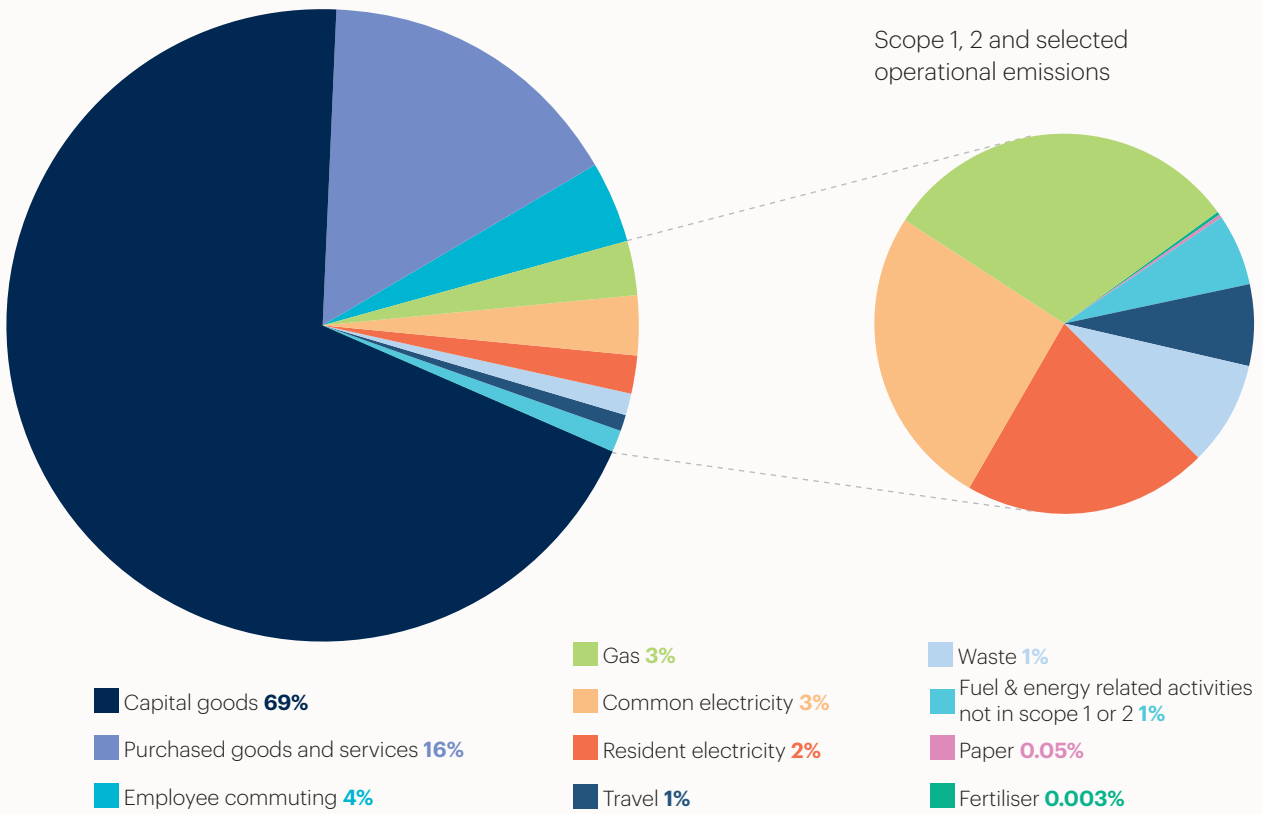
Additionally, in 2024 we introduced solar-powered streetlights at our Havelock North, Paraparaumu, and Palmerston North villages.

We have made significant strides in promoting sustainable transportation options for our residents through the rollout of electric vehicle (EV) charging stations and our village EV car sharing initiative. Over the past year, we have increased the percentage of EVs in our own fleet to 12%, up from 5% in 2023.

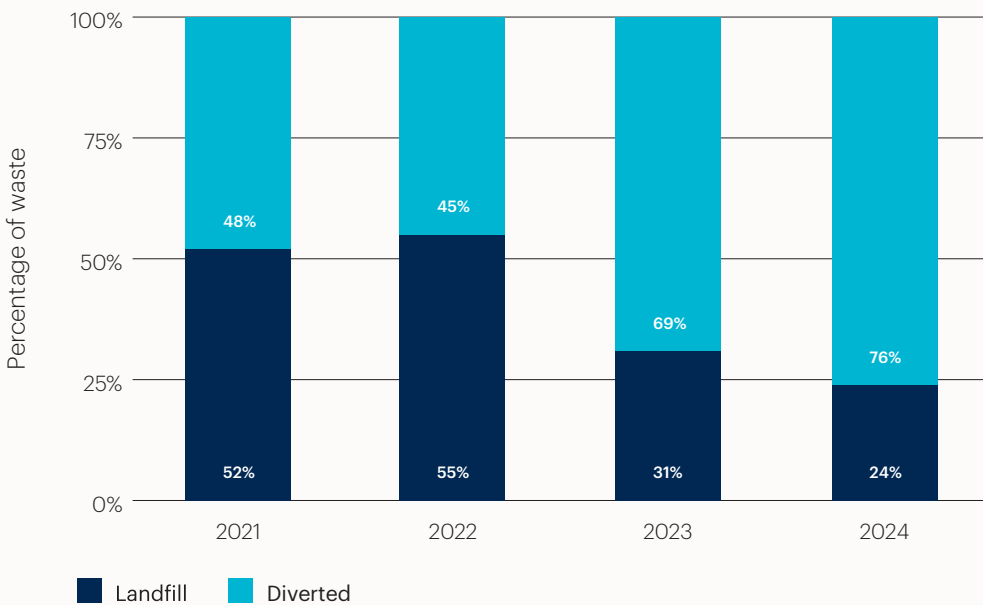
To support our electric fleet and enhance the national charging network, we have been retrofitting EV charging stations at our villages and we're ensuring that all new developments include charging infrastructure. Residents are excited about the opportunity to book village EV cars when they need them, allowing them to enjoy the convenience of electric transportation.

Emissions by source

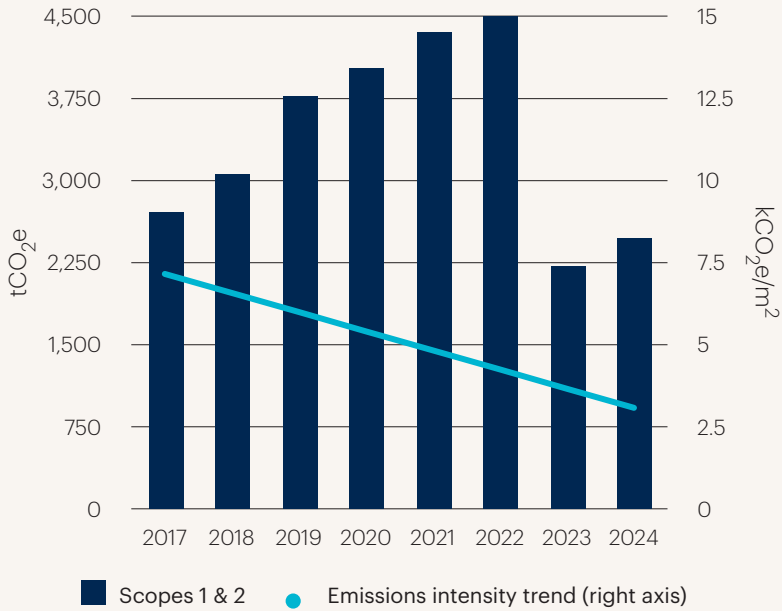
Full value chain emissions by source



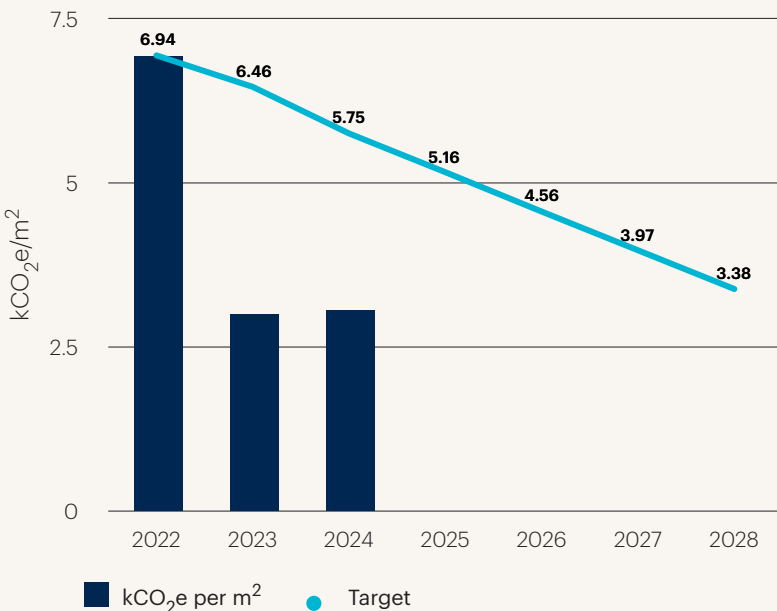
Construction waste diversion progress



Scope 1 & 2 emissions profile



Short-term science-aligned target trajectory



Note: Market-based reporting of Scope 2 emissions from FY23 onwards applies to intensity targets

Embodied carbon

As one of New Zealand’s largest residential builders, and with a growing Australian land bank, understanding and reducing our embodied carbon emissions has been a focus for us in the last two years.

Understanding and minimising embodied carbon is crucial in our efforts to combat climate change and build more sustainable communities.

To date we have successfully calculated the upfront embodied carbon for two of our standard build typologies, our three-bedroom townhouse and our standard two-bedroom villa. With this information we’re able to identify opportunities to reduce embodied carbon and work towards providing low-carbon homes.

Since we took this baseline measure, we have built our second generation of the three-bedroom townhouses and seen significant reductions in embodied carbon. Between design iterations we have reduced our upfront carbon emissions by 24%. This is a great first result and equally we’re pleased that while we’ve created far more sustainable homes, we have been able to do so without compromising the quality of construction.

Waste reduction

At Summerset, we are committed to waste minimisation as a crucial component of advancing our circular economy work.

During 2024, we were building on 18 sites in New Zealand (including three villages undergoing care centre upgrades), and two in Australia, and reducing our construction waste is an ongoing focus for the business. Our hard work resulted in 76% of our construction waste being diverted from landfill.

Working with our partners we are a construction industry leader

in waste reduction. Our waste minimisation programme operates at various levels of the waste hierarchy, emphasising recycling, reuse, and diversion, alongside safe landfill disposal.

Additionally, we ensure the responsible handling and disposal of any hazardous materials in strict compliance with national and local regulations, as outlined in our individual site waste management plans.

Our focus in 2024 has been to strategically choose sustainable (or the most sustainable) materials and optimising their use, collaborating closely with our suppliers to reduce waste, increase recycling, improve efficiency, and invest in low-carbon technologies while accessing emissions data.

In our villages, we continually monitor the effectiveness of our waste minimisation plans and seek new opportunities for improvement. This year, our focus has expanded to include food waste, identifying waste or opportunities to improve waste minimisation during our food service process.

Two of our villages are participating in The Food Waste Reduction Project in Aged Care, conducted by Otago University, and funded by the Ministry for the Environment, which will give us more information and the tools to help us reduce our food waste.

During the year we've investigated the opportunity to further direct plastic, electronic and hygiene product waste, and have continued collaborating with our suppliers on alternative solutions for hazardous items, such as batteries.

We're very pleased with the work we've done to date, and we remain committed to leading positive change within our industry.

Sustainability-linked lending

We got our first sustainability-linked loan in 2021, and since then all our lending has been sustainability linked. Having these conditions is a great way to hold ourselves accountable while at the same time incentivising and providing tangible benefits for the work we're doing. When we achieve the sustainability performance targets we agreed with our lenders we access more favourable lending conditions.

During 2024, we achieved all of our sustainability-linked lending performance targets, resulting in significant savings on interest costs.

These targets include emissions intensity reductions, reducing construction waste, and enhancing wellbeing.

More information

As a business we'll continue our regular reporting and improving the activities and initiatives we're already undertaking. We are dedicated to the ongoing investigation and experimentation with new methods and technologies that will help us in achieving our sustainability goals and ensure we continue to advance our corporate citizenship in both New Zealand and Australia.

For further information on all our ESG activities please see our Sustainability Review and Climate-related Disclosures FY24 report on the Summerset website at www.summerset.co.nz/investorcentre/esg-reporting/.

Our performance

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Artist impression of Summerset Cranbourne North

Summerset has delivered another year of strong underlying profit performance and maintained balance sheet resilience despite a challenging operating environment.

Financial performance overview

Underlying profit for the year ended 31 December 2024 increased by 8% on the prior year to \$206.4 million (2023: \$190.3 million), driven primarily by record new sales and resales in the year and the continual growth in our portfolio which has increased our DMFs. New sales increased by 28 units on the prior year (+5%) while resales increased by 107 (+20%), with five villages having 30+ resales for the year. We saw resales across 31 different villages and maintained a strong geographical spread across the country with only 47% of resales coming from the Auckland, Wellington and Christchurch regions.

We increased our delivery of units compared to 2023 with total deliveries for the group of 708, an increase of 10% (643 in 2023) with 32 Australian units and 676 NZ units delivered in 2024. Revenue for the year grew 18% to \$319.9 million (2023: \$272.2 million), reflecting village revenue growth from deliveries within our developing villages and continued high rates of care occupancy in existing villages.

Profits from operations have held relatively stable, a strong result given we opened two new care centres which incur large, fixed start-up costs while occupancy builds up. We continue to see wages and costs increasing at a rate higher than the increases to public funding, in particular nurses' wages, council rates, insurance and power.

Long-term growth

A key component of underlying profit is the realised development margin on new sales, which was \$118.4 million in 2024 (2023:

\$121.2 million). Although we settled more new sale units in 2024 (+28 units), our overall development margin was 28.9%, slightly down on prior year (31.6%) due to a shift in mix in new sale settlements where we saw more needs-based products settled as well as higher average costs to build in 2024. We expect that development margins will be maintained within the 20–25% range over the medium term.

Good margins reflect the advantage of having strong in-house capabilities for each stage of village development including land acquisition, planning, consenting, design, procurement and construction management. We continue to work to manage cost inflation across our build pipeline through leveraging from scale, standardisation and mature procurement planning.

Summary of sales and developments

Summerset had another record sales year, with 1,238 unit sales of occupation rights (2023: 1,103), 588 of them new unit sales (10 in Australia) and 650 sales of existing units. Average gross proceeds per new sale settlement of \$696,000 was slightly up from \$686,000 in 2023 due to higher sales prices across all product types. Realised resale gain increased by 9% to \$95.9 million in 2024. Average gross proceeds per resale settlement were \$581,000, similar to 2023 of \$587,000. Key development milestones included the first deliveries of units at St Johns (Auckland) which also included the main building. We also delivered the main building at Pāpāmoa (Tauranga) and our memory care centre at Boulcott (Lower Hutt). In Australia, we delivered a further 32 units at Cranbourne North and saw our first residents move in.

Net profit after tax

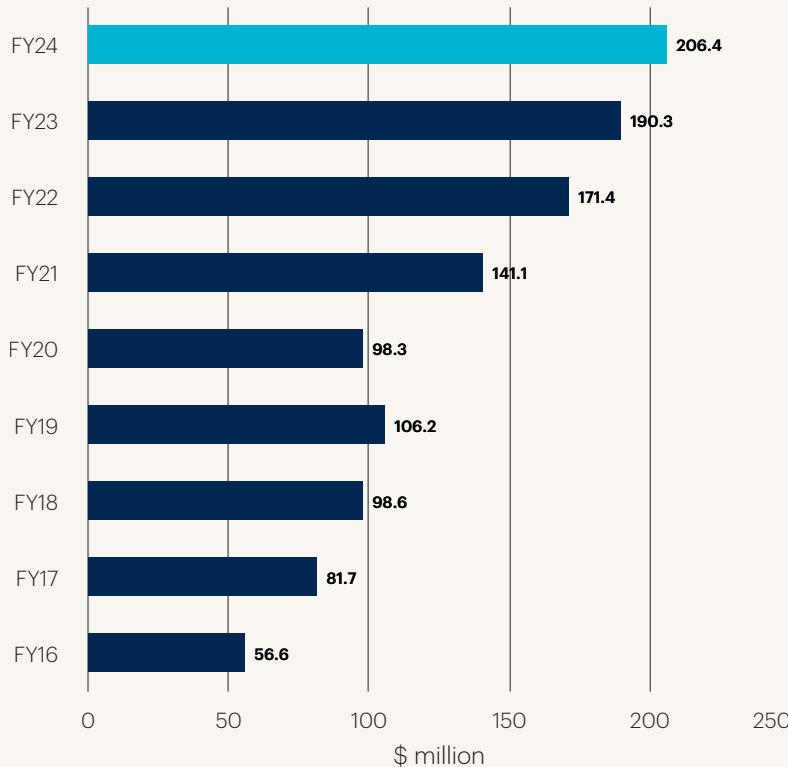
Summerset recorded a net profit after tax of \$339.8 million for the year ended 31 December 2024, down from \$425.3 million in 2023. This year-on-year change is largely reflective of the fair value movement of investment properties recognised in 2024, relative to 2023. The fair value movement in 2024 of \$372.6 million included \$111.8 million from new units delivered and \$131.7 million from uplifts to retirement unit pricing across the year. Early signs of optimism in the wider property market gave us confidence to modestly increase portfolio pricing as the year progressed and this was also seen by our external valuers who lifted unit pricing growth rates to match expectations of improving house prices as we move into 2025 and beyond.

Business growth and expenses

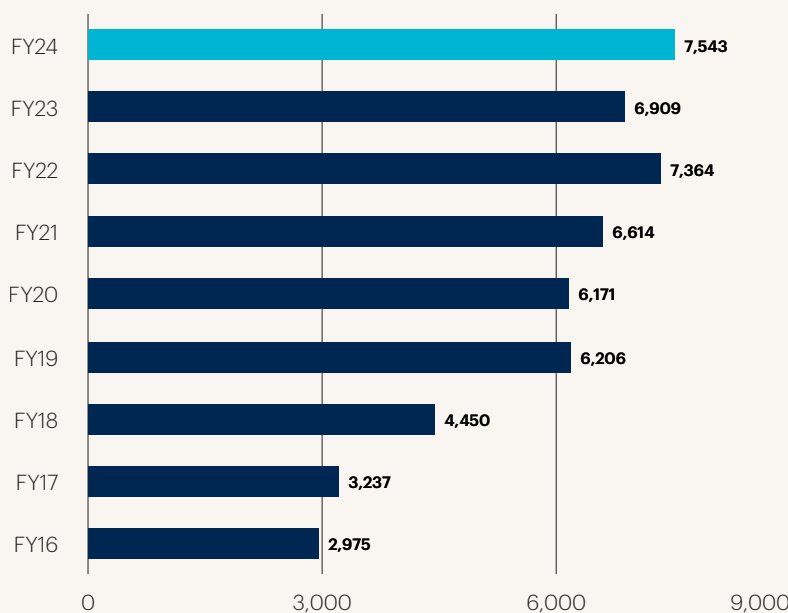
Summerset derives its revenue from selling units (DMFs) and providing village and care services. Summerset's revenue increased as a result of higher volumes, reflective of the continuing growth and scale of our operations. DMFs on Summerset's units sold under ORA were \$121.4 million in 2024 (2023: \$104.6 million). The gains reflect the increase in the number, occupancy and value of Summerset's portfolio of units. Underlying profit is a non-GAAP measure. A detailed explanation is included in Note 2 to the Financial Statements (see page 68). In general terms, underlying profit removes the fair value movement of investment property and reinstates the realised gains associated with our resales and the development margin associated with our new sales.

Summerset's total unit portfolio reached 7,970 (2023: 7,371), and at year end there were 547 new units and 208 resale units available for sale which represents 9.5% of

Underlying profit



Land bank over time (units)



our total portfolio (2023: 7.7%), the increase largely due to the high number of deliveries in Q4 2024. Occupancy in our mature care centres was 94% (2023: 93%), which is above the industry average of 90%. Total operating expenses were managed well, increasing by 15% to \$284.1 million in 2024 (2023: \$248.0 million). This increase was mainly due to the startup costs and growth in headcount of developing villages (including opening two main buildings and one memory care centre) of approximately \$28 million. Inflationary cost pressures were also a key driver of the overall increase, accounting for over \$8 million of the increase, due to higher wage costs (including increased care wage costs at a rate above the level of public funding increases), general cost growth across head office functions and higher rates, utilities and insurance across our properties.

Net cash from operating activities

Summerset's net cash from operating activities was \$443.2 million for the year, up 11% from 2023 (2023: \$398.2 million). This was principally driven by increased receipts from residents but reduced by increased costs of providing care and village operations as our resident numbers grow. Summerset is a growth company and reinvests operating cash flows back into the business to finance future growth. In 2024 Summerset invested \$683.1 million, primarily in relation to new and existing retirement villages and care centres (2023: \$668.5 million).

Assets rose to \$8.1 billion

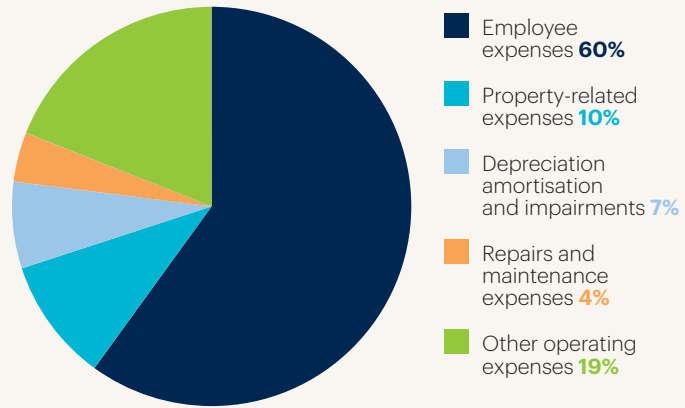
Total assets rose 16% to \$8.1 billion at 31 December 2024 (2023: \$6.9 billion), mainly due to growth in the size and value of Summerset's investment property, which reached \$7.3 billion (2023: \$6.4 billion). At balance date, Summerset also had property, plant and equipment

valued at \$602.8 million (2023: \$416.3 million), most of this being care centres (these are operated to provide services and are therefore not included as investment property). An increased embedded value of \$1.7 billion (2023: \$1.6 billion) demonstrates future cash that can be generated when units are resold. Interest-bearing debt of \$1,714.3 million was 21% of total assets at year end (2023: \$1,393.5 million). The year-end debt at face value is made up of \$1,134.0 million of bank borrowings and \$575.0 million of retail bonds. Summerset also has residents' loans of \$2.9 billion (2023: \$2.5 billion). This is in the form of licences paid by residents under ORAs. These are repayable when residents vacate units and the associated occupation rights are resold.

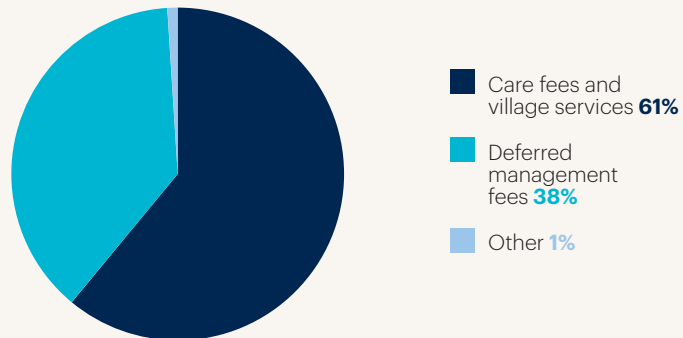
2024 dividends

Summerset will pay a final dividend of 13.2 cents per share (cps) on 27 March 2025, making a full payout for the 2024 year of 24.5 cps (2023: 24.5 cps). Board policy for shareholder distributions continues to maintain a payout range of 20–50% of each year's underlying profit. The 2024 distribution of \$58.3 million represents 28.2% of underlying profit (\$206.4 million). Summerset continues to offer shareholders a dividend reinvestment option, including a 2% discount to market share price.

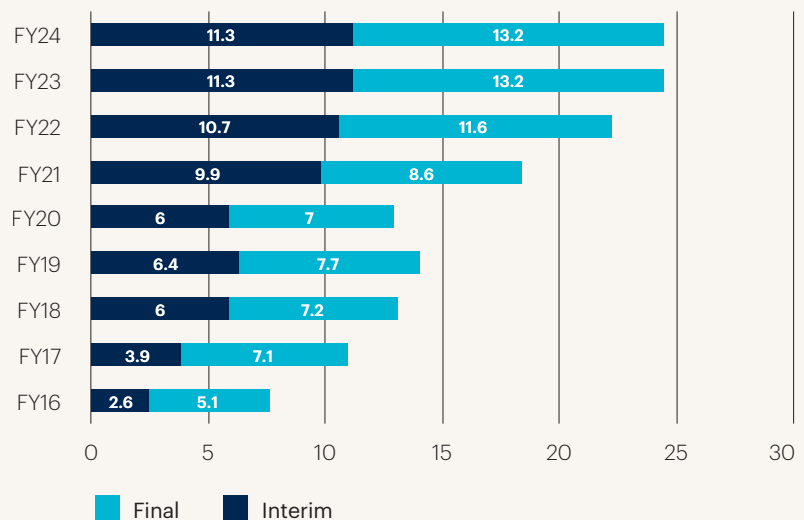
Expense breakdown



Revenue breakdown



Dividends (cents per share)



Five-year summary

Key operational and financial statistics for the five-year period up to and including FY24 are shown below.

Results highlights – operational

	Unit	FY24	FY23	FY22	FY21	FY20	FY23 to FY24 % Change
New sales of Occupation Rights	No.	588	560	537	540	404	5%
Resales of Occupation Rights	No.	650	543	470	438	381	20%
Total sales of Occupation Rights	No.	1,238	1,103	1,007	978	785	12%
Development margin	%	28.9%	31.6%	29.7%	23.1%	19.6%	-9%
New Occupation Right units delivered	No.	708	643	625	619	356	10%
Retirement units in portfolio	No.	6,671	6,087	5,518	4,930	4,385	10%
Care units in portfolio	No.	1,299	1,284	1,161	1,098	972	1%

Results highlights – financial

	Unit	FY24	FY23	FY22	FY21	FY20	FY23 to FY24 % Change
			Restated				
Net operating cash flow	\$m	443.2	398.2	369.2	383.4	266.8	11%
Total assets	\$m	8,066.0	6,941.7	5,840.3	4,923.7	3,893.2	16%
Net assets	\$m	2,969.5	2,602.3	2,193.0	1,924.5	1,354.8	14%
Underlying profit	\$m	206.4	190.3	171.4	141.1	98.3	8%
Profit before income tax (IFRS)	\$m	355.8	411.5	265.1	543.6	221.7	-14%
Profit for the period (IFRS)	\$m	339.8	425.3	269.1	543.7	230.8	-20%
Dividend per share	cents	24.5	24.5	22.3	18.5	13.0	0%
Basic earnings per share	cents	144.6	182.7	116.7	238.2	102.3	-21%

Financial statements

Income Statement

For the year ended 31 December 2024

		2024	2023
	NOTE	\$000	Restated ¹
		\$000	\$000
Care fees and village services	4	197,165	165,945
Deferred management fees	4	121,446	104,557
Other income	4	1,292	1,701
Total revenue		319,903	272,203
Fair value movement of investment property	11	372,572	430,561
Total income		692,475	702,764
Operating expenses	5	(284,149)	(247,983)
Depreciation and amortisation	9, 10	(19,099)	(15,797)
Impairment loss	9, 11	(7,112)	-
Total expenses		(310,360)	(263,780)
Operating profit before financing costs		382,115	438,984
Finance costs	6	(26,353)	(27,496)
Profit before income tax		355,762	411,488
Income tax (expense)/credit	7	(15,924)	13,839
Profit for the period		339,838	425,327
Basic earnings per share (cents)	20	144.65	182.71
Diluted earnings per share (cents)	20	144.21	182.38

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

The accompanying notes form part of these financial statements.

Statement of Comprehensive Income

For the year ended 31 December 2024

		2024	2023
	NOTE	\$000	Restated ¹
		\$000	\$000
Profit for the period		339,838	425,327
Fair value loss on interest rate swaps	14	(12,916)	(24,627)
Tax on items of other comprehensive income	7	3,689	7,082
Loss on translation of foreign currency operations		(2,103)	(200)
Other comprehensive income that will be reclassified subsequently to profit or loss for the period net of tax		(11,330)	(17,745)
Net revaluation of property, plant and equipment	9	94,372	44,785
Tax on items of other comprehensive income	7	(26,424)	(12,540)
Other comprehensive income which will not be reclassified subsequently to profit or loss for the period net of tax		67,948	32,245
Total comprehensive income for the period		396,456	439,827

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

The accompanying notes form part of these financial statements.

Statement of Changes in Equity

For the year ended 31 December 2024

	SHARE CAPITAL \$000	HEDGING RESERVE \$000	REVALUATION RESERVE \$000	FOREIGN CURRENCY TRANSLATION RESERVE \$000	RETAINED EARNINGS \$000	TOTAL EQUITY \$000
As at 1 January 2023	344,212	18,849	63,560	(66)	1,766,468	2,193,023
Profit for the period (restated) ¹	-	-	-	-	425,327	425,327
Other comprehensive income for the period (restated) ¹	-	(17,545)	32,245	(200)	-	14,500
Total comprehensive income for the period (restated)¹	-	(17,545)	32,245	(200)	425,327	439,827
Dividends paid	-	-	-	-	(53,260)	(53,260)
Shares issued	19,501	-	-	-	-	19,501
Employee share plan option cost	3,199	-	-	-	-	3,199
As at 31 December 2023 (restated)¹	366,912	1,304	95,805	(266)	2,138,535	2,602,290
As at 1 January 2024 (restated)¹	366,912	1,304	95,805	(266)	2,138,535	2,602,290
Profit for the period	-	-	-	-	339,838	339,838
Other comprehensive income for the period	-	(9,227)	67,948	(2,103)	-	56,618
Total comprehensive income for the period	-	(9,227)	67,948	(2,103)	339,838	396,456
Dividends paid	-	-	-	-	(57,556)	(57,556)
Shares issued	24,822	-	-	-	-	24,822
Employee share plan option cost	3,455	-	-	-	-	3,455
As at 31 December 2024	395,189	(7,923)	163,753	(2,369)	2,420,817	2,969,467

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

The accompanying notes form part of these financial statements.

Statement of Financial Position

As at 31 December 2024

	NOTE	2024 \$000	2023 Restated ¹ \$000
Assets			
Cash and cash equivalents		11,705	12,648
Trade and other receivables	8	58,600	44,330
Interest rate swaps	14	20,849	19,308
Other assets		31,000	45,000
Property, plant and equipment	9	602,813	416,281
Intangible assets	10	8,476	8,421
Investment property	11	7,328,744	6,394,117
Investments		3,819	1,576
Total assets		8,066,006	6,941,681
Liabilities			
Trade and other payables	12	166,983	172,670
Employee benefits	13	33,876	30,753
Revenue received in advance	4	212,356	185,514
Interest rate swaps	14	18,603	16,628
Residents' loans	15	2,881,103	2,507,112
Interest-bearing loans and borrowings	17	1,714,340	1,393,523
Lease liability	16	11,878	14,130
Deferred tax liability	7	57,400	19,061
Total liabilities		5,096,539	4,339,391
Net assets		2,969,467	2,602,290
Equity			
Share capital	19	395,189	366,912
Reserves	19	153,461	96,843
Retained earnings		2,420,817	2,138,535
Total equity attributable to shareholders		2,969,467	2,602,290

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

The accompanying notes form part of these financial statements.

Authorised for issue on 27 February 2025 on behalf of the Board



Mark Verbiest
Director and Chair of the Board



Fiona Oliver
Director and Chair of the Audit and Risk Committee

Statement of Cash Flows

For the year ended 31 December 2024

	2024	2023
	\$000	\$000
Cash flows from operating activities		
Receipts from residents:		
- care fees and village services	194,724	165,341
- residents' loans - new occupation right agreements	388,013	362,713
- residents' loans - resales of occupation right agreements (net)	138,167	104,576
Interest received	1,122	1,701
Payments to suppliers and employees	(278,854)	(236,156)
Net cash flow from operating activities	443,172	398,175
Cash flows to investing activities		
Sale of investment property	1,178	-
Payments for investment property:		
- land	(20,920)	(56,489)
- construction of retirement units and village facilities	(482,312)	(477,768)
- refurbishment of retirement units and village facilities	(24,841)	(19,391)
Payments for property, plant and equipment:		
- construction of care centres ¹	(68,852)	(47,271)
- refurbishment of care centres	(400)	(128)
- other	(14,063)	(10,760)
Payments for intangible assets	(1,520)	(2,281)
Capitalised interest paid	(69,225)	(52,794)
Acquisition of long-term investments	(2,159)	(1,587)
Net cash flow to investing activities	(683,114)	(668,469)
Cash flows from financing activities		
Net proceeds from bank borrowings	174,870	247,928
Proceeds from issue of retail bonds	125,000	175,000
Repayment of retail bonds	-	(100,000)
Interest paid on borrowings	(26,093)	(28,374)
Payments in relation to lease liabilities	(3,021)	(2,614)
Dividends paid	(33,542)	(34,288)
Net cash flow from financing activities	237,214	257,652

¹ Included in the construction of care centres is \$18.4 million relating to care centre upgrades (2023: \$1.7 million).

The accompanying notes form part of these financial statements.

Statement of Cash Flows (continued)

For the year ended 31 December 2024

	2024	2023
	\$000	\$000
Net decrease in cash and cash equivalents	(2,728)	(12,642)
Cash and cash equivalents at beginning of period	12,648	25,347
Foreign currency translation adjustment	1,785	(57)
Cash and cash equivalents at end of period	11,705	12,648

Reconciliation of Operating Results and Operating Cash Flows

For the year ended 31 December 2024

	2024	2023
	\$000	Restated' \$000
Profit for the period	339,838	425,327
Adjustments for:		
Depreciation and amortisation	19,099	15,797
Impairment loss	7,112	-
Fair value movement of investment property	(372,572)	(430,561)
Finance costs paid	26,353	27,496
Income tax expense/(credit)	15,924	(13,839)
Deferred management fees amortisation	(121,446)	(104,557)
Employee share plan option cost	3,944	3,764
Other non-cash items	2,395	26
	(419,191)	(501,874)
Movements in working capital		
Increase in trade and other receivables	(7,510)	(7,596)
Increase in employee benefits	3,541	3,614
Increase in trade and other payables	2,958	7,369
Increase in residents' loans net of non-cash amortisation	523,536	471,335
	522,525	474,722
Net cash flow from operating activities	443,172	398,175

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information. The accompanying notes form part of these financial statements.

Notes to the financial statements

For the year ended 31 December 2024

1. General information

Reporting entity

The consolidated financial statements presented for the year ended 31 December 2024 are for Summerset Group Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group"). The Group develops, owns and operates integrated retirement villages.

Summerset Group Holdings Limited is registered in New Zealand under the Companies Act 1993 and is a FMC Reporting Entity for the purposes of the Financial Markets Conduct Act 2013. The Company is listed on the New Zealand Stock Exchange (NZX), being the Company's primary exchange, and is listed on the Australian Securities Exchange (ASX) as a foreign exempt listing.

Basis of preparation

These consolidated financial statements have been prepared in accordance with generally accepted accounting practice in New Zealand (NZ GAAP), except for Note 2: Non-GAAP underlying profit, which is presented in addition to NZ GAAP compliant information. They comply with New Zealand equivalents to International Financial Reporting Standards (NZ IFRS) as appropriate for profit-oriented entities. These financial statements also comply with International Financial Reporting Standards and the requirements of the Financial Markets Conduct Act 2013.

These financial statements are expressed in New Zealand dollars, which is the Company's and New Zealand subsidiaries' functional currency. The functional currency of the Company's Australian subsidiaries is Australian dollars. All financial information has been rounded to the nearest thousand, unless otherwise stated.

All amounts are shown exclusive of goods and services tax (GST), except for trade receivables and trade payables, and except where the amount of GST incurred is not recoverable. When this occurs, GST is recognised as part of the cost of the asset or as an expense as applicable.

The measurement basis adopted in the preparation of these financial statements is historical cost, with the exception of the items noted below.

- Buildings – Note 9
- Investment property – Note 11
- Investments
- Interest rate swaps – Note 14
- Retail bonds – Note 17

Basis of consolidation

Subsidiaries are fully consolidated at the date on which the Group obtains control, and continue to be consolidated until the date when such control ceases. The financial statements are prepared for the same reporting period as the Company, using consistent accounting policies. All intra-group transactions and balances arising within the Group are eliminated in full.

All subsidiary companies are 100% owned and incorporated in New Zealand or Australia with a balance date of 31 December.

The New Zealand subsidiaries are:

Summer Land Developments Limited	Summerset Villages (Nelson) Limited
Summerset Care Limited	Summerset Villages (New Plymouth) Limited
Summerset Holdings Limited	Summerset Villages (Number 42) Limited
Summerset LTI Trustee Limited	Summerset Villages (Number 47) Limited
Summerset Management Group Limited	Summerset Villages (Number 48) Limited
Summerset Properties Limited	Summerset Villages (Number 49) Limited
Summerset Retention Trustee Limited	Summerset Villages (Number 50) Limited
Summerset Villages (Aotea) Limited	Summerset Villages (Number 51) Limited
Summerset Villages (Avonhead) Limited	Summerset Villages (Number 52) Limited
Summerset Villages (Bell Block) Limited	Summerset Villages (Number 53) Limited
Summerset Villages (Blenheim) Limited	Summerset Villages (Number 54) Limited
Summerset Villages (Cambridge) Limited	Summerset Villages (Number 55) Limited
Summerset Villages (Casebrook) Limited	Summerset Villages (Palmerston North) Limited
Summerset Villages (Cashmere Oaks) Limited	Summerset Villages (Papamoa) Limited
Summerset Villages (Dunedin) Limited	Summerset Villages (Paraparaumu) Limited
Summerset Villages (Ellerslie) Limited	Summerset Villages (Parnell) Limited
Summerset Villages (Half Moon Bay) Limited	Summerset Villages (Prebbleton) Limited
Summerset Villages (Hamilton) Limited	Summerset Villages (Rangiora) Limited
Summerset Villages (Hastings) Limited	Summerset Villages (Richmond) Limited
Summerset Villages (Havelock North) Limited	Summerset Villages (Rotorua) Limited
Summerset Villages (Hobsonville) Limited	Summerset Villages (Rototuna) Limited
Summerset Villages (Karaka) Limited	Summerset Villages (St Johns) Limited
Summerset Villages (Katikati) Limited	Summerset Villages (Taupo) Limited
Summerset Villages (Kelvin Grove) Limited	Summerset Villages (Te Awa) Limited
Summerset Villages (Kenepuru) Limited	Summerset Villages (Trentham) Limited
Summerset Villages (Levin) Limited	Summerset Villages (Waikanae) Limited
Summerset Villages (Lower Hutt) Limited	Summerset Villages (Wanganui) Limited
Summerset Villages (Manukau) Limited	Summerset Villages (Warkworth) Limited
Summerset Villages (Milldale) Limited	Summerset Villages (Whangarei) Limited
Summerset Villages (Mosgiel) Limited	Summerset Villages (Wigram) Limited
Summerset Villages (Napier) Limited	Welhom Developments Limited

The Australian subsidiaries are:

Summerset Care (Australia) Pty Limited	Summerset Villages (Number 12) Pty Limited
Summerset Holdings (Australia) Pty Limited	Summerset Villages (Number 13) Pty Limited
Summerset Management Group (Australia) Pty Limited	Summerset Villages (Number 14) Pty Limited
Summerset Villages (Chirnside Park) Pty Limited	Summerset Villages (Number 15) Pty Limited
Summerset Villages (Craigieburn) Pty Limited	Summerset Villages (Number 16) Pty Limited
Summerset Villages (Cranbourne North) Pty Limited	Summerset Villages (Number 17) Pty Limited
Summerset Villages (Drysdale) Pty Limited	Summerset Villages (Number 18) Pty Limited
Summerset Villages (Mernda) Pty Limited	Summerset Villages (Number 19) Pty Limited
Summerset Villages (Number 4) Pty Limited	Summerset Villages (Number 20) Pty Limited
Summerset Villages (Number 8) Pty Limited	Summerset Villages (Number 21) Pty Limited
Summerset Villages (Number 9) Pty Limited	Summerset Villages (Oakleigh South) Pty Limited
Summerset Villages (Number 10) Pty Limited	Summerset Villages (Torquay) Pty Limited
Summerset Villages (Number 11) Pty Limited	

Notes to the financial statements (continued)

Accounting policies

Accounting policies that summarise the measurement basis used and that are relevant to the understanding of the financial statements are provided throughout the accompanying notes.

The accounting policies adopted have been applied consistently throughout the periods presented in these financial statements.

The Group adopted all mandatory new and amended NZ IFRS Standards and Interpretations and there has been no material impact on the Group's financial statements.

In April 2024, the International Accounting Standards Board issued IFRS 18 *Presentation and Disclosure in Financial Statements* that is effective for the accounting period that begins on or after 1 January 2027. This standard has not been early adopted in preparing these financial statements.

There are no other new standards, amendments or interpretations that have been issued and are not yet effective, that are expected to have a significant impact on the Group.

During the period, the Group reviewed its cash flows from operating activities disclosure. The Statement of Cash Flows presentation has been amended to remove the separate disclosure of cash receipts from residents relating to expected deferred management fees. These are now included in the receipts from residents' loans categories.

Critical accounting estimates and judgements

In preparing the financial statements, management has made estimates and assumptions about the future that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results may differ from those estimates.

Estimates and assumptions are regularly evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The principal areas of judgement in preparing these financial statements are described in the following notes:

- Deferred management fees – Note 4
- Deferred taxation – Note 7
- Interest rate swaps – Note 14
- Leases – Note 16
- Revenue in advance – Note 4
- Valuation of investment property – Note 11
- Valuation of buildings – Note 9
- Valuation of retail bonds – Note 17

Comparative information

- a) The Statement of Cash Flows presentation has been amended to remove the separate disclosure of cash receipts from residents relating to deferred management fees. This amendment has been applied retrospectively and the impact on the comparative periods is shown below:

	2023 Reported \$000	Reclass \$000	2023 Reclassified \$000
Statement of Cash Flows			
Receipts from residents:			
- residents' loans - new occupation right agreements	266,703	96,010	362,713
- residents' loans - resales of occupation right agreements (net)	44,784	59,792	104,576
- deferred management fees	155,802	(155,802)	-

- b) The Group has updated comparative information to reflect the restatement of fair value movements related to care centre development, previously included in investment property. As a result, the comparative financial information has been restated to correct the classification of these assets and reallocate fair value movements from the Income Statement to Statement of Comprehensive Income. This restatement had no impact on Underlying Profit.

	2023		2023
	Reported	Amendment	Restated
	\$000	\$000	\$000
Income Statement			
Fair value movement of investment property	441,553	(10,992)	430,561
Profit for the period	436,319	(10,992)	425,327
Statement of Comprehensive Income			
Net revaluation of property, plant and equipment	33,793	10,992	44,785
Tax on items of other comprehensive income	(9,462)	(3,078)	(12,540)
Other comprehensive income	24,331	7,914	32,245
Net transfer to shareholders equity	442,905	(3,078)	439,827
Statement of Financial Position			
Property, plant and equipment	403,248	10,992	414,240
Investment property	6,407,150	(10,992)	6,396,158
Net change to total assets	6,941,681	-	6,941,681
Deferred tax liability	15,983	3,078	19,061
Net change to total liabilities	4,336,313	3,078	4,339,391
Revaluation reserve	87,891	7,914	95,805
Retained earnings	2,149,527	(10,992)	2,138,535
Net change to total equity attributable to shareholders	2,605,368	(3,078)	2,602,290
Basic earnings per share (cents)	187.43	(4.72)	182.71
Diluted earnings per share (cents)	187.09	(4.71)	182.38

- c) Comparative information has also been updated to reflect the reclassification of work in progress for care centres under development from investment property to property, plant and equipment.

	2023		2023
	Reported (including amendment)	Reclass	Reclassified
	\$000	\$000	\$000
Statement of Financial Position			
Property, plant and equipment	414,240	2,041	416,281
Investment property	6,396,158	(2,041)	6,394,117
Statement of Cash Flows			
Payments for investment property:			
- construction of retirement units and village facilities	(479,809)	2,041	(477,768)
Payments for property, plant and equipment:			
- construction of care centres	(45,230)	(2,041)	(47,271)

Notes to the financial statements (continued)

2. Non-GAAP underlying profit

		2024	2023
	Ref	\$000	Restated ¹
		\$000	\$000
Profit for the period		339,838	425,327
Less fair value movement of investment property	a)	(372,572)	(430,561)
Add impairment of assets and other non-cash items	b)	8,832	-
Add realised gain on resales	c)	95,880	88,131
Add realised development margin	d)	118,448	121,231
Add/(less) deferred tax expense/(credit)	e)	15,924	(13,839)
Underlying profit		206,350	190,289

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

Underlying profit is a non-GAAP measure and differs from NZ IFRS profit for the period. Underlying profit does not have a standardised meaning prescribed by GAAP and therefore may not be comparable to similar financial information presented by other entities. The Directors have provided an underlying profit measure in addition to IFRS profit to assist readers in determining the realised and unrealised components of fair value movement of investment property, impairment and tax expense in the Group's income statement. The measure is used internally in conjunction with other measures to monitor performance and make investment decisions. Underlying profit is a measure that the Group uses consistently across reporting periods. Underlying profit is used to determine the dividend pay-out to shareholders.

This statement presented is for the Group, prepared in accordance with the Basis of preparation: underlying profit described below.

Basis of preparation: underlying profit

Underlying profit is determined by taking profit for the period determined under NZ IFRS, adjusted for the impact of the following:

- a) Less fair value movement of investment property: reversal of investment property valuation changes recorded in NZ IFRS profit for the period, which comprise both realised and non-realised valuation movements. This is reversed and replaced with realised development margin and realised resale gains during the period, effectively removing the unrealised component of the fair value movement of investment property.
- b) Add impairment of assets and other non-cash items: remove the impact of non-operating one-off items and non-cash care centre valuation changes recorded in NZ IFRS profit for the period. Care centres are valued annually, with fair value gains flowing through to the revaluation reserve unless the gain offsets a previous impairment to fair value that was recorded in NZ IFRS profit. Where there is any impairment of a care centre, or reversal of a previous impairment that impacts NZ IFRS profit for the period, this is eliminated for the purposes of determining underlying profit.
- c) Add realised gain on resales: add the realised gains across all resales of occupation rights during the period. The realised gain for each resale is determined to be the difference between the licence price for the previous occupation right for a unit and the occupation right resold for that same unit during the period. Realised resale gains are a measure of the cash generated from increases in selling prices of occupation rights to incoming residents, less cash amounts repaid to vacated residents for the repayment of the price of their refundable occupation right purchased in an earlier period, with the recognition point being the cash settlement. Realised resale gains exclude deferred management fees and refurbishment costs.
- d) Add realised development margin: add realised development margin across all new sales of occupation rights during the period, with the recognition point being the cash settlement. Realised development margin is the margin earned on the first time sale of an occupation right following the development of a unit. The margin for each new sale is determined to be the licence price for the occupation right, less the cost of developing that unit.

Components of the cost of developing units include directly attributable construction costs and a proportionate share of the following costs:

- Infrastructure costs
- Land cost on the basis of the purchase price of the land
- Interest during the build period
- Head office costs directly related to the construction of units

All costs above include non-recoverable GST.

Development margin excludes the costs of developing common areas within the retirement village (including a share of the proportionate costs listed above). This is because these areas are assets that support the sale of occupation rights for not just the new sale but for all subsequent resales. It also excludes the costs of developing care centres.

Where costs are apportioned across more than one asset, the apportionment methodology is determined by considering the nature of the cost.

Where a unit not previously sold under occupation right agreement is converted to a unit sold under occupation right agreement, realised development margin recognised on the new sale of these units includes the following costs:

- Conversion costs
- A fair value apportionment reflecting the value of the property immediately prior to conversion

e) Add/(less) deferred tax expense/(credit): reversal of the impact of deferred taxation.

Underlying profit does not include any adjustments for abnormal items or fair value movements on financial instruments that are included in NZ IFRS profit for the period.

3. Segment reporting

The Group operates in one industry, being the provision of integrated retirement villages. The services provided across all of the Group's villages are similar, as are the type of customer and the regulatory environment. The chief operating decision makers, the Chief Executive Officer and the Board, review the operating results of the Group as a whole on a regular basis. On this basis, the Group has one reportable segment, and the Group results are the same as the results of the reportable segment. All resource allocation decisions across the Group are made to optimise the consolidated Group's result.

The Group continues to proceed with its expansion into Australia with seven sites purchased to date. These sites are currently being, or will be, developed into retirement villages.

Health New Zealand - Te Whatu Ora is a significant customer of the Group, as the Group derives care fee revenue in respect of eligible government subsidised aged care residents. Fees earned from Health New Zealand - Te Whatu Ora for the year ended 31 December 2024 amounted to \$53.0 million (2023: \$44.3 million). No other customers individually contribute a significant proportion of the Group revenue.

4. Revenue

Care fees and village services income are charged to residents on a monthly basis, as agreed, and are recognised over time. A portion of village services is considered lease income based on the nature of the services provided.

Deferred management fees, which entitle residents to accommodation and the use of the community facilities within the village, are recognised over the period of service, being the greater of the expected period of tenure or the contractual right to revenue. The expected periods of tenure, being based on historical Group averages, are estimated to be seven to eight years for villas, five years for apartments, three years for serviced apartments and memory care apartments, and two years for care suites. The estimated expected periods of tenure are unchanged from prior year. Where the deferred management fees over the contractual period exceed the amortisation of the deferred management fee based on estimated tenure, the amount is recorded as a liability (revenue in advance). At balance date, the majority of the revenue in advance balance is non-current. Deferred management fees are recognised on a gross basis in the receipts from residents' loans section of the statement of cash flows.

Other income comprises:

	2024	2023
	\$000	\$000
Interest received	1,292	1,701
Total other income	1,292	1,701

Interest income is recognised in the income statement as it accrues, using the effective interest method. Other income is recognised in the income statement in the period in which the performance obligations have been satisfied.

Notes to the financial statements (continued)

5. Operating expenses

	2024	2023
	\$000	\$000
Employee expenses	182,915	153,478
Property-related expenses	30,602	26,643
Repairs and maintenance expenses	11,383	10,041
Other operating expenses	59,249	57,821
Total operating expenses	284,149	247,983

Employee expenses include post-employment benefits (KiwiSaver/Superannuation) of \$5.8 million (2023: \$5.3 million).

Other operating expenses include donations of \$13,092 (2023: \$8,823) and fees paid to the audit firm as follows:

	2024	2023
	\$000	\$000
Audit and review of financial statements	486	330
Total	486	330
Audit or review related services		
Reporting to Statutory Supervisor	5	5
Reporting to Bond Supervisor	5	5
Total	10	10
Other assurance services and other agreed-upon procedures engagements		
Sustainability linked lending assurance (assurance engagement)	32	52
Greenhouse gas inventory assurance (assurance engagement)	48	-
LTI vesting targets assurance (assurance engagement)	5	5
Total	85	57
Other services		
Remuneration advisory services	6	6
Training	-	5
Total	6	11
Total fees incurred for services provided by the audit firm	587	408

6. Finance costs

	2024 \$000	2023 \$000
Interest on bank loans, retail bonds and related fees	102,125	81,145
Interest on interest rate swaps	(4,238)	(3,584)
Interest on lease liability	517	520
Capitalised finance costs	(72,440)	(50,974)
Fair value movement of interest rate swaps through profit or loss	(12,452)	(10,394)
Fair value movement of retail bonds designated in a fair value hedge relationship	12,452	10,394
Other	389	389
Finance costs	26,353	27,496

Interest expense comprises interest payable on borrowings and is calculated using the effective interest rate method.

Borrowing costs are capitalised for property, plant and equipment (Note 9), and investment property (Note 11), if they are directly attributable to the construction or production of a qualifying asset. Capitalisation of borrowing costs commences when the activities to prepare the asset commence and expenditure and borrowing costs are incurred. Capitalisation of borrowing costs continues until the assets are substantially ready for their intended use.

Borrowing costs of \$72.4 million (2023: \$51.0 million) have been capitalised during the period of construction in the current year. The weighted average capitalisation rate on funds borrowed representing the borrowing costs of the loans used to finance projects is 5.37% per annum (2023: 5.09% per annum).

Three of the Group's retail bonds are designated in a fair value hedging relationship. Details of fair value hedging are included in Note 14.

7. Income tax

Tax expense comprises current and deferred tax, calculated using the tax rate enacted or substantively enacted at balance date and any adjustment to tax payable in respect of prior years. Tax expense is recognised in the income statement, except when it relates to items recognised directly in the statement of comprehensive income, in which case the tax expense is recognised in the statement of comprehensive income.

Deferred tax expense is recognised in respect of temporary differences between the carrying amounts of assets and liabilities in the financial statements and the amounts used for taxation purposes. A deferred tax asset is recognised only to the extent that it is probable it will be utilised. Temporary differences for the initial recognition of assets or liabilities that affect neither accounting nor taxable profit, unless they arise from business combination, are not provided for.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

(a) Income tax recognised in the income statement

	2024 \$000	2023 \$000
Tax expense comprises:		
Deferred tax relating to the origination and reversal of temporary differences	15,924	(13,839)
Total tax expense/(credit) reported in income statement	15,924	(13,839)

Notes to the financial statements (continued)

The prima facie income tax expense on pre-tax accounting profit from operations reconciles to the income tax expense in the financial statements as follows:

	2024		2023	
	\$000	%	Restated ¹ \$000	%
Profit before income tax	355,762		411,488	
Income tax using the corporate tax rate	99,613	28.0%	115,216	28.0%
Capitalised interest	(20,331)	(5.7%)	(14,267)	(3.4%)
Other non-deductible expenses	9,096	2.6%	686	0.2%
Non-assessable investment property revaluations	(108,730)	(30.6%)	(123,461)	(30.0%)
Removal of tax depreciation on non-residential buildings	28,894	8.1%	-	0.0%
Other	7,851	2.2%	6,881	1.6%
Prior period adjustments	(469)	(0.1%)	1,106	0.3%
Total income tax expense/(credit)	15,924	4.5%	(13,839)	(3.4%)

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

The Group tax losses are as follows:

	2024	2023
	\$000	\$000
Tax losses available	757,405	601,269
Tax effected	212,891	169,017
Unrecognised tax losses	11,734	7,918

(b) Amounts charged or credited to other comprehensive income

	2024	2023
	\$000	Restated ¹ \$000
Tax expense comprises:		
Net gain on revaluation of property, plant and equipment	26,424	12,540
Fair value movement of interest rate swaps	(3,689)	(7,082)
Total tax expense reported in statement of comprehensive income	22,735	5,458

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

(c) Amounts charged or credited directly to equity

	2024	2023
	\$000	\$000
Tax expense comprises:		
Deferred tax relating to employee share option plans	(320)	(52)
Total tax credit reported directly in equity	(320)	(52)

(d) Imputation credit account

There were no imputation credits received or paid during the year and the balance at 31 December 2024 is nil (2023: nil).

(e) Deferred tax

Movement in the deferred tax balance comprises:

	BALANCE 1 JAN 2024 RESTATED \$000	RECOGNISED IN INCOME \$000	RECOGNISED DIRECTLY IN EQUITY \$000	RECOGNISED IN OCI* \$000	BALANCE 31 DEC 2024 \$000
Property, plant and equipment	40,835	30,466	-	26,424	97,725
Investment property	58,595	6,556	-	-	65,151
Revenue in advance	84,597	19,413	-	-	104,010
Interest rate swaps	635	-	-	(3,689)	(3,054)
Income tax losses not yet utilised	(161,099)	(40,058)	-	-	(201,157)
Right of use asset	3,989	(783)	-	-	3,206
Lease liability	(4,525)	767	-	-	(3,758)
Other items	(3,966)	(437)	(320)	-	(4,723)
Net deferred tax liability	19,061	15,924	(320)	22,735	57,400

	BALANCE 1 JAN 2023 \$000	RECOGNISED IN INCOME \$000	RECOGNISED DIRECTLY IN EQUITY \$000	RECOGNISED IN OCI* RESTATED ¹ \$000	BALANCE 31 DEC 2023 RESTATED ¹ \$000
Property, plant and equipment	30,321	(2,026)	-	12,540	40,835
Investment property	54,435	4,160	-	-	58,595
Revenue in advance	66,159	18,438	-	-	84,597
Interest rate swaps	7,717	-	-	(7,082)	635
Income tax losses not yet utilised	(126,662)	(34,437)	-	-	(161,099)
Right of use asset	4,699	(710)	-	-	3,989
Lease liability	(5,271)	746	-	-	(4,525)
Other items	(3,904)	(10)	(52)	-	(3,966)
Net deferred tax liability	27,494	(13,839)	(52)	5,458	19,061

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

* Other comprehensive income

(f) Income tax legislation amendments during the period

During the period, the Taxation (Annual Rates for 2023-24, Multinational Tax and Remedial Matters) Act received royal assent on 28 March 2024, with effect from 1 January 2024. This Act removed the ability to claim tax depreciation on non-residential buildings, resulting in the removal of the tax base on certain buildings for deferred tax. The removal of the tax base has resulted in a \$28.9 million increase to income tax expense and a corresponding increase to the deferred tax liability in respect of property, plant and equipment.

8. Trade and other receivables

Trade and other receivables are stated at amortised cost less impairment losses. Trade receivables are not significant on an individual basis and are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate, less an allowance for doubtful debts.

Notes to the financial statements (continued)

The allowance for doubtful debts is made up of expected credit losses based on assessment of trade receivables debt at the individual level for impairment, plus an additional allowance on the remaining balance for potential credit losses not yet identified. The expected credit losses allowance requirement on the remaining balance has been set at 2%.

	2024	2023
	\$000	\$000
Trade receivables	7,624	5,392
Allowance for doubtful debts	(320)	(246)
Net trade receivables	7,304	5,146
Prepayments	24,968	18,528
Accrued income	1,518	2,643
Sundry debtors	24,810	18,013
Total trade and other receivables	58,600	44,330

9. Property, plant and equipment

Property, plant and equipment includes care centres (including memory care apartments and care suites), both complete and under development, and corporate assets held.

All property, plant and equipment is initially recorded at cost. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed care centres includes directly attributable construction costs and other costs necessary to bring the care centres to working condition for their intended use. These other costs include professional fees and consents, interest during the build period and head office costs directly related to the construction of the care centres. Where costs are apportioned across more than one asset, the apportionment methodology is determined by considering the nature of the cost.

Subsequent to initial recognition, care centres, including those under development, are carried at fair value. Fair value measurement on care centres under construction is only applied if the fair value is reliably measurable. Where the fair value of care centres under construction cannot be reliably determined the fair value is the cost of work undertaken.

Fair value measurement on completed care centres is carried at a revalued amount, which is the fair value at the date of the revaluation less any subsequent accumulated depreciation and accumulated impairment losses, if any, since the assets were last revalued. Other corporate assets are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Where an item of plant and equipment is disposed of, the gain or loss recognised in the income statement is calculated as the difference between the net sales price and the carrying amount of the asset.

Fair value is determined by reference to market-based evidence, which is the amount for which the assets could be exchanged between a knowledgeable willing buyer and a knowledgeable willing seller in an arm's length transaction as at the valuation date.

Any revaluation surplus is recognised in other comprehensive income unless it reverses a revaluation decrease of the same asset previously recognised in the income statement. Any revaluation deficit is recognised in the income statement unless it directly offsets a previous surplus in the same asset in other comprehensive income. Any accumulated depreciation at revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings. Independent valuations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from the asset's fair value at the balance sheet date.

Note 6 provides details on capitalised borrowing costs.

Depreciation is charged to the income statement on a straight-line (SL) basis over the estimated useful life of each item of property, plant and equipment, with the exception of land, which is not depreciated. Depreciation methods, useful lives and residual values are reassessed at each reporting date.

Major depreciation rates are as follows:

- Buildings (2% to 14% SL)
- Motor vehicles (8% to 10% SL)
- Furniture and fittings (7% to 20% SL)
- Plant and equipment (7% to 50% SL)

Also included in the buildings category is building fit-out.

Right of use assets are depreciated on an SL basis over the term of their lease. Refer to Note 16.

	BUILDINGS \$'000	MOTOR VEHICLES \$'000	PLANT AND EQUIPMENT \$'000	FURNITURE AND FITTINGS \$'000	RIGHT OF USE ASSETS \$'000	TOTAL \$'000
Cost						
Balance at 1 January 2023	287,635	5,160	32,792	10,667	18,103	354,357
Additions (restated)	48,234	1,725	9,263	736	930	60,888
Disposals	-	(28)	(7)	-	-	(35)
Remeasurements	-	-	-	-	(691)	(691)
Net revaluations through other comprehensive income (restated)	36,408	-	-	-	-	36,408
Balance at 31 December 2023 (restated)¹	372,277	6,857	42,048	11,403	18,342	450,927
Additions	80,143	3,924	7,999	1,810	-	93,876
Disposals	(2,176)	(264)	(1,320)	(1,078)	-	(4,838)
Transfer from investment property	20,399	-	-	-	-	20,399
Remeasurements	-	-	-	-	243	243
Impairment through profit or loss	(1,875)	-	-	-	-	(1,875)
Net revaluations through other comprehensive income	84,326	-	-	-	-	84,326
Balance at 31 December 2024	553,094	10,517	48,727	12,135	18,585	643,058
Accumulated depreciation						
Balance at 1 January 2023	-	1,608	14,909	7,144	4,646	28,307
Depreciation charge for the year	8,377	375	3,224	805	1,968	14,749
Disposals	-	(28)	(5)	-	-	(33)
Net revaluations through other comprehensive income	(8,377)	-	-	-	-	(8,377)
Balance at 31 December 2023	-	1,955	18,128	7,949	6,614	34,646
Depreciation charge for the year	10,096	624	3,920	1,005	2,294	17,939
Disposals	(50)	(110)	(1,158)	(976)	-	(2,294)
Net revaluations through other comprehensive income	(10,046)	-	-	-	-	(10,046)
Balance at 31 December 2024	-	2,469	20,890	7,978	8,908	40,245
Carrying amounts						
As at 31 December 2023 (restated) ¹	372,277	4,902	23,920	3,454	11,728	416,281
As at 31 December 2024	553,094	8,048	27,837	4,157	9,677	602,813

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

Notes to the financial statements (continued)

Buildings include \$78.9 million of care centres under development carried at fair value, which reflects cost due to the proximity of completion to 31 December 2024 (2023: \$38.2 million).

Right of use assets relate to the Group's leased office premises, car park spaces and plant and equipment; refer to Note 16 for further information.

Classification between investment property and property, plant and equipment

On initial recognition, the Group performs an assessment to determine whether a unit type should be classified as investment property or property, plant and equipment. The assessment is based on the significance of ancillary services provided to residents who occupy accommodation under an occupation right agreement. For the purposes of this assessment, the Group considers that portion of weekly fees that gives rise to a separate performance obligation for the Group, as ancillary services. In addition to a quantitative assessment, the business model (being the provision of accommodation) is considered when determining the classification of the property as either investment property or property, plant and equipment. Subsequent reclassification of unit types between investment property or property, plant and equipment, occur only when there has been a change in use.

Revaluations

An independent valuation to determine the fair value of all building assets related to care centres was carried out as at 31 December 2024 by CBRE Limited ("CBRE NZ"), an independent registered valuer. Valuations are carried out annually.

The Group is unable to reliably determine the fair value of care centres under development at 31 December 2024 and therefore these are carried at cost.

At 31 December 2023, the Group was able to reliably measure St Johns due to its advanced stage of construction. CBRE valued this one site using the residual approach where one block was valued as work in progress together with residual land. The value of the work in progress was calculated as the market value of completed stock less selling expenses, and an allowance for profit and risk, holding costs, and costs to complete including a contingent sum. This equated to a fair value of \$25.9 million at 31 December 2023.

CBRE NZ determines the fair value of care centres (excluding units under occupation right agreement) using an earnings-based multiple approach and the amount apportioned to goodwill is not recognised. Significant assumptions used in the most recent valuation are included in the table below:

	2024	2023
Market value per care bed	\$64,000 - \$194,000	\$69,000 - \$222,000
Individual unit earning capitalisation rate	11.0% - 15.8%	12.5% - 15.8%

Revaluation of units under occupation right agreement held as property, plant and equipment

To assess the market value of the Group's interest in the units under occupation right agreement held as property, plant and equipment, CBRE NZ undertook a discounted cash flow analysis to derive a present value. Significant assumptions used by CBRE NZ are included in the table below:

	2024	2023
Discount rate	14.5% - 15.5%	14.5% - 15.5%
Growth rate	0.5% - 3.0%	0.5% - 3.0%
Average entry age of residents	79 years - 90 years	80 years - 89 years
Stabilised departing occupancy periods of units	2.9 years - 3.1 years	3.0 years - 3.1 years

	2024	2023
	\$000	\$000
Manager's net interest	242,939	91,612
Plus: revenue received in advance relating to property, plant and equipment	4,197	2,821
Plus: liability for residents' loans relating to property, plant and equipment	61,857	39,861
Total property, plant and equipment - units under occupation right agreement	308,993	134,294

Sensitivity analysis to significant changes in unobservable inputs within Level 3 of the hierarchy

As the fair value of buildings is determined using inputs that are unobservable, the Group has categorised property, plant and equipment as Level 3 under the fair value hierarchy in accordance with NZ IFRS 13 – *Fair Value Measurement*.

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy of the entity's portfolio of care centres (excluding units under occupation right agreement) are the capitalisation rates applied to individual unit earnings and the market value per care bed. A significant decrease (increase) in the capitalisation rate would result in a significantly higher (lower) fair value measurement, and a significant increase (decrease) in the market value per care bed would result in a significantly higher (lower) fair value measurement.

The significant unobservable inputs used in the fair value measurement categorised within Level 3 of the fair value hierarchy of the entity's portfolio of units under occupation right agreement, held as property, plant and equipment, are the discount rates and growth rates. A significant decrease (increase) in the discount rate would result in a significantly higher (lower) fair value measurement, and a significant increase (decrease) in the growth would result in a significantly higher (lower) fair value measurement. Other key components in determining the fair value of units under occupation right held as property, plant and equipment are the average entry age of residents and the average occupancy of units. A significant decrease (increase) in the occupancy period of units would result in a significantly higher (lower) fair value measurement, and a significant increase (decrease) in the average entry age of residents would result in a significantly higher (lower) fair value measurement.

Cost model

If buildings were measured using the cost model, the carrying amounts would be as follows:

	2024 BUILDINGS \$000	2023 RESTATED' BUILDINGS \$000
Cost	373,959	275,593
Accumulated depreciation and impairment losses	(50,045)	(39,999)
Net carrying amount	323,914	235,594

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

Security

At 31 December 2024, all care centres held by retirement villages registered under the Retirement Villages Act 2003 are subject to a registered first mortgage in favour of the Statutory Supervisor.

Notes to the financial statements (continued)

10. Intangible assets

Intangible assets acquired by the Group are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in the income statement on an SL basis over the estimated useful lives of intangible assets from the date that they are available for use. The intangible assets are software and the amortisation rates at 31 December 2024 are between 10% and 20% SL basis.

	2024	2023
	\$000	\$000
Cost		
Opening balance	16,032	13,814
Additions	1,215	2,218
Closing balance	17,247	16,032
Accumulated amortisation		
Opening balance	7,611	6,563
Amortisation	1,160	1,048
Closing balance	8,771	7,611
Carrying amount	8,476	8,421

11. Investment property

Investment property is held to earn current and future rental income and capital appreciation. It comprises land and buildings, and associated equipment and furnishings, relating to retirement units and common facilities in the retirement village. Investment property includes buildings under development, excluding care centres under development which are included in property, plant and equipment. Initial recognition of investment property is at cost and it is subsequently measured at fair value, with any change in fair value recognised in the income statement.

The cost of retirement units includes directly attributable construction costs and other costs necessary to bring the retirement units to working condition for their intended use. These other costs include professional fees and consents, interest during the build period and head office costs directly related to the construction of the retirement units. Where costs are apportioned across more than one asset, the apportionment methodology is determined by considering the nature of the cost.

Land acquired with the intention of constructing investment property on it is classified as investment property from the date of acquisition.

Depreciation is not charged on investment property.

Note 6 provides details on capitalised borrowing costs.

	2024	2023
		Restated ¹
	\$000	\$000
Balance at beginning of period	6,394,117	5,417,719
Additions	579,633	588,766
Transfer to other assets	-	(45,000)
Transfer to property, plant and equipment	(20,399)	-
Disposals	(1,385)	-
Fair value movement	388,066	430,561
Impairment through profit or loss	(5,237)	-
Foreign exchange movement	(6,050)	2,071
Total investment property	7,328,744	6,394,117

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

	2024	2023
		Restated ¹
	\$000	\$000
Development land measured at fair value ²	538,172	578,266
Retirement villages measured at fair value ³	6,221,325	5,291,578
Retirement villages under development measured at cost	569,247	524,273
Total investment property	7,328,744	6,394,117

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

² Included in development land are pieces of land that were acquired close to balance date. These pieces of land have been accounted for at fair value, which has been determined to be cost due to the proximity of the transaction to balance date. At 31 December 2024 the land at cost was nil (2023: \$35.7 million).

³ Included in retirement villages measured at fair value is nil related to completed retirement units at cost, which reflects fair value due to the proximity of completion to balance date (2023: \$5.4 million). Included in retirement villages measured at fair value is \$190.1 million relating to a village under development measured at fair value (2023: \$190.4 million).

	2024	2023
		Restated ¹
	\$000	\$000
Manager's net interest	4,301,339	3,744,174
Plus: revenue received in advance relating to investment property	208,159	182,693
Plus: liability for residents' loans relating to investment property	2,819,246	2,467,250
Total investment property	7,328,744	6,394,117

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

The Group is unable to reliably determine the fair value of the non-land portion of retirement villages under development at 31 December 2024 and therefore these are carried at cost, with the exception of one site due to its advanced stage of construction. This equates to \$569.2 million of investment property (2023: \$524.3 million).

The fair value of investment property, including land, as at 31 December 2024 was determined by independent registered valuers CBRE NZ, Jones Lang LaSalle Limited ("JLL NZ"), CBRE Valuations Pty Limited ("CBRE AU") and Jones Lang LaSalle Australia Pty Limited ("JLL AU"). The fair value of the Group's investment property is determined on a semi-annual basis, based on market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

Notes to the financial statements (continued)

As required by NZ IAS 40 - *Investment Property*, the fair value as determined by the independent registered valuer is adjusted for assets and liabilities already recognised on the balance sheet which are also reflected in the discounted cash flow analysis.

To assess the fair value of the Group's interest in each New Zealand and Australia villages, CBRE NZ, JLL NZ and JLL AU have undertaken a discounted cash flow analysis to derive a present value. The Group's development land has been valued by CBRE NZ, JLL NZ, CBRE AU and JLL AU using the direct comparison approach.

Near completed stages of St Johns have been valued using the residual approach where a number of blocks were valued as work in progress together with residual land. The value of the work in progress was calculated as the market value of completed stock less selling expenses, and an allowance for profit and risk, holding costs, and costs to complete including a contingent sum.

The valuers' view is that central banks around the world have reduced interest rates, after holding rates at elevated levels to combat inflation. The main concerns now are slowing economic conditions in both China and the US as well as geopolitical instability in certain regions, particularly the prospect of a wider conflict in the Middle East and the ongoing war in Ukraine. With these factors in mind, the valuers reiterate that their conclusions are based on data and market sentiment as at the date of the valuation and that a degree of caution should be exercised when relying upon the valuation.

Significant assumptions used by the valuers in relation to the New Zealand and Australian investment property are included in the table below:

	2024	2023
Discount rate	13.5% - 16.5%	13.5% - 16.5%
Growth rate	0.5% - 3.5%	0.5% - 3.5%
Average entry age of residents	73 years - 91 years	73 years - 91 years
Stabilised departing occupancy periods of units	3.9 years - 9.0 years	3.8 years - 8.7 years

As the fair value of investment property is determined using inputs that are significant and unobservable, the Group has categorised investment property as Level 3 under the fair value hierarchy in accordance with NZ IFRS 13 - *Fair Value Measurement*.

Sensitivity analysis to significant changes in unobservable inputs within Level 3 of the hierarchy

To assess the market value of the Group's interest in a retirement village, CBRE NZ, JLL NZ and JLL AU have undertaken a discounted cash flow analysis to derive a present value.

The sensitivities of the significant assumptions are shown in the table below:

	Adopted value ¹	Discount rate +50 bp	Discount rate -50 bp	Growth rates +50bp	Growth rates -50bp
31 December 2024					
Valuation (\$000)	2,336,484				
Difference (\$000)		(88,466)	95,396	149,462	(136,527)
Difference (%)		(3.8%)	4.1%	6.4%	(5.8%)
31 December 2023					
Valuation (\$000)	2,017,910				
Difference (\$000)		(74,725)	80,050	126,025	(115,665)
Difference (%)		(3.7%)	4.0%	6.2%	(5.7%)

¹ Adopted value differs to figures in other notes. It is the value of completed units, net of related resident liability. The amount does not include unsold stock, work in progress or development land.

Other key components in determining the fair value of investment property are the average entry age of residents and the average occupancy of units. A significant decrease (increase) in the occupancy period of units would result in a significantly higher (lower) fair value measurement, and a significant increase (decrease) in the average entry age of residents would result in a significantly higher (lower) fair value measurement.

Operating expenses

Direct operating expenses arising from investment property during the period amounted to \$78.6 million (2023: \$66.5 million).

Security

At 31 December 2024, all investment property relating to registered retirement villages under the Retirement Villages Act 2003 are subject to a registered first mortgage in favour of the Statutory Supervisor to secure the Group's obligations to the occupation right agreement holders.

12. Trade and other payables

Trade and other payables are carried at amortised cost. Due to their short-term nature they are not discounted.

	2024	2023
	\$000	\$000
Trade payables	4,646	6,923
Accruals - development of retirement units and care centres	110,107	125,937
Accruals - other	26,961	23,985
Sundry payables	25,269	15,825
Total trade and other payables	166,983	172,670

13. Employee benefits

A provision is made for benefits accruing to employees in respect of wages, salaries, annual leave and short-term incentives when it is probable that settlement will be required and the amount can be estimated reliably.

	2024	2023
	\$000	\$000
Leave liabilities	16,394	14,195
Other employee benefits	17,482	16,558
Total employee benefits	33,876	30,753

14. Interest rate swaps

The Group uses interest rate swaps to manage its risk associated with interest rate fluctuations. Interest rate swaps are initially recognised at fair value on the date a contract is entered into and are subsequently measured at fair value on each reporting date. The fair values of the interest rate swaps are determined based on cash flows discounted to present value using current market interest rates. The non-current portion of interest rate swaps comprised of \$20.5 million in assets (2023: \$18.0 million) and \$17.2 million in liabilities (2023: \$16.6 million). 51% (2023: 59%) of the Group's interest-bearing loans and borrowings are covered by fixed interest rate swap agreements.

Cash flow hedges

The Group has entered into interest rate swaps to manage its interest rate risk in relation to its floating rate debt. These interest rate swaps qualify for cash flow hedge accounting. When interest rate swaps meet the criteria for cash flow hedge accounting, the effective portion of the gain or loss on the hedging instrument is recognised in other comprehensive income, while the ineffective portion is recognised in the income statement. Amounts taken to reserves are transferred out of reserves and included in the measurement of the hedged transaction when the forecast transaction occurs. When interest rate swaps do not meet the criteria for cash flow hedge accounting, all movements in fair value of the hedging instrument are recognised in the income statement.

Under the interest rate swap agreements that qualify for cash flow hedge accounting, the Group has a right to receive interest at variable rates and to pay interest at fixed rates ("payer interest rate swap agreements"). These agreements effectively change the Group's interest exposure on the principal covered by the interest rate swaps from a floating rate to fixed rates, which range between 0.56% and 4.93% (2023: 0.56% and 4.93%).

At 31 December 2024, the Group had payer interest rate swap agreements in place with a total notional principal amount of approximately \$1,094.1 million, made up of \$642.0 million denominated in NZD and \$410.0 million in AUD (2023: \$874.2 million, made up of \$497.0 million denominated in NZD and \$350.0 million in AUD). Of the swaps in place, at 31 December 2024, \$715.2 million were active (2023: \$673.4 million).

Notes to the financial statements (continued)

The fair value of these agreements at 31 December 2024 is a \$11.0 million liability, comprised of \$17.5 million of swap liabilities and \$6.5 million of swap assets (2023: asset of \$1.9 million, comprised of \$11.9 million of swap liabilities and \$13.8 million of swap assets). The agreements cover notional amounts for terms of up to six years.

The notional principal amounts and the period of expiry of the cash flow hedge interest rate swap contracts are as follows:

	2024	2023
	\$000	\$000
Less than 1 year	77,565	60,000
Between 1 and 2 years	85,078	76,944
Between 2 and 3 years	232,312	84,333
Between 3 and 4 years	212,695	179,331
Between 4 and 5 years	253,721	190,832
Between 5 and 6 years	232,695	128,888
Between 6 and 7 years	-	153,888
Total	1,094,066	874,216
Active	715,215	673,384
Forward starting	378,851	200,832
Total	1,094,066	874,216

Fair value hedges

The Group has entered into interest rate swaps to manage its interest rate risk in relation to its fixed rate debt arising from the retail bonds. The hedge is for the future fair value movements in the retail bonds as a result of market interest rate movements. The Group has designated \$425.0 million of its retail bonds in fair value hedge relationships.

Both the hedging instrument (interest rate swap) and the hedged risk are recognised at fair value. The change in the fair value of both items offset in the statement of comprehensive income to the extent the hedging relationship is effective. The increase in fair value of the interest rate swaps of \$12.5 million (2023: increase of \$10.4 million) has been recognised in finance costs and has been offset with a similar fair value gain on the retail bonds to leave an ineffective amount in finance costs of nil (2023: nil).

Under the interest rate swap agreements that qualify for fair value hedge accounting, the Group has a right to receive interest at fixed rates and to pay interest at floating rates ("receiver interest rate swap agreements"). At 31 December 2024, the Group had receiver interest rate swap agreements in place with a total notional principal amount of \$425.0 million (2023: \$300.0 million). The receiver interest rate swap agreements in place at 31 December 2024 are being used to manage the fixed interest rate risk on the SUM020, SUM040 and SUM050 retail bonds.

The notional principal amounts and the period of expiry of the fair value hedge interest rate swap contracts are as follows:

	2024 \$000	2023 \$000
Less than 1 year	125,000	-
Between 1 and 2 years	-	125,000
Between 4 and 5 years	175,000	-
Between 5 and 6 years	125,000	175,000
Total	425,000	300,000
Active	425,000	300,000
Total	425,000	300,000

15. Residents' loans

Residents' loans are amounts payable under occupation right agreements. An occupation right agreement confers a right of occupancy to a villa, apartment, serviced apartment, memory care apartment or care suite. The consideration received on the grant of an occupation right agreement is allocated to the resident's loan in full. These loans are non-interest bearing and are payable when both an occupation right agreement is terminated and there has been settlement of a new occupation right agreement for the same unit and the proceeds from the new settlement have been received by the Group. Residents' loans are initially recognised at fair value and subsequently measured at amortised cost.

The Group holds a contractual right to set-off the deferred management fee receivable on termination of an agreement against the resident's loan to be repaid. Residents' loans are therefore recognised net of the deferred management fee receivable on the balance sheet. Deferred management fees are payable by residents in consideration for the supply of accommodation and the right to share in the use of community facilities. Deferred management fees are paid in arrears, with the amount payable calculated as a percentage of the resident's loan amount as per the resident's occupation right agreement. Deferred management fee receivable is calculated and recorded based on the current tenure of the resident and the contractual right to deferred management fee earned at balance date. Refer to Note 4 for further detail on recognition of deferred management fee revenue.

	2024 \$000	2023 \$000
Balance at beginning of period	3,121,400	2,681,837
Net receipts for residents' loans - resales of occupation right agreements	88,051	55,521
Receipts for residents' loans - new occupation right agreements	409,353	384,042
Total gross residents' loans	3,618,804	3,121,400
Deferred management fees and other receivables	(737,701)	(614,288)
Total residents' loans	2,881,103	2,507,112

Notes to the financial statements (continued)

16. Leases

The leases to which NZ IFRS 16 applies are the leases of plant and equipment and office premises and car parks occupied by the Group in New Zealand and Australia. In respect of these leases, a right of use asset is disclosed along with a corresponding lease liability. The right of use assets are depreciated on an SL basis, while the lease liability is measured at the present value of the lease payments that are not yet paid, discounted using the Group's incremental borrowing rate.

The Group has elected not to recognise right of use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and certain leases of low-value assets. The Group recognises the lease payments associated with these leases as incurred as a rental expense over the lease term.

Right of use assets primarily relate to the Group's leased office premises and are classified as property, plant and equipment, and lease liabilities are disclosed as such in the Group's statement of financial position.

When the Group has the option to extend a lease, management uses its judgement to determine whether or not an option would be reasonably certain to be exercised. Management considers all facts and circumstances, including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help determine the lease term. Other assumptions and judgements used by management include calculating the appropriate discount rate.

As a lessee

Right of use assets disclosed:

	2024	2023
	\$000	\$000
Balance at beginning of period	11,728	13,457
Additions	-	930
Remeasurements	243	(691)
Depreciation charge for the year	(2,294)	(1,968)
Balance at end of period	9,677	11,728

Lease liabilities disclosed:

	2024	2023
	\$000	\$000
Less than 1 year	2,377	2,475
Between 1 and 5 years	6,951	7,786
More than 5 years	2,550	3,869
Total lease liabilities at end of period	11,878	14,130

Amounts recognised in the profit and loss:

	2024	2023
	\$000	\$000
Interest on lease liabilities	517	587
Expenses relating to short-term and low-value asset leases	544	491
Depreciation on right of use assets	2,294	1,968
Total amounts recognised in profit or loss	3,355	3,046

Amounts recognised in statement of cash flows:

	2024	2023
	\$000	\$000
Total cash outflows for leases	3,881	3,313

As a lessor

The Group acts as a lessor under occupation right agreements with village residents, along with a small number of residential rental properties. The assets leased by the group as a lessor are disclosed as investment property and lease income on occupation right agreements is generated in the form of deferred management fees and a portion of care fees and village services. The lease term is determined to be the greater of the expected period of tenure or the contractual right to revenue. The Group allocates individual leases of units to village residents to different portfolios depending on the type of unit. The Group does not have any subleases.

17. Interest-bearing loans and borrowings

Interest-bearing loans and borrowings include secured bank loans and unsubordinated fixed-rate retail bonds.

Interest-bearing loans and borrowings are recognised initially at fair value net of directly attributable transaction costs. Subsequent to initial recognition, the borrowings are measured at amortised cost, with any difference between the initial recognised amount and the redemption value being recognised in profit or loss over the period of the borrowing using the effective interest rate. Three of the four retail bonds, SUM020, SUM040 and SUM050, are designated in fair value hedge relationships, which means that any change in market interest rates results in a change in the fair value adjustment of that debt. SUM030 is not hedged. Transaction costs incurred in arranging financing are capitalised and amortised over the term of the relevant debt instrument.

	Coupon	2024	2023
		\$000	\$000
Repayable within 12 months			
Retail bond - SUM020	4.20%	125,000	-
Repayable after 12 months			
Secured bank loans	Floating	1,133,920	948,957
Retail bond - SUM020	4.20%	-	125,000
Retail bond - SUM030	2.30%	150,000	150,000
Retail bond - SUM040	6.59%	175,000	175,000
Retail bond - SUM050	6.43%	125,000	-
Total loans and borrowings at face value		1,708,920	1,398,957
Transaction costs for loans and borrowings capitalised:			
Opening balance		(6,182)	(4,260)
Capitalised during the period		(3,644)	(3,678)
Amortised during the period		2,046	1,756
Closing balance		(7,780)	(6,182)
Total loans and borrowings at amortised cost		1,701,140	1,392,775
Fair value adjustment on hedged borrowings		13,200	748
Carrying value of interest-bearing loans and borrowings		1,714,340	1,393,523

The non-cash movements included in the table above are the transaction costs for loans and borrowings amortised during the period and the fair value adjustment on hedged borrowings. The closing balance of transaction costs for loans and borrowings capitalised includes a non-current portion of \$7.6 million (2023: \$6.2 million).

Notes to the financial statements (continued)

A summary of the changes in the Group's borrowings is provided below:

	2024	2023
	\$000	\$000
Borrowings at the start of the year	1,393,523	1,060,494
Net cash borrowed	309,963	324,557
Cash change in deferred financing costs	(3,644)	(3,678)
Non-cash change in deferred financing costs	2,046	1,756
Non-cash change in fair value adjustment	12,452	10,394
Borrowings at the end of the year	1,714,340	1,393,523

The weighted average interest rate for the year to 31 December 2024 was 5.37% (2023: 5.09%). This includes the impact of interest rate swaps (see Note 14).

Effective 31 October 2024, the Group refinanced and extended maturity dates for certain NZD and AUD tranches of the syndicated facility and obtained additional new NZD and AUD tranches. The secured bank loan facility at 31 December 2024 has a limit of approximately \$1,918.9 million (2023: \$1,513.3 million). This includes lending of the following:

Currency	Lending limit	Expiration
AUD	\$163 million	September 2027
NZD	\$450 million	November 2027
AUD	\$42 million	November 2027
NZD	\$100 million	September 2028
AUD	\$100 million	September 2028
NZD	\$300 million	November 2028
AUD	\$315 million	November 2028
NZD	\$275 million	November 2029
AUD	\$100 million	November 2029

The Group has four retail bonds listed on the NZDX:

ID	Amount	Maturity
SUM020	\$125 million	24 September 2025
SUM030	\$150 million	21 September 2027
SUM040	\$175 million	9 March 2029
SUM050	\$125 million	8 March 2030

Security

The bank loans and retail bonds rank equally with the Group's other unsubordinated obligations and are secured by the following securities held by a security trustee:

- a first-ranking registered mortgage over all land and permanent buildings owned (or leased under a registered lease) by each New Zealand-incorporated guaranteeing Group member that is not a registered retirement village under the Retirement Villages Act 2003;
- a second-ranking registered mortgage over the land and permanent buildings owned (or leased under a registered lease) by each New Zealand-incorporated guaranteeing Group member that is a registered retirement village under the Retirement Villages Act 2003 (behind a first-ranking registered mortgage in favour of the Statutory Supervisor);
- a first-ranking registered mortgage over all land and permanent buildings owned (or leased under a registered lease) by each Australian-incorporated guaranteeing Group member;

- a General Security Deed, which secures all assets of the New Zealand-incorporated guaranteeing Group members, but in respect of which the Statutory Supervisor has first rights to the proceeds of security enforcement against all assets of the registered retirement villages to which the security trustee is entitled;
- a General Security Deed, which secures all assets of the Australian-incorporated guaranteeing Group members; and
- a Specific Security Deed in respect of each marketable security of Summerset Holdings (Australia) Pty Limited, held by Summerset Holdings Limited.

Covenants

The financial covenants in the Group's debt facilities, with which the Group must comply include:

- Interest Cover Ratio – the ratio of Adjusted EBITDA to Interest Expense of not less than 1.75x calculated on a 12-month rolling basis. Adjusted EBITDA is EBITDA less fair value movement of investment property and deferred management fee income (as calculated under NZ GAAP) plus net cash from resales and development margin, less/plus other one-off adjustments. Interest Expense is the total interest and line fee costs (prior to capitalisation) excluding any interest and line fees incurred in relation to development tranches of bank debt facilities.
- Loan to Value Ratio – the ratio of total loans and borrowings shall not exceed 50% of the total property value, where total loans and borrowings is gross borrowings at face value and total property value is the valuation amount of all properties that have been externally valued net of resident's loans plus the cost of all properties not externally valued plus 50% of the costs incurred to date on developments not complete.

The covenants are tested quarterly at 31 March, 30 June, 30 September and 31 December and the Group has complied with all covenants during the period.

18. Financial instruments

Exposure to credit, market and liquidity risk arises in the normal course of the Group's business. The Board adopts policies for managing each of these risks as summarised below.

Categories of financial instruments

Financial assets

All financial assets of the Group are classified at amortised cost except for interest rate swaps and investments, which are classified as fair value through profit and loss, and those assets that are designated in a hedge relationship.

Financial liabilities

All financial liabilities except interest rate swaps and retail bonds are classified as liabilities at amortised cost. Refer to Note 17 for detail on the retail bonds.

Credit risk

Credit risk is the risk of financial loss to the Group if a resident or counterparty to a financial instrument fails to meet their contractual obligations. The Group's exposure to credit risk relates to receivables from residents and bank balances. The Group manages its exposure to credit risk. The Group's cash is held with its principal banker, with the level of exposure to credit risk considered minimal, with low levels of cash generally held. Receivables balances are monitored on an ongoing basis and funds are placed with high-credit-quality financial institutions. The level of risk associated with sundry debtors is considered minimal due to the recoverability of this balance being assessed as high. The Group does not require collateral from its debtors and the Directors consider the Group's exposure to any concentration of credit risk to be minimal.

The carrying amount of financial assets represents the Group's maximum credit exposure. The status of trade receivables is as follows:

	2024		2023	
	GROSS RECEIVABLE \$000	IMPAIRMENT \$000	GROSS RECEIVABLE \$000	IMPAIRMENT \$000
Not past due	6,615	(76)	4,631	(61)
Past due 31 to 60 days	376	(26)	344	(24)
Past due 61 to 90 days	206	(36)	174	(19)
Past due more than 90 days	427	(182)	243	(142)
Total	7,624	(320)	5,392	(246)

Notes to the financial statements (continued)

In summary, trade receivables are determined to be impaired as follows:

	2024	2023
	\$000	\$000
Gross trade receivables	7,624	5,392
Impairment	(320)	(246)
Net trade receivables	7,304	5,146

Market risk

Market risk is the risk that changes in market prices such as interest rates will affect the Group's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Interest rate risk

The Group's exposure to interest rate risk is managed by seeking to obtain the most competitive rate of interest at all times. The Group has entered into interest rate swap agreements in order to provide an effective cash flow hedge against the variability in floating interest rates. The Group has also entered into other interest swap agreements to reduce interest rate repricing risk in relation to retail bonds. See Note 14 for details of interest rate swap agreements.

To comply with the Group's risk management policy, the hedge ratio is based on the interest rate swap notional amount to hedge the same notional amount of bank loans or retail bonds. This results in a hedge ratio of 1:1. This is the same as used for actual risk management purposes, and such a ratio is appropriate for the purposes of hedge accounting as it does not result in an imbalance that would create hedge ineffectiveness.

In these hedge relationships the main sources of ineffectiveness are:

- a significant change in the credit risk of either party to the hedging relationship;
- where the hedge instrument has been transacted on a date different to the rate set date of the bank loan or retail bonds, interest rates could differ; and
- differences in repricing dates between the swaps and the borrowings.

Other than these sources, due to the alignment of the hedged risk in the hedged item and hedged instrument, hedge ineffectiveness is not expected to arise.

At 31 December 2024 it is estimated that a general increase of one percentage point in interest rates would decrease the Group's profit by approximately \$11.2 million (2023: decrease by \$9.4 million) and increase total comprehensive income by approximately \$19.2 million (2023: increase by \$16.7 million).

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group manages liquidity by maintaining adequate reserves and undrawn banking facilities, by continuously monitoring forecast and actual cash flows, and matching the maturity profiles of financial assets and liabilities. The Group manages liquidity risk on residents' loans and related sundry debtors through the contractual requirements of occupation right agreements, whereby a resident's loan is repaid only on receipt of the loan monies from the incoming resident.

The following table sets out the contractual cash flows for all financial liabilities for the Group (including contractual interest obligations on bank loans and retail bonds):

	2024		2023	
	LESS THAN 1 YEAR \$000	GREATER THAN 1 YEAR \$000	LESS THAN 1 YEAR \$000	GREATER THAN 1 YEAR \$000
Financial liabilities				
Trade and other payables	166,983	-	172,670	-
Residents' loans	2,881,103	-	2,507,112	-
Interest-bearing loans and borrowings	215,594	1,830,509	78,116	1,598,523
Interest rate swaps	(1,019)	3,065	(6,455)	(14,149)
Lease liability	2,792	10,605	2,475	11,655
Total	3,265,453	1,844,179	2,753,918	1,596,029

Residents' loans are non-interest bearing and are not required to be repaid following termination of an occupation right agreement until receipt of cash for the new resident loan from the incoming resident. Residents' loans are classified as being repayable on demand, and therefore fully repayable within 12 months, because the Group does not have a right to defer repayment of residents' loans for at least 12 months after balance date. Based on historical information including estimated periods of tenure as disclosed in Note 4, it is estimated that \$251.7 million (2023: \$191.2 million) is expected to become payable in the 12 months following balance date. To date, cash for new residents' loans received has exceeded cash to repay residents' loans, net of deferred management fees.

Foreign currency risk

Foreign currency risk is the risk that the value of the Group's assets, liabilities and financial performance will fluctuate due to changes in foreign currency rates.

The Group is primarily exposed to currency risk through its subsidiaries in Australia.

The risk to the Group is that the value of the overseas subsidiaries' financial position and financial performance will fluctuate in economic terms and as recorded in the Group financial statements due to changes in foreign exchange rates. Due to limited activity in the Australian subsidiaries in 2024, the Group did not have a material exposure to foreign exchange risk.

Fair values

The carrying amounts shown in the balance sheet approximate the fair value of the financial instruments, with the exception of retail bonds, shown below:

	2024		2023	
	CARRYING AMOUNT \$000	FAIR VALUE \$000	CARRYING AMOUNT \$000	FAIR VALUE \$000
Retail bonds	(584,330)	(583,124)	(447,407)	(431,414)
Total	(584,330)	(583,124)	(447,407)	(431,414)

The fair value of retail bonds is based on the price traded at on the NZX market as at 31 December 2024. The fair value of the retail bonds is categorised as Level 1 under the fair value hierarchy in accordance with NZ IFRS 13 – *Fair Value Measurement*.

The fair value of interest rate swaps is determined using inputs from third parties that are observable, either directly (i.e. as prices) or indirectly (i.e. derived from prices). Based on this, the Company and Group have categorised these financial instruments as Level 2 under the fair value hierarchy in accordance with NZ IFRS 13 – *Fair Value Measurement*.

The fair value of investments is categorised as Level 3 under the fair value hierarchy in accordance with NZ IFRS 13 – *Fair Value Measurement* and its fair value is measured using valuation techniques based on discounted future cash flow forecasts and various unobservable inputs.

Notes to the financial statements (continued)

Capital management

The Group's capital includes share capital, reserves and retained earnings. The objective of the Group's capital management is to ensure a strong credit position to support business growth and maximise shareholder value. The Group is subject to capital requirements imposed by the bank lenders (through covenants in the Syndicated Facility Agreement) and bondholders (through covenants in the Master Trust Deed). The Group has met all of these externally imposed capital requirements for the year ended 31 December 2024 (2023: all requirements met). The Group capital structure is managed, and adjustments are made, with Board approval. There were no material changes to objectives, policies or processes during the year ended 31 December 2024 (2023: none).

19. Share capital and reserves

At 31 December 2024, there were 236,825,424 ordinary shares on issue (2023: 234,281,382). All ordinary shares are fully paid and have no par value. All shares carry one vote per share and carry the right to dividends.

	2024	2023
	\$000	\$000
Share capital		
On issue at beginning of year	366,912	344,212
Shares issued under the dividend reinvestment plan	24,014	18,968
Shares paid under employee share plans	808	527
Other	-	6
Employee share plan option cost	3,455	3,199
On issue at end of year	395,189	366,912

	2024	2023
Share capital (in thousands of shares)		
On issue at beginning of year	233,872	231,560
Shares issued under the dividend reinvestment plan	2,174	2,093
Shares issued under employee share plans	253	219
On issue at end of year	236,299	233,872

The total shares on issue at 31 December 2024 of 236,825,424 for the Company differs from the share capital for the Group due to shares held in 100% owned subsidiary, Summerset LTI Trustee Limited. As at 31 December 2024, 526,729 shares are held by Summerset LTI Trustee Limited for employee share plans, which are eliminated on consolidation. Refer to Note 21 for further details on employee share plans.

Revaluation reserve

The revaluation reserve is used to record the revaluation of care centre buildings.

Hedging reserve

The hedging reserve is used to record gains or losses on instruments used as cash flow hedges.

Foreign currency translation reserve

The foreign currency translation reserve is used to record the gain on translation of foreign currency subsidiaries to the Group's reporting currency.

Dividends

On 22 March 2024 a dividend of 13.2 cents per ordinary share was paid to shareholders and on 20 September 2024 a dividend of 11.3 cents per ordinary share was paid to shareholders (2023: on 23 March 2023 a dividend of 11.6 cents per ordinary share was paid to shareholders and on 19 September 2023 a dividend of 11.3 cents per ordinary share was paid to shareholders).

A dividend reinvestment plan applied to the dividends paid. 1,258,320 ordinary shares were issued in relation to the plan for the March 2024 dividend and 915,372 ordinary shares were issued in relation to the plan for the September 2024 dividend (2023: 1,077,198 ordinary shares were issued in March 2023 and 1,016,720 ordinary shares were issued in September 2023).

20. Earnings per share and net tangible assets

Basic earnings per share

	2024	2023 Restated ¹
Earnings (\$000)	339,838	425,327
Weighted average number of ordinary shares for the purpose of basic earnings per share (in thousands)	234,938	232,786
Basic earnings per share (cents per share)	144.65	182.71

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

Diluted earnings per share

	2024	2023 Restated ¹
Earnings (\$000)	339,838	425,327
Weighted average number of ordinary shares for the purpose of diluted earnings per share (in thousands)	235,660	233,211
Diluted earnings per share (cents per share)	144.21	182.38

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

Number of shares (in thousands)

	2024	2023
Weighted average number of ordinary shares for the purpose of basic earnings per share	234,938	232,786
Weighted average number of ordinary shares issued under employee share plans	722	425
Weighted average number of ordinary shares for the purpose of diluted earnings per share	235,660	233,211

At 31 December 2024, there were a total of 526,729 shares issued under employee share plans held by Summerset LTI Trustee Limited (2023: 409,248 shares).

Net tangible assets per share

	2024	2023 Restated ¹
Net tangible assets (\$000)	2,960,991	2,593,869
Shares on issue at end of period (basic and in thousands)	236,299	233,872
Net tangible assets per share (cents per share)	1,253.07	1,109.10

¹ The fair values of investment property and property, plant and equipment have been restated as detailed in Note 1 comparative information.

Net tangible assets are calculated as the total assets of the Group less intangible assets and less total liabilities. This non-GAAP measure is provided as it is commonly used for comparison between entities.

Notes to the financial statements (continued)

21. Employee share plans

Senior employee share plan - share option scheme

The number of options granted to each participant equals the incentive remuneration value divided by the volume weighted average price on the NZX during the 10 trading day period. Where applicable, the exercise price of the granted share options is determined from the volume weighted average price on the NZX during the 10 trading day period determined by the Board prior to the grant. Effective from the 2021 annual option grant, the option exercise price is set at nil and therefore no option valuation is required.

	2024		2023	
	NUMBER OF OPTIONS 000's	WEIGHTED AVERAGE EXERCISE PRICE	NUMBER OF OPTIONS 000's	WEIGHTED AVERAGE EXERCISE PRICE
Balance at beginning of period	1,457	\$6.57	1,627	\$6.57
Granted during the year	475	-	380	-
Exercised during the year	(605)	\$8.22	(475)	\$6.82
Forfeited during the year	(139)	\$1.41	(75)	\$8.08
Balance at end of period	1,188	\$1.43	1,457	\$6.57
Exercisable at end of period	312	\$5.44	756	\$8.31

Options outstanding as at 31 December 2024 have a weighted average remaining life of 2.74 years (2023: 2.46 years).

For the 2024 annual option grant, the following performance hurdles apply to all participants:

- 75% of each Tranche will vest based on absolute total shareholder return performance
- 25% of each Tranche will vest based on relative total shareholder return performance

For annual option grants made between 2018 and 2020, while there is a requirement to remain employed by Summerset up to vesting date, there are no performance hurdles for vesting of share options to senior management team members, other than the members of the Executive Leadership Team.

For certain one-off option grants outside of the annual option grant process, performance hurdles are set relating to specific performance milestones for the relevant Participant.

The maximum terms for options granted range between three and six years.

The share option scheme is an equity-settled scheme and measured at fair value at the date of the grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed over the vesting period, based on the Group's estimate that the share options will vest. Where applicable, these options were valued using the Black-Scholes valuation model, and the option cost for the year ending 31 December 2024 of \$2,978,009 has been recognised in the income statement of the Company and the Group for that period (2023: \$2,782,606). The Group has no legal or constructive obligation to repurchase or settle the share options in cash.

All-staff employee share plan

The Group operates an all-staff employee share plan. A total of 2,060 employees participated in the share issue under the plan for the year ended 31 December 2024 (2023: 1,944 employees). In 2024, the Group contributed \$1,000 per participating employee (being the total value of the shares issued). A total of 179,220 Company shares were issued under the scheme at \$11.44 per share (2023: 188,568 shares at \$10.27 per share). The shares are held by Summerset LTI Trustee Limited and vest to participating employees after a three-year period.

The cost for the year ending 31 December 2024 of \$966,000 has been recognised in the income statement of the Company and the Group for that period (2023: \$891,000).

22. Related party transactions

Refer to Note 21 for employee share plan details.

Transactions with companies associated with Directors

The Group also enters into transactions with other entities that some of the Directors may sit on the board of. These transactions are entered into in the normal course of business. For a full list of all material director interests, please refer to the Disclosures section on page 124 of this report.

23. Key management personnel compensation

The compensation of the key management personnel of the Group is set out below:

	2024	2023
	\$000	\$000
Directors' fees	963	895
Short-term employee benefits	5,860	5,238
Share-based payments	1,102	1,374
Termination payments	-	311
Total	7,925	7,818

Refer to Note 21 for employee share plan details for key management personnel.

24. Commitments and contingencies

Guarantees

As at 31 December 2024, the Group had the following guarantees in place:

- NZX Limited holds a guarantee in respect of the Group, as required by the NZX Listing Rules, for \$75,000 (2023: \$75,000).
- Summerset Retention Trustee Limited holds guarantees in relation to retentions on construction contracts on behalf of the Group. As at 31 December 2024, \$21.0 million was held for the benefit of the retentions beneficiaries (2023: \$23.0 million).
- Auckland Transport holds a performance guarantee for \$65,000 (2023: \$65,000).
- Quattro RE Limited holds a demand guarantee in relation to the lease of the office premises for \$120,819 (2023: \$120,819).
- Beca Projects Limited holds a demand guarantee as independent certifier for retentions for \$20,000 (2023: nil).
- Department of Transport (Melbourne) holds guarantees for \$74,425 (2023: \$72,749).
- South East Water holds guarantees for \$14,003 (2023: \$13,688).
- Casey City Council holds guarantees for \$292,762 (2023: \$229,162).
- Yarra Ranges Shire Council holds guarantees for \$404,405 (2023: nil).

Capital commitments

At 31 December 2024, the Group had \$81.2 million of capital commitments in relation to construction contracts (2023: \$70.8 million).

Contingent liabilities

There were no known material contingent liabilities at 31 December 2024 (2023: nil).

25. Subsequent events

On 27 February 2025, the Directors approved a final dividend of \$31.6 million, being 13.2 cents per share. The dividend record date is 14 March 2025 with a payment date of 27 March 2025.

There have been no other events subsequent to 31 December 2024 that materially impact on the results reported.



Shape the future
with confidence

Independent Auditor's Report to the Shareholders of Summerset Group Holdings Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Summerset Group Holdings Limited ("the Company") and its subsidiaries (together "the Group") on pages 58 to 93 which comprise the statement of financial position of the Group as at 31 December 2024, and the income statement, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended of the Group, and the notes to the consolidated financial statements including material accounting policy information.

In our opinion, the consolidated financial statements on pages 58 to 93 present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2024 and its consolidated financial performance and cash flows for the year then ended in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

This report is made solely to the Company's shareholders, as a body. Our audit has been undertaken so that we might state to the Company's shareholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders, as a body, for our audit work, for this report, or for the opinions we have formed.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the Group in accordance with Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners (including International Independence Standards) (New Zealand)* issued by the New Zealand Auditing and Assurance Standards Board, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Ernst & Young provides other assurance and remuneration advisory services to the Group. Partners and employees of our firm may deal with the Group on normal terms within the ordinary course of trading activities of the business of the Group. We have no other relationship with, or interest in, the Group.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial statements* section of the audit report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Valuation and classification of investment property and freehold land and buildings

Why significant

As disclosed in notes 9 and 11 of the consolidated financial statements:

- the Group's investment property portfolio was valued at \$7,329 million at 31 December 2024 and included completed investment property and investment property under development.
- the Group's care centre buildings were valued at \$553 million at 31 December 2024. This included completed care centre buildings operated by the Group for the provision of care services and care centres under development.

Independent valuations of all investment property and completed care centre buildings were carried out by third party valuers (the Valuers). The valuation of investment property and care centre buildings is inherently subjective given that there are alternative assumptions and valuation methods that may result in a range of values.

Properties which are externally valued are recorded in the consolidated financial statements based on the value determined by the Valuers.

Investment property and care centre buildings under development that are not, in the Group's view, sufficiently progressed to enable fair value to be reliably determined are carried at cost less any impairment.

Summerset derives revenue from properties it holds in the form of both deferred management fees and the provision of services to residents. NZ IAS 40 requires properties to be classified as an investment property where the revenue from the supply of ancillary services is insignificant to the arrangement as a whole. Judgement is required to assess the significance of ancillary services in this context and so whether each property is recorded as investment properties or property, plant and equipment.

How our audit addressed the key audit matter

To address the key audit matter, we:

External valuations

- read the valuation reports and discussed them with the Valuers. We assessed the valuation approach and confirmed that this was in accordance with the relevant accounting standards;
- tested, on a sample basis, whether property specific information supplied to the Valuers by the Group reflected the underlying property records of the Group; and
- assessed the competence, capabilities and objectivity of the valuers.

Assumptions and estimates

- held discussions with the Valuers to gain an understanding of the assumptions and estimates used and the valuation methodology applied. We also sought to understand and consider whether any restrictions had been imposed on the valuation process;
- considered whether the valuation incorporated appropriate assumptions for a sample of individual properties to reflect their characteristics, overall quality, geographic location and desirability as a whole; and
- engaged our in-house Real estate valuation experts to challenge the work performed by the Valuers and assess the reasonableness of the assumptions used based on their knowledge gained from reviewing valuations of similar properties, known transactions and available market data.

Our work over the assumptions focused on the largest properties within the portfolio and those properties where the assumptions used and/or year-on-year fair value movement suggested a possible outlier compared to the rest of the portfolio and the market data for the sector.

Estimated valuation range

As a result of the judgement involved in determining valuations for individual properties and the existence of alternative assumptions and valuation methods, there is a range of values which can be considered reasonable when evaluating the independent property valuations used by the Group. If we identified an error in a property valuation or determined that the valuation was outside of a reasonable range, we evaluated the error or difference to determine if there was a material misstatement in the consolidated financial statements.

Classification and measurement

We considered management's assessment of the classification of each type of property as either investment property or care centre buildings. This included assessment against the requirements of the accounting standards, and where relevant considering the significance of ancillary services.

We also considered management's assessment of whether the fair value of investment property under development could not be reliably determined.

Why significant**How our audit addressed the key audit matter****Disclosures**

We considered the adequacy of the disclosures in notes 9 and 11 to the financial statements. These notes explain the key judgements made in relation to the classification and valuation of investment property and freehold land and buildings and the estimation uncertainty involved in this process.

Information other than the financial statements and auditor's report

The Directors of the Company are responsible for the Annual Report, which includes information other than the consolidated financial statements and auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

If, based upon the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' responsibilities for the financial statements

The Directors are responsible, on behalf of the entity, for the preparation and fair presentation of the consolidated financial statements in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

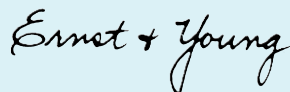
In preparing the consolidated financial statements, the Directors are responsible for assessing on behalf of the entity the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (New Zealand) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

A further description of the auditor's responsibilities for the audit of the financial statements is located at the External Reporting Board's website: <https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-1/>. This description forms part of our auditor's report.

The engagement partner on the audit resulting in this independent auditor's report is Sam Nicolle.



Chartered Accountants
Wellington
27 February 2025

Governance

Summerset has adopted the principles below as an appropriate way to demonstrate its commitment to best practice governance and to provide transparency in the Company's approach to corporate governance for the benefit of its shareholders and other stakeholders. These principles are from the NZX Corporate Governance Code issued in January 2025. Each principle of the NZX Code is set out below with an explanation on how Summerset meets it.

As at 31 December 2024, Summerset considers that it was in full compliance with NZX Listing Rules and the NZX Code. The Code of Ethics Policy, Diversity and Inclusion Policy, Securities Trading Policy and Guidelines, Whistle Blowing Policy, Supplier Code of Conduct, Modern Slavery Policy and Anti-Bribery and Corruption Policy can be found on the Company's website and internal intranet alongside other governance documents.

Principle 1: Ethical standards

'Directors should set high standards of ethical behaviour, model this behaviour and hold management accountable for these standards being followed throughout the organisation.'

Ethical standards

The Board maintains high standards of ethical conduct and expects the Company's employees to act legally and with integrity in a manner consistent with the policies, guiding principles and values that are in place. These include the following:

- **Code of Ethics** – This sets out the basic principles of legal and ethical conduct expected of all employees and Directors. The Company encourages open and honest communication by staff about any current or potential problem, complaint, suggestion, concern or question.
- **Diversity and Inclusion Policy** – This policy outlines the Company's guiding principles for diversity and inclusion. Refer to Principle 2 for further details.
- **Securities Trading Policy** – In accordance with the Company's Securities Trading Policy, the NZX Listing Rules and the Financial Markets Conduct Act 2013, Directors and employees of the Company are subject to limitations on their ability to buy or sell Company shares.
- **Whistle Blowing Policy** – This policy encourages employees to come forward if they have concerns regarding serious wrongdoing, and ensures that employees have access to a confidential process in which they can report any issues in relation to serious wrongdoing without fear of reprisal or victimisation.
- **Supplier Code of Conduct and Modern Slavery Policy** – These documents set out the minimum standards expected of Summerset's suppliers and support Summerset's commitment to sustainable, ethical and inclusive procurement.
- **Anti-Bribery and Corruption Policy** – This policy sets out Summerset's zero-tolerance approach to bribery and corruption. It also makes clear that donations to political parties are not permitted.
- **Code of Conduct** – This policy sets out the expected behaviours while in employment with the Company. Company employees are expected to act honestly, conscientiously, reasonably and in good faith, while at all times having regard to their responsibilities, the interests of Summerset, and the welfare of our residents and staff.
- **Gift Policy** – This policy governs the acceptance and reporting of benefits given to staff by third parties.
- **Conflicts of Interest** – Summerset's Code of Ethics outlines the standards of integrity, professionalism and confidentiality to which all employees and Directors of the Company must adhere with respect to their work and behaviour. To maintain integrity in decision-making, each Director must advise the Board of any potential conflict of interest if such arises. If a conflict of interest exists, the Director concerned will have no involvement in the decision-making process relating to the matter.
- **Interests Register** – In accordance with the Companies Act 1993 and the Financial Markets Conduct Act 2013, the Company maintains an Interests Register in which all relevant transactions and matters involving the Directors are recorded.

Principle 2: Board composition and performance

'To ensure an effective board, there should be a balance of independence, skills, knowledge, experience and perspectives.'

Role of the Board of Directors

The Board of Directors is elected by shareholders and has responsibility for taking appropriate steps to protect and enhance the value of the assets of the Company in the best interests of its shareholders. The Board has adopted a formal Board Charter detailing its authority, responsibilities, membership and operation. The key responsibilities of the Board include setting the overall direction and strategy of the Company, establishing appropriate policies and monitoring performance of management. The Board appoints the CEO and delegates the day-to-day operating of the business to them. The CEO implements policies and strategies set by the Board and is accountable to it. The Board also has responsibility for ensuring the Company's financial position is sound, and financial statements comply with generally accepted accounting practice, and that the Company adheres to high standards of ethical and corporate behaviour.

A summary of the Board protocols is as follows:

- A majority of the Board should be Independent Directors as defined in the NZX Listing Rules
- The Chair of the Board should be independent
- The Chair and the CEO should be different people
- Directors should possess a broad range of skills, qualifications and experience, and remain current on how best to perform their duties as Directors
- Information of sufficient content, quality and timeliness, as the Board considers necessary, will be provided by management to allow the Board to discharge its duties effectively, and
- The effectiveness and performance of the Board and its individual members should be re-evaluated on an annual basis.

Directors receive an induction upon appointment to the Board to ensure their full knowledge of the Company and the industry in which it operates. The Directors are expected to keep abreast of changes and trends in the business and to keep up to date to ensure they best perform their duties as Directors of the Company.

All Directors have been issued letters setting out the terms and conditions of their appointment.

Delegation of authority

The Board delegates to the CEO responsibility for implementing the Board's strategy and for managing the Company's operations. The CEO and management have Board-approved levels of authority and, in turn, sub-delegate authority in some cases to direct reports. This is documented in the Delegated Authority Policy.

Retirement and re-election

In accordance with the Company's Constitution and the NZX Listing Rules, Directors are required to retire three years after their appointment or at the third Annual Shareholder Meeting following their appointment (whichever is later). Directors who have been appointed by the Board must also retire at the next Annual Shareholder Meeting following their appointment.

The Board Charter states that it is not generally expected that a non-executive Director would hold office for more than ten years or be nominated for more than three consecutive terms. The Board Charter also provides that Directors may accept other board appointments only where that does not detrimentally affect their performance as a Director of Summerset. In making this assessment, the number and nature of a Director's other governance roles may be relevant.

Directors may offer themselves for re-election by shareholders each year at the Annual Shareholder Meeting. Procedures for the appointment and removal of Directors are also governed by the Constitution.

The People and Culture Committee identifies and nominates candidates to fill Director vacancies for Board approval. Information about candidates for election or re-election is included in the Notice of Meeting to assist shareholders in deciding whether or not to elect or re-elect the candidate.

Board composition

The Company's Constitution prescribes that the Board must comprise a minimum of three Directors, with at least two Directors ordinarily resident in New Zealand. As at 31 December 2024, the Board comprised seven non-executive Independent Directors. In determining whether a Director is Independent, the Board has regard to the NZX Listing Rules and factors described in the NZX Code.

The Company's Directors derive a portion of their annual revenue from the Company, including via director fees and distributions. Having regard to the professional nature of their role, the likely opportunity to seek replacement roles, and the financial position of the Directors, the Board on balance does not consider that the receipt of director fees and distributions is sufficiently material to outweigh collectively the other factors relevant to the assessment of independence under the NZX Code.

The Board considers all current Directors to be Independent in that they are not executives of the Company and do not have a direct or indirect interest or relationship that could reasonably influence (or be perceived to influence), in a material way, their decisions in relation to the Company.

As at 31 December 2024, the non-executive Independent Directors were Mark Verbiest (Chair), Dr Andrew Wong, Gráinne Troute, Fiona Oliver, Dr Marie Bismark, Stephen Bull and Venasio-Lorenzo Crawley.

Andrea Scown is a Future Director under the Institute of Directors' Future Directors programme, which aims to develop New Zealand's next generation of directors and provide experience in large companies around the country. Andrea joined the Board as a Future Director in November 2022. Future Directors fully participate in all Board matters but do not have voting or decision rights.

The Board comprises Directors who have a mix of skills, knowledge, experience and diversity to adequately meet and discharge its responsibilities and to add value to the Company through efficient and effective governance leadership. The current Directors have a varied and balanced mix of skills relevant to the Group's operations. A summary of the key skills and experience held across the Board as at 31 December 2024, is set out in the table on the following pages.

More information on the Directors, including their interests, qualifications and security holdings, is provided on our website and in the Disclosures sections of this report. As a term of their appointment, Directors are required to acquire and hold shares in the Company to the value of one year's worth of Director fees, though the Board has the ability to waive this requirement and would do so in the appropriate circumstances. They have two years in which to acquire the shares. Once this requirement has been achieved, it is deemed satisfied and is not affected by future fluctuations in share price. This shareholding requirement may be satisfied by a Director holding shares through an associated person or entity.

The Board holds regular scheduled meetings. The Directors generally receive material for Board meetings five working days in advance, except in the case of special meetings, for which the time period may be shorter owing to the urgency of the matter to be considered.

The Company Secretary attends all Board meetings, and in this capacity is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board.

All Directors have access to the Executive Leadership Team to discuss issues or obtain information on specific areas in relation to items to be considered at Board meetings or other areas as considered appropriate. Key executives and managers are invited to attend and participate in appropriate sessions at Board meetings. Directors have unrestricted access to Company records and information.

Directors are entitled to obtain independent professional advice relating to the affairs of the Company or other responsibilities. Prior approval of the Chair is required before seeking such advice and Directors are expected to ensure that the cost of such advice is reasonable.

Directors Skills Matrix

KEY ● Highly competent ● Competent ● Aware

	Mark Verbiest	Dr Andrew Wong	Fiona Oliver	Gráinne Troute	Dr Marie Bismark	Stephen Bull	Venasio-Lorenzo Crawley
Governance Experience in and commitment to the highest standards of corporate governance, including as a non-executive director of a listed company or other large or complex organisation	●	●	●	●	●	●	●
Leadership Experience in senior leadership or executive positions in an organisation of significant size or complexity	●	●	●	●	●	●	●
Financial acumen Proficiency and understanding of financial statements and reporting, key financial and performance drivers and internal controls	●	●	●	●	●	●	●
Capital funding and investment Experience and understanding of capital structuring, capital markets and investment (including investment into assets, M&A, joint ventures and strategic partnerships)	●	●	●	●	●	●	●
Customer and operations Deep understanding of business operations and sales, marketing and brand strategies	●	●	●	●	●	●	●
Health and clinical Experience and understanding of the health or aged care sectors (in New Zealand and/or Australia) with a particular emphasis on delivery of safe, inclusive and quality care and services	●	●	●	●	●	●	●
Property and construction Property, construction and development experience	●	●	●	●	●	●	●
Health and safety Experience and understanding of health and safety and wellbeing requirements	●	●	●	●	●	●	●
People and culture Experience in overseeing workplace culture, people management, development, and succession planning, setting remuneration frameworks and promoting diversity and inclusion	●	●	●	●	●	●	●

KEY ● Highly competent ● Competent ● Aware

	Mark Verbiest	Dr Andrew Wong	Fiona Oliver	Gráinne Troute	Dr Marie Bismark	Stephen Bull	Venasio-Lorenzo Crawley
Digital and technology Experience in technology, use of data and analytics, digital transformation and innovation and their impacts on business operations and customers including cybersecurity	●	●	●	●	●	●	●
Strategy Experience in the development and execution of growth strategies, and the ability to assess strategic options and business plans	●	●	●	●	●	●	●
Australian experience Australian property and business experience	●	●	●	●	●	●	●
Risk management Experience in identifying, assessing, monitoring, and managing systemic, existing, and emerging material financial and non-financial risks	●	●	●	●	●	●	●
Environmental and social Understanding and experience in sustainable practices to manage the impact of Summerset on the environment and community as well as the impact of climate change on business operations	●	●	●	●	●	●	●
Government and regulatory Understanding of the legal, policy and regulatory environment relevant to Summerset and an ability to engage and collaborate with Government and regulatory stakeholders regarding key issues	●	●	●	●	●	●	●

- **Highly competent** = Extensive experience, including serving as a key resource and advising others
- **Competent** = Complete understanding and experience in practical application
- **Aware** = Fundamental understanding and knowledge

Skills ratings are based on each director's self-assessment of their skills as peer reviewed by the Board

Diversity and inclusion

The Company and its Board are committed to a workplace culture that promotes and values diversity and inclusiveness. This is outlined in the Company's Diversity and Inclusion Policy, which is available on the Company's website.

Diversity is defined as the characteristics that make one individual different from another. Diversity encompasses gender, race, ethnicity, disability, age, sexual orientation, physical capability, family responsibilities, education, cultural background and more.

Inclusion is defined as a sense of belonging, respecting and valuing all individuals, providing fair access to opportunity, and removing discrimination and other barriers to involvement. The Board recognises that inclusion leads to a better experience of work for Summerset's employees, makes teams stronger, leads to greater creativity and performance, contributes to a more meaningful relationship with residents, their families and stakeholders, and ultimately increases value to shareholders.

The Board believes that diversity across the workforce makes Summerset stronger and better able to connect with, and bring the best of life to, residents on a day-to-day basis. When there is a variety of thinking styles, backgrounds, experiences, perspectives and abilities, employees are more able to understand residents' needs and to respond effectively to them.

The Diversity and Inclusion Policy states that its is to: leverage diversity as a competitive advantage, develop inclusiveness as a core capability for our leaders and people and continually recognise the individual and team contribution made towards creating a diverse and inclusive work environment.

To help Summerset's leaders lead their increasingly diverse and multi-cultural teams and support diversity and inclusion the Company offers a Creating an Inclusive Workplace training programme for all managers. The programme helps leaders to deepen their understanding of others and create an inclusive team environment where all team members feel valued, appreciated, and can contribute to bringing the best of life for residents.

Summerset also supported the establishment of employee representative groups including the Summerset Pride Network, and continued work of the Women in Construction Forum. Both groups aim to seek equity and inclusion through building awareness of the challenges, celebrating the successes, and supporting the ideas of these groups.

Each year the Board reviews and assesses performance against the financial year objectives. The Board considers that for the year ended 31 December 2024, the objectives for achieving diversity have been met.

As at 31 December 2024 (and 31 December 2023 for the prior comparative period), the mix of gender of those employed by the Company is set out in the table below. The Executive Leadership Team comprises the CEO, the CFO and all other Executives who report to the CEO. These figures include permanent full-time, permanent part-time, fixed-term and casual employees, but not independent contractors.

	GENDER	2024	2023
Directors	Male	4	4
	Female	3	3
Total		7	7
Executive Leadership Team	Male	4	5
	Female	6	4
Total		10	9
All staff	Male	765	715
	Female	2,264	2,075
	Gender diverse ¹	8	6
	Prefer not to say	8	3
	Not provided	11	-
Total staff		3,066	2,799

¹ Self-identified

Board performance

The Board is committed to evaluating its performance on a regular basis, generally with a formal, external review biennially and an internal self-review each intervening year. The process, including evaluation criteria, is considered by the People and Culture Committee and approved by the Board.

Executive Leadership Team performance

The Board evaluates the performance of the CEO annually. The CEO reviews the performance of direct reports, and reports to the Board on those reviews. The evaluation is based on criteria that include the performance of the business and the accomplishment of longer-term strategic objectives. It may include quantitative and qualitative measures. During FY24 performance evaluations were conducted in accordance with this process.

Principle 3: Board committees

'The Board should use committees where this will enhance its effectiveness in key areas, while still retaining Board responsibility.'

Board committees

The Board has four standing committees: Audit and Risk Committee, People and Culture Committee, Clinical Governance Committee, and Development and Construction Committee. Each committee operates under a charter approved by the Board, and any recommendations they make are to the Board. The charter for each committee is reviewed annually. All Directors are entitled to attend committee meetings.

Audit and Risk Committee

While the ultimate responsibility for ensuring the integrity of the Company's financial reporting rests with the Board, the Company has in place processes to ensure the accurate presentation of its financial position. These include:

- An appropriately resourced Audit and Risk Committee operating under a written charter, with specific responsibilities for financial reporting and risk management;
- Review and consideration by the Audit and Risk Committee of the financial information and preliminary releases of results to the market, before making recommendations to the Board;
- A process to ensure the independence and competence of the Company's external auditors and a process to ensure their compliance with the Company's External Audit Independence Policy (available on the Company's website);
- Responsibility for appointment of the external auditors residing with the Audit and Risk Committee;
- Monitoring by the Audit and Risk Committee of the strength of the internal control environment by considering the effectiveness and adequacy of Summerset's internal controls, reviewing the findings of the external auditor's review of internal control over financial reporting, and being involved in setting the scope for the internal audit programme;
- Ensuring that management has established a risk management framework and monitoring the Company's risk profile and reporting of risk, including new and emerging sources of risk (including climate risk).

One of the main purposes of the Audit and Risk Committee is to ensure the quality and independence of the external audit process. The Committee makes enquiries of management and the external auditors so that it is satisfied as to the validity and accuracy of all aspects of the Company's financial reporting. All aspects of the external audit are reported back to the Audit and Risk Committee and the external auditors are given the opportunity at Committee meetings to meet with Directors.

The Audit and Risk Committee must comprise a minimum of three Directors, the majority of whom must be Independent. The Committee is chaired by an Independent Director who is not the Chair of the Board. The Committee currently comprises Fiona Oliver (Chair), Mark Verbiest, Gráinne Troute, Stephen Bull and Venasio-Lorenzo Crawley.

The Audit and Risk Committee generally invites the CEO, CFO, GM Finance, internal auditors and external auditors to attend meetings. The Committee also meets and receives regular reports from the external auditors without management present, concerning any matters that arise in connection with the performance of their role.

People and Culture Committee

The role of the People and Culture Committee is to assist the Board in establishing and reviewing remuneration policies and practices, culture, leadership and capability, succession, employee development, inclusion, diversity and engagement for the Company and in reviewing Board composition. Specific objectives include:

- Supporting the Board in ensuring the Company's vision and commitment to its people strategy aligns with, and enables, the Company's business strategy;
- Assisting the Board in planning the Board's composition;
- Evaluating the competencies required of prospective Directors (both non-executive and executive);
- Identifying those prospective Directors and establishing their degree of independence;
- Developing the succession plans for the Board, and making recommendations to the Board accordingly;
- Overseeing the process of the Board's annual performance self-assessment and the performance of the Directors;
- Assisting the Board in establishing remuneration policies and practices, and setting and reviewing the remuneration of the Company's CEO, Executive Leadership Team and Directors; and
- Monitoring remuneration policy and practice and making recommendations to the Board in relation to any substantive changes.

The People and Culture Committee must comprise a minimum of three Directors, the majority of whom must be Independent. The Committee currently comprises Gráinne Troute (Chair), Mark Verbiest, Dr Marie Bismark and Venasio-Lorenzo Crawley. The Board's policy is that the Board needs to have an appropriate mix of skills, experience and diversity to ensure that it is well equipped. The Board reviews and evaluates on a regular basis the skill mix required, and identifies any existing gaps.

Clinical Governance Committee

The role of the Clinical Governance Committee is to assist the Board in ensuring a systematic approach to maintaining and improving the quality of care provided by the Company. Specific objectives include:

- Providing oversight that appropriate clinical governance mechanisms are in place and are effective throughout the organisation;
- Supporting the leadership role of the Chief Executive Officer in relation to issues of quality, safety and clinical risk;
- Working with management to identify priorities for improvement;
- Ensuring that the principles and standards of clinical governance are applied to the health improvement and health protection activities of the Board;
- Ensuring that appropriate mechanisms are in place for the effective engagement of representatives of residents and clinical staff.

The Clinical Governance Committee must comprise a minimum of three Directors. The Committee currently comprises Dr Marie Bismark (Chair), Gráinne Troute, Venasio-Lorenzo Crawley and Dr Andrew Wong.

Development and Construction Committee

The role of the Development and Construction Committee is to assist the Board in:

- Supporting management to establish and achieve development and construction objectives within the Company's long-term plan;
- Supporting management to develop and implement strategies to achieve the Company's development and construction objectives in line with best practice;
- Helping the Company maintain appropriate risk management strategies to identify, mitigate and manage development and construction risks;
- Maintaining a good understanding of, and confidence in, the Company's frameworks, systems, processes and personnel required to manage the Company's development and construction activities effectively, including the assessment and realisation of opportunities and the application of appropriate risk management;
- Working with management to identify areas for improvement and innovation in construction and development practices.

The Development and Construction Committee must comprise a minimum of three Directors. The Committee currently comprises Stephen Bull (Chair), Mark Verbiest, Fiona Oliver, Venasio-Lorenzo Crawley and Dr Andrew Wong.

Attendance at Board and committee meetings

A total of seven Board meetings, seven Audit and Risk Committee meetings, five People and Culture Committee meetings, three Clinical Governance Committee meetings and three Development and Construction Committee meetings were held in 2024. Director attendance at Board meetings and committee member attendance at committee meetings is shown in the following table.

	Board	Audit and Risk Committee	People and Culture Committee	Clinical Governance Committee	Development and Construction Committee
Total number of meetings held	7	7	5	3	3
Mark Verbiest	7	7	5	2 ¹	3
Fiona Oliver	7	7	5 ¹	1 ¹	2
Dr Andrew Wong	7	6 ¹	4 ¹	3	3
Gráinne Troute	7	7	5	2	2 ¹
Dr Marie Bismark	7	7 ¹	5	3	3 ¹
Stephen Bull	7	7	4 ¹	2 ¹	3
Venasio-Lorenzo Crawley	7	7	5	3	3

¹ Not a member of this committee

Principle 4: Reporting and disclosure

'The Board should demand integrity in financial and non-financial reporting, and in the timeliness and balance of corporate disclosures.'

Making timely and balanced disclosures

The Company is committed to promoting shareholder confidence through open, timely and accurate market communication. The Company has in place procedures designed to ensure compliance with its disclosure obligations under the NZX and ASX Listing Rules. The Company's Market Disclosure and Communications Policy sets out the responsibilities of the Board and management in disclosure and communication, and procedures for managing this obligation.

Copies of key governance documents, including the Code of Ethics, Securities Trading Policy and Guidelines, Board and Committee Charters, Diversity and Inclusion Policy, Board and Executive Remuneration Policy, and Market Disclosure and Communications Policy are all available on the Company's website at www.summerset.co.nz/investor-centre/governance-documents.

Non-financial disclosures, such as the Company's approach to health and safety, our people, the community and the environment are included within this Annual Report and in our separate Sustainability Review and Climate-Related Disclosures FY24 document available at www.summerset.co.nz/investor-centre/esg-reporting/.

Principle 5: Remuneration

'The remuneration of Directors and executives should be transparent, fair and reasonable.'

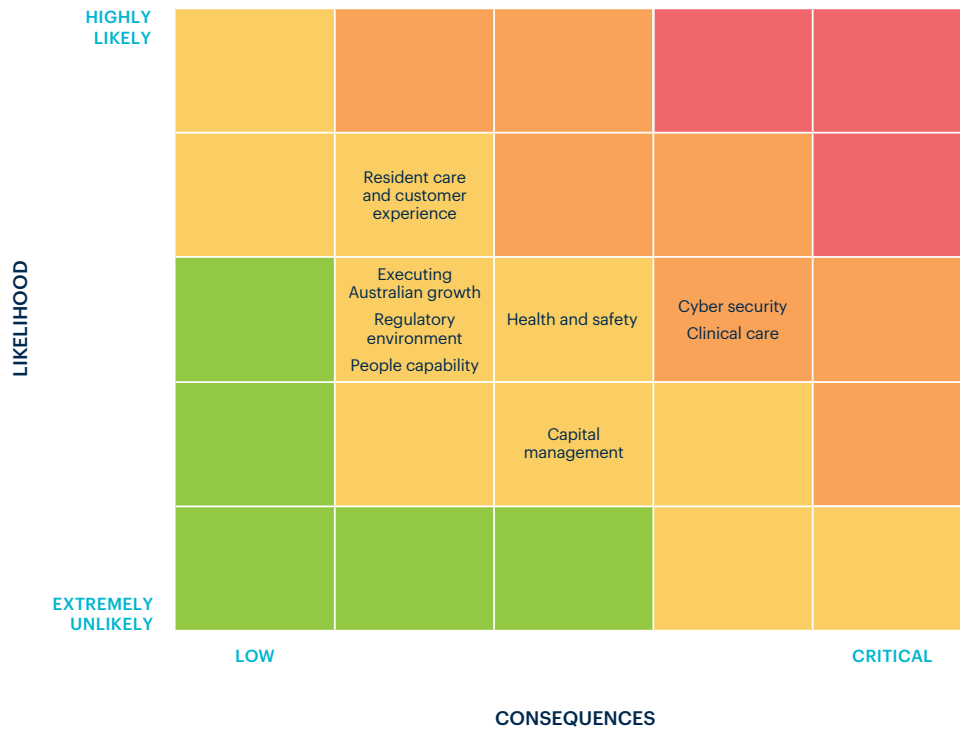
Remuneration of Directors and the Executive Leadership Team is reviewed by the Board's People and Culture Committee. Its membership and role are set out under Principle 3. The Committee makes recommendations to the Board on remuneration packages, keeping in mind the requirements of the Board and Executive Remuneration Policy. The level of remuneration paid to the Directors and the Executive Leadership Team will be determined by the Board. However, Directors' fees must be within the limits approved by the shareholders of the Company.

Further details on remuneration are provided in the Remuneration section of this Annual Report (page 114).

Principle 6: Risk management

'Directors should have a sound understanding of the material risks faced by the issuer and how to manage them. The Board should regularly verify that the issuer has appropriate processes that identify and manage potential and material risks.'

Summerset's current key strategic residual risks



The Board is responsible for overseeing the management of risks across Summerset's business. Summerset has robust risk management and reporting frameworks in place, whereby material business risks are regularly identified, monitored and managed. The Audit and Risk Committee is responsible for overseeing the Company's risk management framework and compliance with that framework. Key risks are regularly reported to the Board, together with Summerset's approach to risk management. Summerset's Risk Management Policy and Enterprise Risk Framework are consistent with best practice principles set out in ISO 31000:2018 Risk Management Standard.

The members of Summerset's Executive Leadership Team are required to regularly identify the major risks affecting the business, record them in the Risk Register (which identifies the likelihood and consequence of each risk to Summerset's business), and develop structures, practices and processes to manage and monitor these risks.

Summerset has a co-sourced model for internal audit and an in-house Risk and External Reporting Manager. As part of the co-sourced model, Summerset has engaged KPMG as its partner to assist with carrying out internal audit work on various parts of the Group's operations, and all major risk and internal control issues are reported on at each Board meeting.

Health and safety (including in relation to risks, performance and management) is discussed regularly at Board meetings, and specific reviews are sought as required. Monthly reporting is prepared and used to assist in risk management, covering areas such as health and safety incidents, injury and near-miss frequency rates, and actions undertaken. Further information is covered in the health and safety section of this Annual Report on page 33.

Summerset has a Tax Governance Policy in place, which sets out its tax risk management objectives, tax reporting requirements to the Audit and Risk Committee, and policies and processes to manage tax risk. This Tax Governance Policy is reviewed by the Board every two years. The Board is satisfied that Summerset has effective policies and

processes in place to ensure the Company is meeting its obligations. Summerset adopts a risk-averse stance in relation to tax issues and, where possible, seeks certainty on tax positions through proactive engagement with tax authorities.

Summerset's key strategic risks reported to the board are captured below:

- **Cybersecurity** – A cyber-attack may lead to data privacy breaches, loss of integrity/availability of information or of a control system and business disruption potentially resulting in financial loss or reputational damage or regulatory action. Summerset actively monitors and manages these risks through its risk management and reporting frameworks.
- **Clinical care** – This is a high-risk area for Summerset, which requires constant monitoring, management and policy review. Good training and professional development, retention of staff, and investment in health and safety all help mitigate risk in this area. The increasing level of investment required in this area is likely to affect care profitability.
- **Health and safety** – The health, safety and wellbeing of its people and residents remain a top priority of the Company and require systematic approach and strategic focus to ensure continued compliance with relevant legislation.
- **Capital management** – Summerset must manage capital adequately considering local and global macroeconomic drivers (such as housing market delivery, equity markets, inflation and supply chain) to minimise any potential negative impact to Summerset or our capacity to operate and provide appropriate returns for shareholders.
- **Resident care and customer experience** – Providing top-level resident and customer experience at all times is a challenge due to the nature of the organisation. Summerset has various methods in which it manages and monitors these issues closely, including move-in surveys, ongoing resident feedback surveys, close one-on-one feedback sessions, and close contact with residents, families, next of kin and prospective residents.
- **Executing Australian growth** – Scaling and managing the ongoing growth of the Australian business and associated business risks. Summerset is mitigating risks through having established a local team, entering a well-researched market, and developing product and service offerings, procedures and processes tailored for the new market. Progress in Australia is under close management oversight and has tracked well to date.
- **Regulatory environment** – Summerset operates within multiple regulatory environments and additionally as a listed company has additional societal and investor expectations in relation to corporate governance and ESG impact of the organisation. Both regulatory change and failure to comply can potentially have negative impact on Summerset (including financial, reputationally, and operationally). Summerset proactively engages in regulatory change processes and takes steps to ensure compliance with existing legislation and future amendments once confirmed.
- **People capability** – For Summerset to successfully deliver on our strategy and continue bringing the best of life to our residents, Summerset must ensure that our people capability continues to meet the required needs of the organisation but is also able to change and adapt in the future as required. Key areas monitored include nursing teams and construction.

Other key areas of risk include but are not limited to:

- **Diversity and inclusion** – While the Diversity and Inclusion Strategy and annual plans fulfil all of Summerset's obligations in this area and the Company continues to improve its culture, there is always some level of risk, particularly in a tight labour market. This will continue to be monitored regularly through staff surveys and employees being actively engaged in this area. Page 102 provides more information on the Company's Diversity and Inclusion Strategy.
- **Climate change** – Summerset expects to operate in a climate that will progressively experience more acute challenges and risks arising from increasing climate variability. This is likely to have various impacts on the longer-term plans and operation of the Group – specifically in relation to the design, build and construction of villages, as well as in the provision of care services to frail residents and the overall lifestyle satisfaction enjoyed in Summerset's villages. For more information on how Summerset is managing climate change risks and opportunities please review our Sustainability Review and Climate-related Disclosures FY24 found at www.summerset.co.nz/investor-centre/esg-reporting/
- **Strategy and innovation** – There is a moderate risk with regard to Summerset's strategic direction and ability to continue to innovate. Summerset's intention is to stay at the forefront in all areas of its business, including technology, design, development and care. Summerset fosters a culture of continuous improvement and invests in innovation through a programme that enables the Company to anticipate and respond to changes.

- **Construction and development** – Summerset faces construction and property development risks when developing new villages. These risks include project delays, default risk, governance and design risk, and potential labour and materials shortages.
- **Reputation** – Summerset operates in a sensitive market involving care of vulnerable members of society. Summerset's performance and reputation could be adversely impacted if it suffers adverse publicity, particularly in respect of care or health and safety issues.

Principle 7: Auditors

'The Board should ensure the quality and independence of the external audit process.'

The Board's relationship with its auditors, both external and internal, is governed by the Audit and Risk Committee Charter, External Audit Independence Policy and the Internal Audit Charter. These charters and policies set out the types of engagements that can be performed by the external and internal auditors. The Audit and Risk Committee actively monitors the amount of any non-audit work completed by the external auditor to ensure that independence is maintained.

The external auditor attends the Company's Annual Shareholder Meeting and is available to answer questions from shareholders in relation to the external audit.

Ernst & Young was first appointed as external auditor of Summerset in 2004 and is Summerset's external auditor for FY24. In 2017, a full tender for the external audit services was completed and Ernst & Young was reappointed through this process. The lead audit partner changed in 2023, with the appointment of Sam Nicolle. Due to the length of Ernst & Young's tenure, Summerset conducted a tender process for its external audit services over the course of 2024. As a result of this process, PwC has been appointed as external auditor for financial years from 2025 onwards.

KPMG was appointed in the role of internal auditor of the Company in December 2016. With the establishment of a co-source model approach to internal audit in 2020, it currently remains the Company's co-source partner. The internal audit role is governed by the Internal Audit Charter, which states the objectives and scope of internal audit activities. The primary objective of internal audit is to increase the strength of the Company's control environment. This is guided by a philosophy of adding value to improve the operations of the Company. The internal audit assists the Company in accomplishing its objectives by bringing a systematic and disciplined approach to evaluating and improving the effectiveness of its governance, risk management and internal controls. The Internal Audit Programme is set annually by the Audit and Risk Committee.

The Internal Audit Charter sets out the scope of internal audit activities and this encompasses, but is not limited to, objective examinations of evidence to provide independent assessments on the adequacy and effectiveness of operations, governance, risk management and control processes for Summerset. This includes evaluating whether:

- The actions of Summerset's officers, directors, staff, and contractors comply with Summerset's policies, procedures and applicable laws, regulations and governance standards;
- The results of operations or programmes are consistent with established goals and objectives;
- Operations or programmes are being carried out effectively and efficiently, with adequate internal controls;
- Established processes and systems enable compliance with the policies, procedures, laws and regulations that could significantly impact Summerset;
- Information and the means used to identify, measure, analyse, classify and report such information are reliable and have integrity; and
- Resources and assets are acquired economically, used efficiently and protected adequately.

Principle 8: Shareholder rights and relations

'The Board should respect the rights of shareholders and foster constructive relationships with shareholders that encourage them to engage with the issuer.'

Respecting the rights of Shareholders

The Company seeks to ensure that its shareholders understand its activities by communicating effectively with them and giving them ready access to clear and balanced information about the Company.

To assist with this, the Company's website is maintained with relevant information, including copies of presentations and reports. The Company's key corporate governance policies are also included on the website.

The Company's major communications with shareholders during the financial year include its Annual and Half Year Reports and the Annual Shareholder Meeting. The reports are available in electronic and hardcopy format.

Communicating with Shareholders

The Company welcomes communication and feedback from shareholders. The Company's investor centre (on its website) provides a Company phone number and email address for communications from shareholders and investor relations enquiries. All shareholder communications are responded to within a reasonable timeframe.

The Company provides options for shareholders to receive and send communications electronically, to and from both the Company and its share and bond registrar. The Company's investor centre includes contact details for MUFG Pension & Market Services, through which all Company shares and bonds are managed.

Shareholder voting rights

Shareholders have the right to vote on major decisions as required by the NZX Listing Rules. Further information on shareholder voting rights is set out in the Company's Constitution.

Notice of Annual and Special Shareholder Meetings

Notice of Annual and Special Shareholder Meetings are sent to shareholders and published on the Company's website at least 20 working days before the relevant meeting.

Board of Directors



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ANDREA SCOWN

Future Director

VENASIO-LORENZO CRAWLEY

Independent

GRÁINNE TROUTE

Independent

MARK VERBIEST

Chair, Independent

VIEW DIRECTOR BIOGRAPHIES AT:

www.summerset.co.nz/investor-centre/board-of-directors/



FIONA OLIVER
Independent

STEPHEN BULL
Independent

DR ANDREW WONG
Independent

DR MARIE BISMARCK
Independent

Executive Leadership Team



STEWART SCOTT

Chief Operating Officer
Australia

DEAN TALLENTIRE

Chief Construction Officer
New Zealand

ROB GILLESPIE

Chief Digital Officer

SCOTT SCOULLAR

Chief Executive Officer

ELEANOR YOUNG

Chief Operating Officer
New Zealand

VIEW EXECUTIVE LEADERSHIP BIOGRAPHIES AT:

www.summerset.co.nz/investor-centre/our-leadership-team/



KAY BRODIE
Chief Marketing Officer

CHRIS LOKUM
Chief People Officer

SARAH THEODORE
Acting Chief
Financial Officer*

AARON SMAIL
Chief Development
Officer
New Zealand

FAY FRENCH
Chief Sales Officer

** From 1 October 2024, preceded by Will Wright.
Margaret Warrington to commence as CFO 24 February 2025.*

Remuneration

Remuneration overview

Report from the Chair

Dear shareholders

As Chair of the Board's People and Culture Committee I am pleased to present Summerset's 2024 Remuneration report.

Remuneration objectives

Summerset's purpose is to "Bring the Best of Life" to our residents, and the Board is aware that in order to achieve this we need motivated employees performing at a consistently high level. Our objective is that reward outcomes for executive and senior leaders are aligned with outcomes experienced by shareholders, and a competitive and affordable remuneration structure that is equitable and attractive is an important contributory factor for maintaining this high level of employee engagement. Shareholders will note that these remuneration objectives are consistent with those detailed in last year's report.

We recognise that how we manage and reward our employees is a reflection of our broader goals for creating an inclusive workplace and diverse workforce. In light of this, we have commenced reporting our gender pay gap (GPG) this year and the Board is committed to better understanding the drivers of this pay gap and closing it for both gender and ethnic pay over time.

Summerset's executive remuneration is set in accordance with the principles laid out in the People and Culture Committee Charter (available at: <https://www.summerset.co.nz/investor-centre/governance-documents/>). We continue to independently benchmark fixed annual remuneration for the Executive Leadership Team (ELT) to a peer group of companies of similar size, scale and complexity, while also being cognisant of factors such as incumbent experience, capability and performance. Our aim is to create a balance between competitiveness (which supports our ability to attract and retain talent) and affordability for the business.

CEO remuneration

Although not evident in this FY24 report, we advise that the Board has made a further adjustment to Scott Scoullar's remuneration to take effect 1 January 2025.

Summerset's consolidated position within the NZX20, market capitalisation, maturity as a business and growth in Australia (alongside Scott's tenure and performance) resulted in the need to align our CEO pay more closely with that of New Zealand's top 20 listed companies.

The Board also referenced comprehensive executive remuneration survey data provided by independent external consultants, benchmarking Summerset's remuneration against New Zealand private sector companies, including those in the NZX20, as well as relevant companies within the aged care, property management, development, and construction sectors.

Incentive schemes

Over the course of 2021–2023, Summerset made a number of changes to both our STI and LTI programmes to better align our Executive and senior leaders to shareholder interests.

Through 2024, we continued to make minor refinements to our incentive plans to better align the STIs for employees below Executive level to company performance. We have also reviewed the eligibility of our schemes to deliver market alignment and improve equitable outcomes for our employees in line with our diversity, equity and inclusion goals.

The design of these schemes remains market-aligned, and the focus for 2025 will be to further embed employee understanding of these schemes to ensure their priorities and performance align to those of the Company.

In addition, for 2025 we will align the Chief Executive's STI to be solely based on the performance scorecard for the Company, removing individual performance from any STI earned on the basis that CEO performance outputs intrinsically align with and drive Summerset's performance outcomes.

Consistent with market practice, we have also aligned our vesting cycle for LTIs for all employees to a one-time three-year vest. Previously, each LTI plan vested at 50% after three and four years.

In parallel with this change, we plan to encourage a minimum shareholding requirement for our Executive team during the course of 2025. Our Chief Executive already has a minimum shareholding requirement in place and given his tenure, has exceeded this requirement.

Executive KPIs

The 2024 shared key performance indicators (KPIs) took a balanced scorecard approach with financial, customer and staff related KPIs. The performance outcomes have been strong with our financial performance exceeding target.

These KPIs were all stretch targets, and it's a testament to the strength of the Executive Leadership Team, and their people, that they have continued to achieve so highly in a challenging macroeconomic environment. The Executives' achievements against their individual, role-specific KPIs were also very strong.

Board fees

Following external benchmarking data, obtained by PwC and following Shareholder approval at the April 2024 Annual Meeting (Resolution 3), we also increased the total Directors fee pool to \$1,010,000 and made adjustments to the standard fees as set out in that resolution. No further changes will be made to the fee pool for 2025.



Gráinne Troute

Chair People and Culture Committee

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Remuneration governance

The Board is assisted in delivering its responsibilities and objectives for Executive remuneration by the People and Culture Committee. The role and membership of this committee is set out in the Governance section of this report.

The People and Culture Committee reviews the annual performance and remuneration outcomes for all Executive Leadership Team members, including the CEO. The review takes into account external benchmarking to ensure competitiveness with comparable market peers, along with consideration of each individual's performance, skills, expertise and experience.

The Committee operates under a written Charter, which outlines its responsibilities and processes as outlined in the charter.

The charters and guidelines can be found in the Governance documents section of the Summerset website at <https://www.summerset.co.nz/investor-centre/governance-documents/>

- People and Culture Committee Charter
The Remuneration Policy is the internal governance policy that provides context for the Executive members' remuneration outcomes
- Board and Executive Remuneration Policy
The Board approves the Executive Team annual performance objectives, company financial performance targets and outcomes on an annual basis.
- Securities Trading Policy and Guidelines
Summerset's Securities Trading Policy ensures that Summerset and its subsidiaries' Directors, senior managers, employees, contractors and secondees comply with the law prohibiting insider trading and that all dealings in Summerset securities and other financial products are beyond reproach.

Executive Remuneration Policy

The remuneration of members of the ELT (CEO and direct reports) is designed to promote a high-performance culture and to align executive reward to the development and achievement of strategies and business objectives that create sustainable value for shareholders. Total remuneration is made up of three components: fixed remuneration, STI and LTI.

The People and Culture Committee considers external and independent remuneration market information provided by expert consultants, such as EY and PwC, in order to gauge actual and forecast movements within the market, and to assess the levels of fixed and target total remuneration to pay its Chief Executive and Executive Team to support talent attraction and retention.

Fixed remuneration

Fixed remuneration consists of a base salary and benefits including a company contribution of 3% for Kiwisaver. Other benefits are elective and the value of each is deducted from fixed annual remuneration.

Short-term incentives

STIs are at-risk payments designed to motivate and reward performance, typically in that financial year. The Chief Executive, Executive Team, and certain other senior members of staff may participate in the STI scheme. The STI opportunity within total remuneration reflects the complexity and level of the roles. In FY24 the Chief Executive had a target STI opportunity of 45% of fixed annual remuneration, and the other Executives had a target STI opportunity of 30%.

A proportion of the STI (80% for CEO and 70% for the other Executive Leadership Team members) was related to achievement of annual business performance metrics, which aim to align executives to a shared set of KPIs based on business priorities for the annual performance period. Target areas for the shared KPIs for 2024 are outlined below:

FY24 KPI	Weighting	Hurdle	Minimum performance threshold	Payment at minimum performance	On-target performance ¹	Maximum performance	Payment at maximum performance
Underlying EBITDA	55%	90% of EBITDA	90%	75%	100% of budget	125% of budget	200%
Development numbers	15%		90%	90%	100% of budget	100% of budget	100%
Customer satisfaction	15%	80% of EBITDA	Target scores achieved	100%	Target scores achieved	Target scores achieved	100%
Staff – HR	15%		Target scores achieved	100%	Target scores achieved	Target scores achieved	100%
Total payout range				84.75%	100%		155%

¹ On-target performance results in a payment of 100% of the target bonus opportunity for this performance hurdle.

The Board can reduce or cancel STI payments if there are concerns around health and safety or clinical performance.

There are three performance levels within each target area along with a performance hurdle or gate opener which needs to be met before any payment under the STI scheme can be made – minimum performance threshold, on-target and maximum performance. 100% of the amount allocated to that target area is payable when the on-target level is achieved. Performance against both financial and non-financial measures is assessed and approved by the Board each year.

If the hurdle or gate opener for underlying EBITDA performance against budget is not achieved, no STI payment will be made. The gate opener for the financial KPI is based on achieving 90% of underlying EBITDA performance target and for the three remaining KPIs (each of which is only payable if the target score is also achieved) the gate opener is 80% of EBITDA.

Provided the gate opener is met for each KPI, minimum performance achievement across all KPIs would return an STI payment of 84.75% of the available target opportunity.

A 100% pay-out is based on achieving 100% of the financial targets and meeting all the other KPI target criteria. The maximum performance levels allow employees to be rewarded for performance that exceed on-target levels, up to a specified maximum.

The maximum amount of payment for an Executive Leadership Team member under the company component of the STI scheme is 155% of the on-target amount and is based on significant overachievement being 125% or more of the financial targets and meeting all the other KPI target criteria.

The balance of the STI for the Executive team not weighted to business performance is related to the achievement of individual performance measures, which is also assessed by the Board. For the CEO in FY24, the weighting of individual achievement was 20% of the available STI opportunity and for the remaining Executive team members this weighting was 30%. The maximum payable under the individual portion of the STI scheme was 100% for stretch individual performance.

Long-term incentives

The Chief Executive, Executive Team and a small number of senior leaders have the opportunity to participate in an LTI plan, which is typically offered annually at the discretion of the Board. The purpose of this plan is to align senior management with shareholders' interests and optimise long-term shareholder returns.

For the FY25 LTI plan, the opportunity is 50% of fixed annual remuneration for the Chief Executive, 20-40% of fixed annual remuneration for the Executive Team and 15-25% of salary for eligible senior leaders. Vesting of the LTI plan is contingent on meeting absolute and relative total shareholder return (TSR) performance hurdles at the conclusion of a three-year period. In addition, the participant needs to be employed by Summerset during the vesting period.

Under the plan, participants are granted zero-priced share options. Each zero-priced option entitles the holder to one ordinary share in the company on vesting.

LTI performance plans

As at 31 December 2024, there are three LTI plans that are yet to vest. These plans have performance periods which end as follows:

Name of LTI plan	Vesting date – Tranche 1	Vesting date – Tranche 2
FY22 LTI plan	31 December 2024	31 December 2025
FY23 LTI plan	31 December 2025	31 December 2026
FY24 LTI plan	31 December 2026	31 December 2027

These plans have slightly different performance hurdles and comparator groups, as Summerset has taken a number of steps over several years to modify the plans to more closely align with market practice.

FY21 transitional grant

In FY21 a transitional LTI grant was awarded to participants. This was a time-based grant, with no performance hurdles attached and was awarded to offset the change in LTI vesting cycles that occurred in 2021 (from two and three years, to three and four years).

FY22 LTI plan performance hurdles

The FY22 plan that vested in December 2024 has 50% of the zero-priced options not subject to performance conditions, with the remaining 50% being subject to performance conditions. Of the options subject to performance conditions, 70% are based on financial performance (absolute earnings and relative earnings) and the remaining 30% are based on conditions relating to clinical, staff and customer satisfaction.

50%	Absolute earnings (cumulative actual underlying net profit after tax for the Group against budget)
20%	Relative earnings (earnings per share growth of the Group compared to a defined peer group)
10%	Clinical strategy delivery
10%	People (5% staff engagement, 5% staff turnover)
10%	Customer satisfaction (5% village residents, 5% care centre residents)

When all performance hurdles for a tranche meet minimum performance requirements, and including that tranche's tenure-based options, a total of 55.6% of that tranche's options vest.

On-target performance of all performance hurdles for a tranche, including that tranche's tenure-based portion, results in a total of 74.1% of that tranche's options vesting. 100% of the options for each tranche vest when the absolute and relative earnings (financial performance) hurdles achieve or exceed 125% of the on-target performance requirement, and all other performance hurdles meet their on-target performance criteria. This includes the tranche's tenure-based options.

FY23 and FY24 LTI plan performance hurdles

The FY23 and FY24 LTI plans were further adjusted to remove non-financial performance hurdles. The FY23 and FY24 LTI plans have the same performance hurdles however, the peer group against which relative TSR performance was measured for the FY24 plan was broadened to ensure continued appropriateness and reduce potential volatility:

- Absolute Shareholder Return (aTSR) – 75%
- Relative Shareholder Return (rTSR) – 25%

The number of aTSR share options that vest is determined by the TSR generated against Summerset's cost of equity (plus a margin). The maximum that can be earned under this component is 100% of the target option grant.

The number of rTSR share options that vest is determined by the company's TSR over the performance period relative to the peer group which includes the NZX 50, excluding banking institutions. If Summerset's TSR performance is below 100% of the weighted average for the peer group, then no share options will vest. If Summerset's TSR performance is above 125% of the weighted average for the peer group then 100% of the share options will vest. Payouts are a straight-line interpolation between 0 and 100% for both aTSR and rTSR.

Share options will lapse if the vesting conditions are not satisfied. Share options also lapse if the holder ceases to be employed by Summerset during the vesting period, unless otherwise determined by the Board for exceptional circumstances.

Key performance summary

STI Company performance 2024

FY 2024 KPI	Weighting	FY2024 KPI performance hurdle	Assessment	% STI payable
Underlying EBITDA	55%	100% of budget	On-target performance exceeded	155%
Development numbers	15%	100% of budget	On-target performance exceeded	100%
Customer satisfaction	15%	>80% Customer satisfaction	On-target performance exceeded	100%
People and culture	15%	Improvement in employee engagement score	On-target performance partially met	75%
Total payable	100%			126.7%

The Board chose to apply discretion relating to the people and culture performance assessment as the employee engagement score remained flat year-on-year but our net promoter score was in the top 5% of our benchmark group, which is a notable achievement in a year of change for our company.

LTI performance for vested options 31 December 2024

FY22 – tranche 1 vesting assessment summary

December 2020 – tranche 2 vesting assessment summary	Weighting	Maximum	Assessment	Total
Time-based only	50%	50%	N/A	50%
Absolute earnings	25%	50%	On-target performance exceeded	44.9%

December 2020 – tranche 2 vesting assessment summary	Weighting	Maximum	Assessment	Total
Relative earnings	10%	20%	On-target performance exceeded	20%
Customer satisfaction – village residents	2.5%	2.5%	On-target performance met	2.5%
Customer satisfaction – care residents	2.5%	2.5%	On-target performance met	2.5%
Employee engagement	2.5%	2.5%	On-target performance met	2.5%
Staff turnover	2.5%	2.5%	On-target performance met	2.5%
Clinical strategy delivery	5%	5%	On-target performance met	5%
Total score	100%	135%		129.9%

The LTI performance assessment is a direct result of performance against plan for each of the performance hurdles. There was no Board discretion applied.

LTI transitional grant 2021 - Tranche 2

In addition to the above, there was also a special transition grant which was a time-based grant of zero-priced options. Thus, there were no performance hurdles associated with this specific grant.

Chief Executive Officer remuneration arrangements and outcomes

The following table details the nature and amount of remuneration paid to Scott Scoullar for his time as CEO over the past four years.

Financial year	Fixed remuneration			Pay for performance remuneration			Total remuneration \$ ²
	Salary paid \$	Benefits ¹ \$	Subtotal \$	Cash STI \$	Equity LTI \$	Subtotal \$	
FY24	\$819,534	\$30,466	\$850,000	\$448,902 ³	\$226,050 ⁴	\$674,952	\$1,524,952
FY23	\$683,612	\$26,388	\$710,000	\$321,346	\$80,739	\$402,085	\$1,112,085
FY22	\$649,631	\$25,365	\$674,996	\$211,432	\$51,000	\$262,432	\$937,428
FY21	\$607,155	\$24,095	\$631,250	\$206,071	\$750,547	\$956,618	1,587,868

¹ Benefits include 3% Kiwisaver contribution and a car park. For FY24, the company's Kiwisaver contribution for Scott Scoullar was \$27,879.05 including ESCT.

² Total remuneration paid includes salary, benefits, cash STI, and value of LTI equity (paid in shares).

³ Cash STI for FY24 is 82% of maximum potential, paid in FY25 (February 2025). The payment is based on achievement of shared KPI targets as per table above (80%) and individual targets (20%).

⁴ Equity LTI is based on value of 2021 LTI plan awards that vested on 31 December 2024 as described in the LTI plan vesting assessment summary above.

The following table summarises the performance assessment as a percentage of plan over the past four years for both STIs and LTIs.

Financial year	Total remuneration paid	Percentage cash STI awarded against target	Percentage cash STI awarded against maximum	Percentage vested equity LTI against maximum	Span of equity LTI performance period
FY24	\$1,524,952	117%	82%	96%	2022-2024
				100%	2022-2024
FY23	\$1,112,085	113%	79%	100%	2022-2023
				95%	2021-2023
FY22	\$937,428	104%	70%	95%	2021-2022
				90%	2020-2022
FY21	\$1,587,868	109%	97%	95%	2020-2021

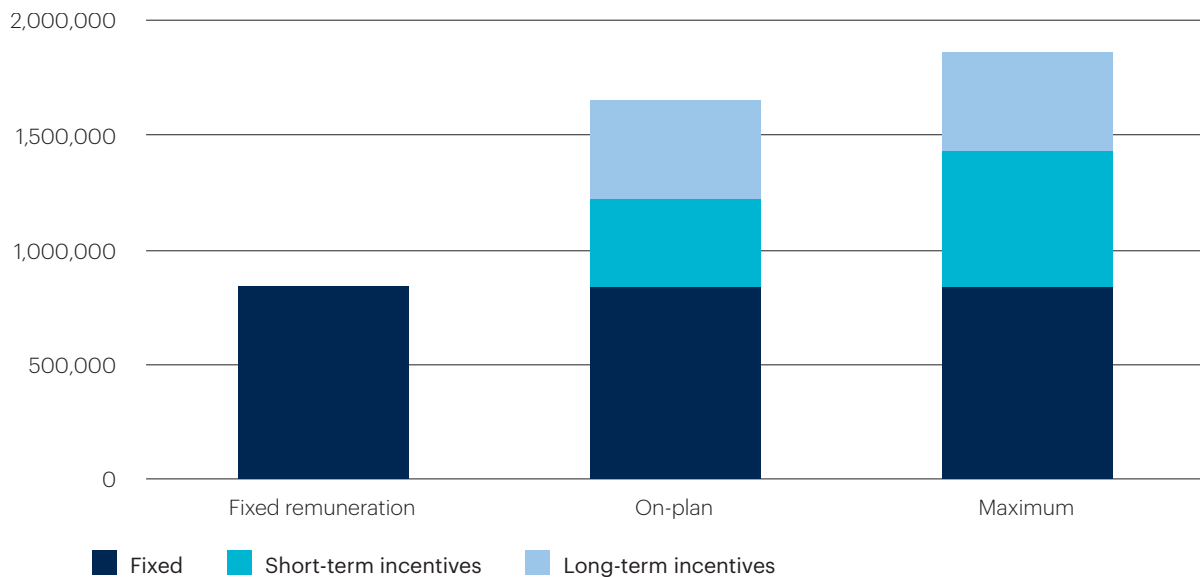
Financial year	Total remuneration paid	Percentage cash STI awarded against target	Percentage cash STI awarded against maximum	Percentage vested equity LTI against maximum	Span of equity LTI performance period
				95%	2019–2021

Note: The current CEO assumed his position in 2021

Scenario chart

The scenario chart below demonstrates the elements of CEO Scott Scoullar’s remuneration structure for FY24.

Components of CEO FY24 annualised remuneration



The CEO’s fixed remuneration comprising annual salary and taxable benefits was \$850,000 per annum, with effect from 26 February 2024. The STI and LTI (based on the value granted in the FY24), is 45% and 50% respectively of fixed remuneration. STI had maximum available payment of 155% of the on-target as noted above. The LTI grant for 2024 will vest based on performance to 31 December 2027 (tranche 1) and 31 December 2028 (tranche 2), subject to retention and performance criteria being met. Further details are included in the LTI Plan entitlements section.

ESG disclosures

CEO/worker ratio

The pay gap represents the number of times greater the CEO remuneration is to the remuneration of an employee paid at the median of all Summerset employees. For the purposes of determining the median paid to all Summerset employees, all permanent full-time, permanent part-time and fixed-term employees are included, with part-time employees, remuneration adjusted to a full-time equivalent amount.

At 31 December 2024, the CEO’s salary of \$819,534 was 13.2 times (2023: 10.97 times) that of the median employee salary at \$62,296 per annum. The CEO’s total remuneration, including STIs and LTIs, of \$1,524,952, was 23.0 times (2023: 20.24 times) the total remuneration of the median employee at \$66,282 per annum.

Gender pay gap

Summerset is committed to cultivating a workplace that embraces diversity and inclusivity and acknowledges the significance of addressing gender pay equity within the unique context of New Zealand and Australia. We continue to examine the factors contributing to our gender pay gap, which is 17% as at 31 December 2024. The gender pay gap is 11.8% for our senior leadership cohort¹ which is split 55% male and 45% female. The gender pay gap is largely driven by a wider gap in our Development & Construction business areas (23.7%) due to a relative lack of female representation within these areas. Our gender pay gap for staff who work in our village and care centre operations is 4.4%.

¹ We have defined our senior leadership as those employees placed within the top three pay bands in our organisation

We have planned a number of actions to address our overall gender pay gap that span three key areas: 1) creating inclusive environments, 2) increasing diversity in our hiring pipelines without compromising talent quality, and 3) reducing potential for bias in our pay decisions.

We aim to foster an environment that values all employees, and we recognise the importance of fair compensation and equal opportunities for everyone on our team. Summerset affirms its commitment to advancing discussions and initiatives that contribute to a workplace where every individual is accorded respect and opportunities.

Remuneration bands

The number of employees or former employees (including employees holding office as Directors of subsidiaries), who received remuneration and other benefits valued at or exceeding \$100,000 during the financial year ended 31 December 2024 is specified in the following table.

The remuneration figures shown in the Remuneration column include all monetary payments actually paid during FY24. The table also includes the value of options granted to individual employees under Summerset's LTI plan during the same period. The table does not include amounts paid after 31 December 2024 that relate to the year ended 31 December 2024. The method of calculating remuneration is consistent with the method applied for the previous year.

Remuneration	Number of employees	Remuneration	Number of employees
\$100,000 to \$109,999	101	\$340,000 to \$349,999	2
\$110,000 to \$119,999	119	\$350,000 to \$359,999	2
\$120,000 to \$129,999	90	\$360,000 to \$369,999	1
\$130,000 to \$139,999	73	\$380,000 to \$389,999	3
\$140,000 to \$149,999	62	\$390,000 to \$399,999	4
\$150,000 to \$159,999	43	\$400,000 to \$409,999	1
\$160,000 to \$169,999	35	\$430,000 to \$439,999	1
\$170,000 to \$179,999	18	\$440,000 to \$449,999	1
\$180,000 to \$189,999	15	\$460,000 to \$469,999	1
\$190,000 to \$199,999	17	\$480,000 to \$489,999	1
\$200,000 to \$209,999	16	\$500,000 to \$509,999	1
\$210,000 to \$219,999	9	\$510,000 to \$519,999	1
\$220,000 to \$229,999	6	\$530,000 to \$539,999	1
\$230,000 to \$239,999	9	\$540,000 to \$549,999	1
\$240,000 to \$249,999	8	\$570,000 to \$579,999	1
\$250,000 to \$259,999	5	\$660,000 to \$669,999	1
\$260,000 to \$269,999	6	\$750,000 to \$759,999	1
\$270,000 to \$279,999	4	\$760,000 to \$769,999	1
\$280,000 to \$289,999	1	\$820,000 to \$829,999	1
\$290,000 to \$299,999	3	\$840,000 to \$849,999	1
\$300,000 to \$309,999	4	\$930,000 to \$939,000	1
\$310,000 to \$319,999	2	\$1,460,000 to \$1,469,999	1
\$330,000 to \$339,999	1		

Director remuneration

The Board of Directors fees were increased by shareholder resolution with effect from 1 May 2024. The resolution increased the pool of funds approved by shareholders for payment of Directors' fees.

As at 31 December 2024, the maximum aggregate amount of remuneration payable by Summerset to Directors (in their capacity as Directors) was \$1,010,000 per annum for the non-executive Directors (prior to 1 May 2024: \$904,450) and annualised standard Directors' fees were \$960,000, inclusive of additional remuneration for committee Chairs and committee members (prior to 1 May 2024: \$845,000 noting this figure does not include any Committee member fee, new from 1 May 2024)). In respect of Australian based Directors, the Board has decided to pay those Directors in Australian Dollars at the same face value the New Zealand Directors are paid. This results in those Directors receiving slightly higher fees (as recorded in the table below). As at 31 December 2024, the only Director who received payment in Australian dollars was Stephen Bull.

As at 31 December 2024, the standard Director fees per annum are as follows:

Fee schedule

Governance body	Position	Fees for reporting period
Board of Directors	Chair	\$220,000
	Director	\$100,000
Audit and Risk Committee	Chair	\$20,000
Clinical Governance Committee	Chair	\$20,000
People and Culture Committee	Chair	\$20,000
Development and Construction Committee	Chair	\$20,000
Committee member	Member	\$10,000

The Committee member fee is payable to Directors (other than the Chair) who are a member of a standing Committee. The fee is payable once per Director (i.e. if a Director is a member of two Committees, they will receive a single fee of \$10,000).

In addition to standard Directors' fees, in 2024 \$10,000 was also paid for additional responsibilities above and beyond the normal duties of the Board or any standard Committee. These fees related to due diligence work for the issue of retail bonds in March 2024.

Directors' fees exclude GST, where appropriate. Directors are entitled to be reimbursed for costs directly associated with carrying out their duties, including travel costs.

Directors and Officers also have the benefit of Directors' and Officers' liability insurance. Cover is for damages, judgements, fines, penalties, legal costs awarded and defence costs arising from wrongful acts committed while acting for Summerset. There are some exclusions within the policy. The insurance cover is supplemented by the provision of Director and Officer indemnities from the Company, but this does not extend to criminal acts.

The Company distinguishes the structure of non-executive Directors' remuneration from that of executive Directors.

The total amount of remuneration and other benefits received by each Director during the year ended 31 December 2024 is provided below. These amounts reflect actual payments to directors during the year, and consequently, depending on each Director's quarterly billing cycle, payroll periods and the actual payment date, the amounts stated may vary between directors and may not be representative of the directors' fees earned for the year ended 31 December 2024.

Actual fees paid in FY24

Director	Board fees	Audit and Risk Committee	People and Culture Committee	Clinical Governance Committee	Development and Construction Committee	Other Board Committees ¹	Total
Mark Verbiest	\$266,667 ²						\$266,667
Dr Andrew Wong	\$105,192						\$105,192
Gráinne Troute	\$104,792		\$17,917 ²				\$122,709
Fiona Oliver	\$105,833	\$20,000 ²				\$5,000	\$130,833
Dr Marie Bismark	\$105,192			\$18,077 ²			\$123,269
Stephen Bull	\$114,918				\$19,925 ²	\$5,323	\$140,166
Venasio-Lorenzo Crawley	\$105,192						\$105,192
Total	\$907,786	\$20,000	\$17,917	\$18,077	\$19,925	\$10,323	\$994,028

¹ A Due Diligence Committee was established in FY24 to oversee Summerset's 2024 bond issue

² Chair

Note: All Director fees reported above are in \$NZ

Disclosures

Director changes during the year ended 31 December 2024

There have been no changes.

Directors' interests

The following is an excerpt from the Company's Interests Register, showing the material interests of Directors as at 31 December 2024, together with any entries in the Interests Register made during the year for the purposes of section 211(1)(e) of the Companies Act 1993. Interests no longer held as at 31 December 2024 are disclosed in *italics*.

Director	Entity	Position
Mark Verbiest	Meridian Energy Limited	Chair
	Willis Bond	Consultant
	Fonterra Independent Assessment Panel (appointed June 2024)	Member
	Chapter Zero (appointed August 2024) <i>WorkSafe (retired August 2024)</i>	Steering Committee Member <i>Crown Monitor</i>
Dr Marie Bismark	GMHBA Health Insurance	Director
	Royal Australian and New Zealand College of Psychiatrists	Fellow
	Veteran's Health Advisory Panel	Member
	Specialist in Public Health Medicine and Psychiatry registered with New Zealand Medical Council	N/A
	Royal Women's Hospital, Melbourne	Director
	University of Melbourne	Professor
	Victorian Department of Health's Voluntary Assisted Dying 5 Year Review Governance Committee	Member
	Australian Institute of Company Directors (Victoria)	Council Member
	New Zealand Medical Council (appointed July 2024)	Council Member
	Corporate Governance & Risk Committee of the Royal Australian & NZ College of Psychiatry (appointed June 2024)	Member
	Locum Psychiatrist and Doctor at various organisations throughout Australia & NZ (disclosed June 2024)	N/A
	<i>Te Whatu Ora - Capital & Coast (retired June 2024)</i>	<i>Consultant Psychiatrist</i>
Gráinne Troute	Tourism Holdings Limited	Director
	Investore Property Limited	Director
	Duncan Cotterill	Board Member
	NZX Corporate Governance Institute (appointed February 2024) <i>Montana Group Limited (retired September 2024)</i>	Member <i>Chair</i>
Dr Andrew Wong	HealthCare Holdings Limited	Managing Director
	QCS (Quipt Clinical Supplies) Limited	Director
	Health Tick Limited	Director
	The Drug Detection Agency Group Limited	Director
	Kakariki Hospital Limited	Director
	Ascot Hospitals and Clinics Limited	Managing Director
	New Zealand Radiology Group Limited	Director
	MercyAscot Properties Limited	Director
	Endoscopy Auckland Limited	Chair
	Auckland Radiation Oncology Limited	Chair
	Kensington Hospital Limited	Director
	MercyAscot Orthopaedics Limited	Chair
	Auckland University of Technology	Adjunct Professor
	Forte Health Limited	Director
Careway Ltd	Chair	
Mountain Road Properties Ltd	Director	

Director	Entity	Position
	My Accelerated Care Limited (appointed January 2024) Endoscopy Governance Group New Zealand (retired November 2024)	Chair Member
Venasio-Lorenzo Crawley	AUT Business School Added Value Limited IOD Pacific Governance Advisory Board Orian Group Limited (appointed February 2024) Variety Children's Charity (appointed April 2024) <i>Te Whatu Ora - People, Culture, Development and Change Committee (retired August 2024)</i>	Chair Director and Shareholder Member Director Director Independent Board Member
Stephen Bull	Bridge Housing Limited ACT Government City Renewal Authority (appointed July 2024) MaxCap Group Equity Investment Committee (appointed November 2024) Capital Prudential Diversified Development Fund (CPDDF) Pty Ltd ATF CPDDF (appointed November 2024) <i>MaxCap Industrial Opportunitites Fund Investment Committee (ceased December 2024)</i> <i>NSW Government Transport Asset Holding Entity Investment Committee (ceased December 2024)</i>	Chair Board Member Independent Member Chair Independent Member Independent Member
Fiona Oliver	Freightways Limited Gentrack Group Limited Clarus Group (previously called First Gas Group) comprising First Gas Limited, First Gas Services Limited and First Sunrise Limited and subsidiaries Kingfish Limited Barramundi Limited Marlin Global Limited New Zealand Waterpolo Grasmere Family Trust Bella Vista Trust Wilson Partners (Oliver) Trustees Limited Wynyard Group Limited (in liquidation) Guardians of the New Zealand Superannuation Fund	Director Director Director Director Director Director Director Trustee Trustee Director Director Board Member

Information used by Directors

There were no notices from Directors of the Company requesting to disclose or use Company information received in their capacity as Directors that would not otherwise have been available to them.

Directors' security holdings

Securities in the Company in which each Director has a relevant interest as at 31 December 2024 are specified in the table below:

Director	Ordinary shares	SUM020 retail bonds	SUM030 retail bonds	SUM040 retail bonds	SUM050 retail bonds
Mark Verbiest	11,500*	-	-	-	-
Dr Marie Bismark	25,439	-	-	-	-
Gráinne Troute	26,228	-	-	-	-
Dr Andrew Wong	10,500	-	-	-	-
Venasio-Lorenzo Crawley	4,382	-	-	-	-
Stephen Bull	6,700	-	-	-	-
Fiona Oliver	10,890	-	-	-	-
Total	95,639	0	0	0	0

*Mr Verbiest's wife has a legal and beneficial interest in 11,500 SUM ordinary shares.

Securities dealings of Directors

During the year, Directors disclosed the following transactions in respect of Section 148(2) of the Companies Act 1993. These transactions took place in accordance with the Company's Securities Trading Policy.

Director	Nature of relevant interest	Date of transaction	Number of securities acquired/ (disposed)	Consideration
Venasio-Lorenzo Crawley	Legal and beneficial interest	22 March 2024	36	Issue of shares under dividend reinvestment plan at \$10.7298 per share
	Legal and beneficial interest	20 September 2024	28	Issue of shares under dividend reinvestment plan at \$11.4848 per share
Dr Marie Bismark	Legal and beneficial interest	22 March 2024	261	Issue of shares under dividend reinvestment plan at \$10.7298 per share
	Legal and beneficial interest	20 September 2024	211	Issue of shares under dividend reinvestment plan at \$11.4848 per share
Gráinne Troute	Legal and beneficial interest	22 March 2024	213	Issue of shares under dividend reinvestment plan at \$10.7298 per share
	Legal and beneficial interest	20 September 2024	172	Issue of shares under dividend reinvestment plan at \$11.4848 per share
Fiona Oliver	Beneficial interest in and/or the power to acquire or dispose of, or to control the acquisition or disposal of, ordinary shares	20 September 2024	71	Issue of shares under dividend reinvestment plan at \$11.4848 per share

Director appointment dates

The date of each Director's first appointment to the position of Director is provided below. Since the date of appointment, Directors have been reappointed at Annual Meetings when retiring by rotation as required.

Director	Appointment date
Mark Verbiest	1 July 2021
Dr Marie Bismark	1 September 2013
Gráinne Troute	1 September 2016
Dr Andrew Wong	1 March 2017
Venasio-Lorenzo Crawley	1 February 2020
Stephen Bull	1 March 2022
Fiona Oliver	1 March 2023

Indemnity and insurance

In accordance with Section 162 of the Companies Act 1993 and the constitution of the Company, the Company has arranged insurance for, and indemnities to, Directors and Officers of the Company, including Directors of

subsidiary companies, for losses from actions undertaken in the course of their legitimate duties or costs incurred in any proceeding.

Directors of subsidiary companies

The remuneration of employees acting as Directors of subsidiaries is disclosed in the relevant banding of remuneration set out under the heading Employee remuneration in the Remuneration section of this Annual Report. Employees did not receive additional remuneration or benefits for acting as Directors during the year.

Scott Scoullar, Aaron Smail, Dean Tallentire, Sarah Theodore and Robyn Heyman were Directors of all the Company's New Zealand incorporated subsidiaries as at 31 December 2024, with the exception of Summerset LTI Trustee Limited (the Directors of which are Mark Verbiest and Dr Marie Bismark). Scott Scoullar, Stewart Scott, Sarah Theodore and Robyn Heyman were Directors of all the Company's Australian incorporated subsidiaries as at 31 December 2024, with the exception of Summerset Care (Australia) Pty Limited (the Directors of which are Scott Scoullar, Stewart Scott and Robyn Heyman). No extra remuneration is payable to any Director of the Company for any Directorship of a subsidiary.

Top 20 shareholders as at 31 December 2024

Rank	Registered shareholder	Number of shares	% of shares
1	Custodial Services Limited	24,675,020	10.42%
2	HSBC Nominees (New Zealand) Limited*	20,707,696	8.74%
3	Tea Custodians Limited*	20,292,916	8.57%
4	BNP Paribas Nominees NZ Limited (BPSS40)*	19,699,086	8.32%
5	Citibank Nominees (NZ) Ltd*	17,755,037	7.50%
6	New Zealand Superannuation Fund Nominees Limited*	12,476,328	5.27%
7	JPMORGAN Chase Bank*	9,154,822	3.87%
8	Forsyth Barr Custodians Limited	7,827,401	3.31%
9	FNZ Custodians Limited	7,100,353	3.00%
10	Accident Compensation Corporation*	7,023,205	2.97%
11	New Zealand Depository Nominee	4,749,448	2.01%
12	JBWERE (NZ) Nominees Limited	4,591,685	1.94%
13	New Zealand Permanent Trustees Limited*	4,293,882	1.81%
14	HSBC Nominees (New Zealand) Limited*	3,654,611	1.54%
15	Premier Nominees Limited*	3,495,027	1.48%
16	Public Trust*	2,495,854	1.05%
17	Pt Booster Investments Nominees Limited	2,440,047	1.03%
18	BNP Paribas Nominees (NZ) Limited*	2,393,130	1.01%
19	JP Morgan Nominees Australia Pty Limited	1,937,631	0.82%
20	NZ Permanent Trustees Ltd – Grp Invstmnt Fund No 20*	1,776,226	0.75%
	Total	178,539,405	75.41%

* Shares held through the New Zealand Central Securities Depository Limited

Spread of shareholders as at 31 December 2024

Size of shareholding	Shareholders number	Shareholders %	Shares number	Shares %
1 to 1,000	3,880	41.84%	1,571,587	0.66%
1,001 to 5,000	3,682	39.71%	9,055,861	3.82%
5,001 to 10,000	968	10.44%	6,989,539	2.95%
10,001 to 50,000	647	6.98%	12,188,327	5.15%
50,001 to 100,000	45	0.49%	3,052,731	1.29%
100,001 and over	50	0.54%	203,967,379	86.13%
Total	9,272	100.00%	236,825,424	100.00%

Substantial product holder notices received as at 31 December 2024

According to the records kept by the Company and notices given under the Financial Market Conducts Act 2013, the following were substantial holders in the Company as at 31 December 2024. The total number of voting products on issue at 31 December 2024 was 236,825,424 ordinary shares.

Shareholder	Relevant interest	% held at date of notice	Date of notice
FirstCape Group Limited ¹	22,798,589	9.68%	1 May 2024
Harbour Asset Management Limited	15,353,117	6.516%	7 June 2024

¹ Jarden Partners Limited (Jarden) and National Australia Bank Limited (NAB), and their respective related companies, agreed to combine their New Zealand wealth advisory and asset management businesses into a newly formed entity, with related companies of NAB and Jarden, respectively, and funds managed or advised by Pacific Equity Partners (PEP) as the shareholders of that new entity (the Transaction). FirstCape Group Limited was established in connection with the Transaction. At completion on 30 April 2024, FirstCape Group Limited acquired, directly or indirectly, all of the shares in certain companies including: Jarden Wealth Limited, Harbour Asset Management Limited, BNZ Investment Services Limited and JBWere (NZ) Pty Limited. As a result, it acquired a relevant interest in shares that those entities had a relevant interest in.

Top 20 bondholders as at 31 December 2024

SUM020

Rank	Registered bondholder	Number of bonds	% of bonds
1	Forsyth Barr Custodians Limited	28,767,000	23.01%
2	Custodial Services Limited	28,347,000	22.68%
3	FNZ Custodians Limited	19,888,000	15.91%
4	PT (Booster Investments) Nominees Limited – Retail*	4,724,000	3.78%
5	ANZ National Bank Limited*	3,308,000	2.65%
6	Westpac Banking Corporation*	2,820,000	2.26%
7	Tea Custodians Limited*	2,069,000	1.66%
8	Forsyth Barr Custodians Limited	2,053,000	1.64%
9	FNZ Custodians Limited	1,660,000	1.33%
10	Forsyth Barr Custodians Limited	1,559,000	1.25%
11	Citibank Nominees (NZ) Ltd*	1,506,000	1.20%
12	Best Farm Limited	1,500,000	1.20%

Rank	Registered bondholder	Number of bonds	% of bonds
13	Bank of New Zealand – Wellington Treasury Operations*	1,314,000	1.05%
14	FNZ Custodians Limited	1,223,000	0.98%
15	Investment Custodial Services Limited	1,112,000	0.89%
16	Private Nominees Limited*	815,000	0.65%
17	NZ Permanent Trustees Ltd – Grp Investment Fund No 20*	791,000	0.63%
18	JBWERE (NZ) Nominees Limited	752,000	0.60%
19	Custodial Services Limited	611,000	0.49%
20	Forsyth Barr Custodians Limited	539,000	0.43%
	Total	105,358,000	84.29%

* Bonds held through the New Zealand Central Securities Depository Limited

SUM030

Rank	Registered bondholder	Number of bonds	% of bonds
1	Custodial Services Limited	44,142,000	29.43%
2	Tea Custodians Limited*	28,557,000	19.04%
3	Forsyth Barr Custodians Limited	20,097,000	13.40%
4	FNZ Custodians Limited	14,759,000	9.84%
5	PT (Booster Investments) Nominees Limited – Retail*	7,892,000	5.26%
6	Forsyth Barr Custodians Limited	2,401,000	1.60%
7	JBWERE (NZ) Nominees Limited	1,630,000	1.09%
8	FNZ Custodians Limited	1,360,000	0.91%
9	Investment Custodial Services Limited	1,286,000	0.86%
10	Private Nominees Limited*	1,215,000	0.81%
11	Forsyth Barr Custodians Limited	1,200,000	0.80%
12	NZX WT Nominees Limited	946,000	0.63%
13	FNZ Custodians Limited	766,000	0.51%
14	Leveraged Equities Finance Limited	760,000	0.51%
15	JML Capital Limited	700,000	0.47%
16	Forsyth Barr Custodians Limited	643,000	0.43%
17	NZ Permanent Trustees Ltd – Grp Investment Fund No 20*	590,000	0.39%
18	Custodial Services Limited	530,000	0.35%
19=	David James Foster & Linda Joyce Foster	300,000	0.20%
19=	Hugh McCracken Ensor	300,000	0.20%
19=	JBWERE (NZ) Nominees Limited	300,000	0.20%
20=	Dunedin Diocesan Trust Board	250,000	0.17%
20=	Julia Margaret O'Connor	250,000	0.17%
20=	JBWERE (NZ) Nominees Limited	250,000	0.17%
	Total	131,124,000	87.44%

* Bonds held through the New Zealand Central Securities Depository Limited

SUM040

Rank	Registered bondholder	Number of bonds	% of bonds
1	Custodial Services Limited	52,683,000	30.10%
2	Forsyth Barr Custodians Limited	30,982,000	17.70%
3	FNZ Custodians Limited	9,787,000	5.59%
4	JBWERE (NZ) Nominees Limited	8,809,000	5.03%
5	HSBC Nominees (New Zealand) Limited*	7,000,000	4.00%
6	Tea Custodians Limited*	5,690,000	3.25%
7	Forsyth Barr Custodians Limited	4,344,000	2.48%
8	New Zealand Permanent Trustees Limited*	3,255,000	1.86%
9	Investment Custodial Services Limited	2,908,000	1.66%
10	Private Nominees Limited*	1,685,000	0.96%
11	Pt (Booster Investments) Nominees Limited*	1,280,000	0.73%
12	JBWERE (NZ) Nominees Limited	1,000,000	0.57%
13	NZX WT Nominees Limited	971,000	0.55%
14	Phazma Holdings Limited	935,000	0.53%
15	Yingxian Shi	900,000	0.51%
16	Forsyth Barr Custodians Limited	896,000	0.51%
17	Custodial Services Limited	782,000	0.45%
18	JBWERE (NZ) Nominees Limited	750,000	0.43%
19	David James Foster & Linda Joyce Foster	600,000	0.34%
20	Wellspring Television Limited	509,000	0.29%
	Total	135,766,000	77.54%

* Bonds held through the New Zealand Central Securities Depository Limited

SUM050

Rank	Registered Bondholder	Number of bonds	% of bonds
1	Custodial Services Limited	38,575,000	30.86%
2	Tea Custodians Limited*	33,500,000	26.80%
3	New Zealand Permanent Trustees Limited*	7,464,000	5.97%
4	JBWERE (NZ) Nominees Limited	6,161,000	4.93%
5	HSBC Nominees (New Zealand) Limited*	6,100,000	4.88%
6	Citibank Nominees (NZ) Ltd*	6,000,000	4.80%
7	Forsyth Barr Custodians Limited	2,920,000	2.34%
8	FNZ Custodians Limited	2,139,000	1.71%
9	CML Shares Limited	1,595,000	1.28%
10	NZ Permanent Trustees Ltd - Grp Investment Fund No 20*	932,000	0.75%
11	Renzhong Gong	605,000	0.48%
12	Custodial Services Limited	578,000	0.46%
13	Private Nominees Limited*	560,000	0.45%

Rank	Registered Bondholder	Number of bonds	% of bonds
14	Forsyth Barr Custodians Limited	497,000	0.40%
15	Zhiling Wang	430,000	0.34%
16	Forsyth Barr Custodians Limited	375,000	0.30%
17	Sirius Capital Limited	276,000	0.22%
18	Public Trust RIF Nominees Limited*	250,000	0.20%
19	James Stuart Gordon & Sandra Louise Gordon	231,000	0.18%
20	Forsyth Barr Custodians Limited	221,000	0.18%
Total		109,409,000	87.53%

* Bonds held through the New Zealand Central Securities Depository Limited

Spread of bondholders as at 31 December 2024

SUM020

Size of bondholding	Bondholders number	Bondholders %	Bonds number	Bonds %
1 to 1,000	-	-	-	-
1,001 to 5,000	40	6.56%	200,000	0.16%
5,001 to 10,000	125	20.49%	1,199,000	0.96%
10,001 to 50,000	381	62.46%	10,117,000	8.09%
50,001 to 100,000	31	5.08%	2,788,000	2.23%
100,001 and over	33	5.41%	110,696,000	88.56%
Total	610	100.00%	125,000,000	100.00%

SUM030

Size of bondholding	Bondholders number	Bondholders %	Bonds number	Bonds %
1 to 1,000	-	-	-	-
1,001 to 5,000	44	6.62%	220,000	0.15%
5,001 to 10,000	148	22.25%	1,431,000	0.95%
10,001 to 50,000	391	58.80%	10,560,000	7.04%
50,001 to 100,000	43	6.47%	3,517,000	2.35%
100,001 and over	39	5.86%	134,272,000	89.51%
Total	665	100.00%	150,000,000	100.00%

SUM040

Size of bondholding	Bondholders number	Bondholders %	Bonds number	Bonds %
1 to 1,000	-	-	-	-
1,001 to 5,000	68	6.69%	339,000	0.19%
5,001 to 10,000	175	17.21%	1,669,000	0.96%
10,001 to 50,000	597	58.70%	16,663,000	9.52%
50,001 to 100,000	103	10.13%	8,298,000	4.74%
100,001 and over	74	7.27%	148,031,000	84.59%
Total	1,017	100.00%	175,000,000	100.00%

SUM050

Size of bondholding	Bondholders number	Bondholders %	Bonds number	Bonds %
1 to 1,000	-	-	-	-
1,001 to 5,000	39	7.66%	195,000	0.16%
5,001 to 10,000	121	23.78%	1,157,000	0.93%
10,001 to 50,000	271	53.24%	7,605,000	6.08%
50,001 to 100,000	47	9.23%	3,653,000	2.92%
100,001 and over	31	6.09%	112,390,000	89.91%
Total	509	100.00%	125,000,000	100.00%

Waivers from the NZX Listing Rules

No waivers from the application of NZX Listing Rules have been utilised by the Company during the year ended 31 December 2024.

Credit rating

The Company has no credit rating.

Auditor fees

Ernst & Young Wellington has continued to act as auditors of the Company. The amount payable by Summerset and its subsidiaries to Ernst & Young Wellington in respect of FY24 audit fees was \$501,000 (noting that this fee includes assurance services in relation to Summerset's long-term incentive plan). In addition, Ernst & Young Wellington undertook assurance services in relation to Summerset's sustainability linked lending arrangements and greenhouse gas inventory during the year; the fees for this engagement was \$80,000. Ernst & Young also performed non-audit work in relation to remuneration advisory services, the fees for this engagement was \$6,000.

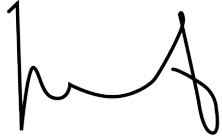
Donations

In accordance with section 211(1)(h) of the Companies Act 1993, Summerset records that it donated \$13,092 during the year ended 31 December 2024.

Dividend reinvestment plan

The last date of receipt for a participation election from a shareholder who wishes to participate in the dividend reinvestment plan is 17 March 2024.

This Annual Report is authorised for and on behalf of the Board by:



Mark Verbiest
Director and
Chair of the Board



Fiona Oliver
Director and
Chair of the Audit and
Risk Committee

27 February 2025



Directory

New Zealand

Northland

Summerset Mount Denby

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Whangārei 0112
Phone (09) 470 0280

Auckland

Summerset Falls

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Summerset Milldale

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Summerset at Monterey Park

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Summerset at Heritage Park

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Summerset by the Park

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Summerset at Karaka

49 Pararekau Road,
Karaka 2580
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Summerset Half Moon Bay¹

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Summerset Belmont¹

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Waikato – Taupō

Summerset down the Lane

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Hamilton 3206
Phone (07) 843 0157

Summerset Rototuna

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Summerset by the Lake

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Taupō 3330
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Summerset Cambridge

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Bay of Plenty

Summerset by the Sea

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Katikati 3129
Phone (07) 985 6890

Summerset by the Dunes

35 Manawa Road,
Pāpāmoa Beach, Tauranga 3118
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Summerset Rotorua¹

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Rotorua 3010
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Hawke's Bay

Summerset in the Bay

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Summerset in the Orchard

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Hastings 4122
Phone (06) 974 1310

Summerset Palms

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Summerset in the Vines

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Summerset Mission Hills¹

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Phone (06) 835 2580

Taranaki

Summerset Mountain View

35 Fernbrook Drive, Vogelstown,
New Plymouth 4310
Phone (06) 824 8900

Summerset at Pohutukawa Place

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New Plymouth 4312
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Manawatū – Whanganui

Summerset in the River City

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Whanganui 4500
Phone (06) 343 3133

Summerset on Summerhill

180 Ruapehu Drive, Fitzherbert,
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Phone (06) 354 4964

Summerset Kelvin Grove

Stony Creek, Kelvin Grove,
Palmerston North 4470
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Summerset by the Ranges

104 Liverpool Street,
Levin 5510
Phone (06) 367 0337

Wellington

Summerset Waikanae

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Waikanae 5036
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Summerset on the Coast

104 Realm Drive,
Paraparaumu 5032
Phone (04) 298 3540

Summerset on the Landing

1-3 Bluff Road, Kenepuru,
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Phone (04) 230 6720

Summerset at Aotea

15 Aotea Drive, Aotea,
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Summerset at the Course

20 Racecourse Road, Trentham,
Upper Hutt 5018
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Summerset Lower Hutt

1 Boulcott Street,
Lower Hutt 5010
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Summerset Cashmere Oaks¹

Lansdowne,
Masterton 5871
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Summerset Otaihanga¹

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Nelson – Tasman

Summerset in the Sun

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Marlborough

Summerset Blenheim

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Canterbury

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Rangiora 7400
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Summerset at Avonhead

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Summerset on Cavendish

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Summerset Prebbleton

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Prebbleton 7604
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Summerset Rolleston¹

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Rolleston 7678
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Otago

Summerset at Bishopscourt

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Dunedin 9010
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Summerset Mosgiel¹

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Mosgiel 0616
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¹ Proposed villages

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Victoria

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Summerset Chirside Park

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Chirside Park VIC 3116
Phone (1800) 321 700

Summerset Torquay¹

Grossmans Road and Briody Drive,
Torquay VIC 3228
Phone (1800) 321 700

Summerset Craigieburn¹

1480 Mickleham Road,
Craigieburn VIC 3064
Phone (1800) 321 700

Summerset Oakleigh South¹

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Oakleigh South VIC 3167
Phone (1800) 321 700

Summerset Mernda¹

305 Bridge Inn Road,
Mernda VIC 3116
Phone (1800) 321 700

Summerset Drysdale¹

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Drysdale VIC 3167
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Australia

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Sydney, NSW 2000

Auditor

Ernst & Young

Solicitor

Russell McVeagh

Bankers

ANZ Bank New Zealand Limited
Australia and New Zealand Banking Group Limited
Bank of China (New Zealand) Limited
Bank of New Zealand
China Construction Bank (New Zealand) Limited
Commonwealth Bank of Australia
Industrial and Commercial Bank of China Limited
Metrics Credit Partners Diversified Australian Senior
Loan Fund
National Australia Bank Limited
Westpac Banking Corporation
Westpac New Zealand Limited

Statutory Supervisor

Public Trust

Bond Supervisor

The New Zealand Guardian Trust
Company Limited

Share Registrar

MUFG Pension & Market Services,
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Phone: +64 9 375 5998

Email: enquiries.nz@cm.mpms.mufg.com

Directors

Mark Verbiest

Dr Marie Bismark

Stephen Bull

Venasio-Lorenzo Crawley

Fiona Oliver

Gráinne Trout

Dr Andrew Wong

Company Secretary

Robyn Heyman





Summerset at Cavendish, Casebrook, Christchurch



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