CDL Investments New Zealand Limited
Consolidated Statement of Comprehensive Income
For the year ended 31 December 2025

Statement of Comprehensive Income
Continuing Operations

In thousands of dollars	Note	Group 2025	Group 2024
Property sales		34,549	46,049
Rental income		3,568	3,010
Revenue		**38,117**	**49,059**
Cost of sales		(17,205)	(19,274)
Gross profit		**20,912**	**29,785**
Other income		19	28
Administrative expenses	3, 4	(1,270)	(1,070)
Property expenses		(864)	(712)
Selling expenses		(1,025)	(1,291)
Other expenses	3, 4	(2,737)	(2,351)
Results from operating activities		**15,035**	**24,389**
Finance income	5	407	2,381
Finance costs	5	(8)	(9)
Net finance income		**399**	**2,372**
Profit before income tax		**15,434**	**26,761**
Income tax expense	6	(4,368)	(11,380)
Profit for the period		**11,066**	**15,381**
Total comprehensive income for the period		**11,066**	**15,381**
Profit Attributable to:			
Equity holders		11,066	15,381
Total comprehensive income attributable to:			
Equity holders		**11,066**	**15,381**
Basic and diluted earnings per share (cents per share)	13	3.78	5.28

The accompanying notes form part of and should be read in conjunction with these financial statements.

CDL Investments New Zealand Limited
Consolidated Statement of Changes in Equity
For the year ended 31 December 2025

Statement of Changes in Equity

In thousands of dollars	Note	Group Share Capital	Retained Earnings	Total Equity
Balance at 1 January 2024		67,318	246,407	313,725
Total comprehensive income for the period				
Profit for the period		-	15,381	15,381
Total comprehensive income for the period		**-**	**15,381**	**15,381**
Transactions with owners of the Company				
Shares issued under dividend reinvestment plan	13	723	-	723
Dividend to shareholders	13	-	(10,177)	(10,177)
Supplementary dividend	13	-	(221)	(221)
Foreign investment tax credits	13	-	221	221
Balance at 31 December 2024		**68,041**	**251,611**	**319,652**
Balance at 1 January 2025		68,041	251,611	319,652
Total comprehensive income for the period				
Profit for the period		-	11,066	11,066
Total comprehensive income for the period		**-**	**11,066**	**11,066**
Transactions with owners of the Company				
Shares issued under dividend reinvestment plan	13	674	-	674
Dividend to shareholders	13	-	(10,214)	(10,214)
Supplementary dividend	13	-	(229)	(229)
Foreign investment tax credits	13	-	229	229
Balance at 31 December 2025		**68,715**	**252,463**	**321,178**

The accompanying notes form part of and should be read in conjunction with these financial statements.

CDL Investments New Zealand Limited
Consolidated Statement of Financial Position
As at 31 December 2025

Statement of Financial Position

In thousands of dollars	Note	Group 2025	Group 2024
SHAREHOLDERS' EQUITY			
Issued capital	13	68,715	68,041
Retained earnings		252,463	251,611
Total equity		**321,178**	**319,652**
Represented by:			
NON CURRENT ASSETS			
Property, plant and equipment		87	70
Development property	8	257,854	222,077
Investment property	9	35,525	36,301
Investment in associate		2	2
Total non current assets		**293,468**	**258,450**
CURRENT ASSETS			
Cash and cash equivalents	12	13,440	32,803
Short term deposits	12	484	484
Trade and other receivables	11	6,613	7,517
Development property	8	17,620	29,368
Total current assets		**38,157**	**70,172**
Total assets		**331,625**	**328,622**
NON CURRENT LIABILITIES			
Deferred tax liabilities	10	4,432	4,354
Lease Liability		26	23
Total non current liabilities		**4,458**	**4,377**
CURRENT LIABILITIES			
Trade and other payables	14, 16	4,860	2,154
Employee entitlements		152	151
Income tax payable		947	2,254
Lease Liability		30	34
Total current liabilities		**5,989**	**4,593**
Total liabilities		**10,447**	**8,970**
Net assets		**321,178**	**319,652**

For and on behalf of the Board

D JAMESON, DIRECTOR, 24 February 2026

J ELRICK, DIRECTOR, 24 February 2026

The accompanying notes form part of and should be read in conjunction with these financial statements.

CDL Investments New Zealand Limited
Consolidated Statement of Cash Flows
For the year ended 31 December 2025

Statement of Cash Flows

In thousands of dollars	Note	Group 2025	Group 2024
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash was provided from:			
Receipts from Customers		40,490	48,007
Interest Received		409	2,850
Cash was applied to:			
Payments to suppliers		(28,051)	(27,317)
Payments to employees	4	(1,657)	(1,286)
Deposits paid on unconditional contracts for development land		-	(663)
Purchase of development land		(14,811)	(23,720)
Income tax paid		(5,370)	(6,000)
Net cash outflow from operating activities		**(8,990)**	**(8,129)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Cash was provided from:			
Short term deposits		-	50,000
Cash was applied to:			
Development of investment property	9	(535)	(1,017)
Purchase of plant and equipment		(25)	(2)
Short term deposits		-	(484)
Net cash (outflow)/inflow from investing activities		**(560)**	**48,497**
CASH FLOWS FROM FINANCING ACTIVITIES			
Cash was applied to:			
Dividend paid		(9,540)	(9,454)
Principal repayment of lease liability		(36)	(40)
Lease liability interest component		(8)	(9)
Supplementary dividend paid		(229)	(221)
Net cash outflow from financing activities		**(9,813)**	**(9,724)**
Net increase/(decrease) in cash and cash equivalents		(19,363)	30,644
Add opening cash and cash equivalents		32,803	2,159
Closing cash and cash equivalents	12	**13,440**	**32,803**

The accompanying notes form part of and should be read in conjunction with these financial statements.

KPMG

CDL Investments New Zealand Limited
Consolidated Statement of Cash Flows - continued
For the year ended 31 December 2025

In thousands of dollars	Note	Group 2025	Group 2024
RECONCILIATION OF PROFIT FOR THE PERIOD TO CASH FLOWS FROM OPERATING ACTIVITIES			
Net profit after taxation		11,066	15,381
Adjusted for non cash items:			
Depreciation of investment property		554	550
Depreciation of plant and equipment		7	8
Depreciation of right-of-use assets		37	39
Income tax expense	6	4,368	11,380
Interest Expense		8	9
Adjustments for movements in working capital:			
Decrease / (Increase) in receivables		1,661	(939)
Increase in development property		(24,027)	(26,904)
Increase/(decrease) in payables		2,706	(1,653)
Cash consumed from operating activities		**(3,620)**	**(2,129)**
Income tax paid		(5,370)	(6,000)
Cash outflow from operating activities		**(8,990)**	**(8,129)**

The accompanying notes form part of and should be read in conjunction with these financial statements.

MATERIAL ACCOUNTING POLICIES

REPORTING ENTITY

CDL Investments New Zealand Limited (the "Company") is a company domiciled in New Zealand, registered under the Companies Act 1993 and listed on the New Zealand Stock Exchange. The Company is a FMC Reporting Entity in terms of the Financial Markets Conduct Act 2013 and the Financial Reporting Act 2013.

The financial statements of the Company for the year ended 31 December 2025 comprises the Company and its subsidiary (together referred to as the "Group"). The registered office is located at Level 7, 23 Customs Street East, Auckland, New Zealand.

The principal activities of the Group are the development and sale of residential land properties and rental income from the ownership of development properties and investment properties comprising commercial warehousing and retail shops.

(a) Statement of compliance

The financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice ("NZ GAAP"). They comply with New Zealand equivalents to International Financial Reporting Standards ("NZ IFRS") and other applicable Financial Reporting Standards, as appropriate for Tier 1 profit-oriented entities. The financial statements also comply with International Financial Reporting Standards ("IFRS").

The financial statements were authorised for issuance on 24 February 2026.

(b) Basis of preparation

The financial statements are presented in New Zealand Dollars ($), which is the Company's functional currency. All financial information presented in New Zealand dollars has been rounded to the nearest thousand, unless otherwise indicated.

The financial statements have been prepared on the historical cost basis and on a going concern basis except where IFRS requires fair value to be used.

The preparation of financial statements in conformity with NZ IFRS requires management to make judgements, estimates and assumptions that affect the application of company policies and reported amounts of assets and liabilities, income and expenses. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future period affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in Note 2 – Accounting Estimates and Judgements.

(c) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Intragroup balances and any unrealised gains and losses or income and expenses arising from intragroup transactions, are eliminated in preparing these consolidated financial statements.

(d) Property, plant and equipment

Items of property, plant and equipment are stated at cost less accumulated depreciation. The cost of purchased property, plant and equipment is the value of the consideration given to acquire the assets and the value of other directly attributable costs, which have been incurred in bringing the assets to the location and condition necessary for their intended service. Depreciation on assets is calculated using the straight-line method to allocate cost to their residual values over their estimated useful lives, as follows:

Buildings	50 years
Building surfaces and finishes	30 years
Building services	20 - 30 years
Plant and equipment	3 - 10 years

Material accounting policies - continued

No residual values are ascribed to building surfaces and finishes. Residual values ascribed to building core depend on the nature, location and tenure of each property. Depreciable values of 2% are ascribed to building core.

(e) Revenue

Revenue represents amounts derived from land and property sales and is recognised when the customer obtains control of the property and is able to direct and obtain the benefits from the property at a point in time. The customer gains control of the property when the Company receives full and final consideration for the property and the Company transfers over the Certificate of Title.

The Group grants settlement terms of up to 12 months on certain sections as part of the agreement for sale and purchase for unconditional sales. In some instances, the acquirers are permitted access to the residential sections for building activities prior to settlement. However, the acquirer does not obtain substantially all of the remaining benefits of the asset until final settlement of the land and the title has passed.

Rental income from investment properties under operating leases is recognised over time on a straight-line basis over the term of the lease to the extent that future rental increases are known with certainty. Lease incentives granted are recognised as an integral part of the total rental income.

(f) New standards and interpretations not yet adopted

A number of amendments to standards are effective for annual periods beginning after 1 January 2026 and earlier application is permitted. The Group has not early adopted the amended standards in preparing the consolidated financial statements. The Group will be adopting the amended standards from 1 January 2027.

The Group is in the process of finalising the evaluation of impact from the following new and amended standards, including changes in the Presentation and Disclosure in Financial Statements in line with NZ IFRS 18.

1. *Amendments to NZ IFRS 9 and NZ IFRS 7 Classification and Measurement of Financial Instruments*
2. *Annual Improvements to NZ IFRS Accounting Standards - Volume 11*
3. *NZ IFRS 18 Presentation and Disclosure in Financial Statements*

(g) New currently effective standards

The Group adopted all amended standards that became effective during the prior reporting period, specifically FRS-44 New Zealand Additional Disclosures of Fees for Audit Firms' Services. However, these new standards did not have any impact on the financial position, performance and cash flows of the Group.

The Group has adopted the International Tax Reform – Pillar Two Model Rules – Amendments to NZ IAS 12 approved by the New Zealand External Reporting Board from the issuance date of 10 August 2023. The amendments provide a temporary mandatory exception from deferred tax accounting and require new disclosures in the annual financial statements in relation to the implementation of the Pillar Two Model Rules published by the Organisation for Economic Co-operation and Development. The Group has applied the exception with immediate effect. The mandatory exception applies retrospectively. The group has a presence in jurisdictions that have enacted or substantively enacted legislation in relation to the Pillar Two model rules. The ultimate parent of the group also being captured under the said rule in their country of operation. Refer to income tax note 6 for further information.

1. SEGMENT REPORTING

Operating segments

The operating segments of the Group consists of property operations, comprising the development and sale of residential land sections and rental income from investment properties.

The Group has determined that its chief operating decision maker is the Board of Directors on the basis that it is this group which determines the allocation of resources to segments and assesses their performance.

An operating segment is a distinguishable component of the Group:

- that is engaged in business activities from which it earns revenues and incurs expenses,
- whose operating results are regularly reviewed by the Group's chief operating decision maker to make decisions on resource allocation to the segment and assess its performance, and
- for which discrete financial information is available.

	Residential land development		Investment property		Group	
In thousands of dollars	2025	2024	2025	2024	2025	2024
External revenue	34,970	46,313	3,147	2,746	38,117	49,059
Earnings before interest, depreciation, amortisation & tax	12,493	22,255	3,140	2,731	15,633	24,986
Finance income	407	2,381	-	-	407	2,381
Finance costs	(8)	(9)	-	-	(8)	(9)
Depreciation and amortisation	(7)	(8)	(554)	(550)	(561)	(558)
Depreciation of right-of-use assets	(37)	(39)	-	-	(37)	(39)
Profit before income tax	12,848	24,580	2,586	2,181	15,434	26,761
Income tax expense	(3,644)	(6,852)	(724)	(4,528)	(4,368)	(11,380)
Profit after income tax	9,204	17,728	1,862	(2,347)	11,066	15,381
Cash & cash equivalents and short term bank deposits	13,924	33,287	-	-	13,924	33,287
Investment in associates	2	2	-	-	2	2
Other segment assets	282,174	259,032	35,525	36,301	317,699	295,333
Total assets	296,100	292,321	35,525	36,301	331,625	328,622
Segment liabilities	(5,068)	(2,362)	-	-	(5,068)	(2,362)
Tax liabilities	(884)	(2,229)	(4,495)	(4,379)	(5,379)	(6,608)
Total liabilities	(5,952)	(4,591)	(4,495)	(4,379)	(10,447)	(8,970)
Plant and equipment expenditure	25	2	-	-	25	2
Investment property expenditure	-	-	535	1,017	535	1,017
Residential land development expenditure	26,424	22,458	-	-	26,424	22,458
Purchase of land for residential land development	14,811	23,720	-	-	14,811	23,720

Geographical segments

Segment revenue is based on the geographical location of the segment assets. All segment revenues are derived in New Zealand.

Segment assets are based on the geographical location of the development property. All segment assets are located in New Zealand.

The Group has no major customer representing greater than 10% of the Group's total revenues.

2. ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below:

- The assessment of impairment indicators for investment properties (refer to note 9 for key assumptions and estimates used).
- Determining the net realisable value of development property to identify any impairment.

Management discussed with the Audit Committee the development, selection and disclosure of the Group's critical accounting policies and estimates and the application of these policies and estimates.

Key sources of estimation uncertainty

The Group is exposed to a risk of impairment to development properties should the carrying value exceed the net realisable value due to market fluctuations in the value of development properties. There are no indicators of impairment as assessed by management. In addition, the Group has engaged an independent valuer to corroborate the net realisable value base exceeding the carrying value of development properties and confirm the absence of impairment (see Note 8).

The valuer adopts the Sales Comparison Approach to determine rates per hectare/per square metre for block land holdings in addition to recent section sales to derive the gross realisation values. The net realisable values are determined from gross realisation values after deducting appropriate selling costs.

For residential land under development or is due to commence development in the short term, the valuer adopts the Residual Subdivision Approach. This approach considers the gross realisation values of the sections less costs associated with development including GST, sales commissions, legal fees, civil and development costs including Council contributions, professional fees, and contingency allowances. In addition, holding costs are deducted for the estimated timing of development and sell down periods.

In both valuation approaches, the valuer makes assumptions relating to section prices, sell down periods, consumer confidence, unemployment rates, interest rates, and external economic factors. These assumptions are sensitive to economic factors such as net migration, Official Cash Rate set by the Reserve Bank, inflation, residential market activity, and business confidence.

The Group is also exposed to a risk of impairment to investment properties should the carrying value exceed the recoverable amount due to market fluctuations in the value of investment properties. However, there are no indicators of impairment. The recoverable amount determined by an independent registered valuer exceeds the carrying value of investment properties (see Note 9). In determining the recoverable amount, the valuer adopted primarily the income capitalisation approach with discounted cash flow and depreciated replacement cost approaches used to corroborate. The income capitalisation approach assessed market rent for each asset is capitalised in perpetuity from the valuation date at an appropriate capitalisation rate. The adopted capitalisation rate reflects the nature, location, and tenancy profile of the property together with current market investment criteria as evidenced by recent sales.

Climate-related disclosure

The Group continues to assess the impact of climate change on its business and its tangible assets. Climate change poses significant risks and challenges for the land development industry (residential and commercial), as it affects the physical, operational, and financial aspects of land development. Extreme weather events, such as floods, storms, heatwaves, and droughts, can damage existing infrastructure, disrupt the supply chain, reduce the ability to conduct and complete works, and increase the insurance and development and acquisition costs. While property developers and landowners are increasingly cognisant of the climate-related impacts on their properties, the investment community have yet to price in the climate-related impacts on asset values. This means that the current market value of residential and commercial land may not reflect the potential losses or gains associated with their exposure to climate risks or their adoption of sustainability measures, decarbonisation initiatives, and sound environmental stewardship. While valuers have made no explicit adjustments to the recoverable amount of the selected properties in respect of climate change matters, it is anticipated that climate change may have a greater influence on valuations in the future as investment markets place a greater emphasis on climate change and a property's environmental resilience and credentials. Known climate risks are reflected in the adopted capitalisation and discount rates.

3. ADMINISTRATIVE AND OTHER EXPENSES

The following items of expenditure are included in administrative and other expenses:

In thousands of dollars	Note	Group 2025	Group 2024
Fees incurred for services received from audit firm			
- Audit fees current year		100	104
- Out of scope audit fees relating to prior year		-	6
- Tax preparation services & GST advice		21	4
- Greenhouse gas reporting assurance		4	26
Non audit firm sustainability advisory		139	-
Depreciation		598	597
Directors' fees	16	145	126
Rental payments		90	90

4. PERSONNEL EXPENSES

In thousands of dollars	Group 2025	Group 2024
Wages and Salaries	1,371	1,045
Employee related expenses and benefits	281	236
Increase in liability for long-service leave	7	5
	1,659	**1,286**

The Group's net obligation in respect of long-term service benefits, is the amount of future benefit that employees have earned in return for their service in the current and prior periods. The obligation is calculated using their expected remunerations and an assessment of likelihood the liability will arise.

5. NET FINANCE INCOME

In thousands of dollars	Group 2025	Group 2024
Finance income	407	2,381
Finance costs	(8)	(9)
Net finance income	**399**	**2,372**

Finance income comprises interest receivable on funds invested that are recognised in profit or loss. Interest income is recognised in profit or loss as it accrues, using the effective interest method.

Finance costs comprises interest costs on lease liabilities that are recognised in the income statement.

6. INCOME TAX EXPENSE

Recognised in the statement of comprehensive income

In thousands of dollars	Group 2025	Group 2024
Current tax expense		
Current year	4,245	7,336
Adjustments for prior years	46	(26)
	4,291	7,310
Deferred tax expense		
Origination and reversal of temporary differences	77	4,070
	77	4,070
Total income expense in the statement of comprehensive income	4,368	11,380

6. INCOME TAX EXPENSE - continued

Reconciliation of effective tax rate

In thousands of dollars	Group	
	2025	2024
Profit before income tax	15,434	26,762
Income tax using the company tax rate of 28% (2024: 28%)	4,322	7,493
Removal of deductibility of tax depreciation for industrial and commercial buildings	-	3,913
Adjustment in respect of prior years	46	(26)
	4,368	11,380
Effective tax rate (excluding one-off changes on tax depreciation impact related to 2024)	28%	28%

Income tax for the year comprises current and deferred tax. Income tax is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or in other comprehensive income.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The temporary differences relating to investments in subsidiaries are not provided for to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Removal of tax depreciation on commercial and industrial buildings

From the 2020/21 tax year, the Group has been depreciating its commercial and industrial buildings on a 2% diminishing value basis, following the reinstatement of tax depreciation for buildings with a useful life of 50 years or more as part of the government's COVID-19: Economic Response Package.

Effective from 1 April 2024, the tax depreciation rate reverted to 0%, impacting the tax value of buildings held from the 2024/25 tax year onwards. The Group recognises deferred tax on temporary differences at the tax rates expected to apply when these differences reverse, using the tax rates enacted or substantively enacted at the balance sheet date. The change in tax legislation effective from 1 April 2024 eliminates the tax base of commercial and industrial buildings, thereby creating a temporary difference that leads to a deferred tax liability. This liability is recognised unless the initial recognition exemption (IRE) under NZ IAS 12 applies, which precludes the recognition of deferred tax on initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither accounting nor taxable profit and is a non-cash item.

Deferred Tax on Buildings

The impact of the removal of tax depreciation on commercial and industrial buildings, which reduced the tax base to nil creating a significant taxable temporary difference for the investment properties, irrespective of their date of acquisition. The recognition of this temporary difference as a deferred tax liability depends on whether the buildings were acquired through business combination and whether the initial recognition exception (IRE) in NZ IAS 12 was previously applied.

The change in tax legislation effective from 1 April 2024 eliminates the tax base for these assets, thereby creating a temporary difference that leads to a deferred tax liability (DTL). As part of recognising the DTL, a one-off tax expense of $3.9m was recognised within the year ended 31 December 2024.

6. INCOME TAX EXPENSE - continued

Pillar 2

The ultimate parent of the Group operates in multiple jurisdictions, some of which have enacted or substantively enacted tax legislation to implement the Pillar Two Model Rules from a date commencing on or after 1 January 2024. As the Pillar Two Model Rules are not effective in New Zealand, for the current financial year, there is no current tax impact in the Group's financial statements for the year ended 31 December 2025. The Group has applied a temporary mandatory exception from deferred tax accounting in respect of the Pillar Two Model Rules and will account for any top-up tax liabilities arising from the application of the rules as a current tax when it is incurred. Under the Pillar Two Model Rules, the Group will be required to pay a top-up tax if the effective tax rate per jurisdiction (calculated using the prescribed approach) is below the 15% minimum rate.

The group continues to monitor and evaluate the domestic implementation of the Pillar Two rules in the jurisdictions in which it operates. The group's potential exposure to Pillar Two taxes, based on legislation that is enacted or substantively enacted, is not expected to be material.

7. IMPUTATION CREDITS

In thousands of dollars	Group	
	2025	2024
Imputation credits available for use in subsequent periods	100,133	98,506

8. DEVELOPMENT PROPERTY

In thousands of dollars	Group	
	2025	2024
Expected to settle greater than one year	257,854	222,077
Expected to settle within one year	17,620	29,368
Development property	275,474	251,445

Development property is carried at the lower of cost and net realisable value. Cost includes the cost of acquisition, development, and holding costs such as interest. Interest and other holding costs incurred after completion of development are expensed as incurred. All holding costs are written off through profit or loss in the year incurred with the exception of interest holding costs which are capitalised during the period when active development is taking place. No interest (2024: nil) has been capitalised during the year.

The Group's inventory of development property is reviewed at each balance date to ensure its carrying amount is recorded at the lower of its cost and net realisable value. The net realisable value of the development property is the estimated selling price in the ordinary course of business less the estimated costs of completion and costs necessary to make the sale. The determination of net realisable value of inventory involves estimates taking into consideration prevailing market conditions, current prices and expected date of commencement and completion of the project, the estimated future selling price, cost to complete projects and selling costs. An impairment loss is recognised in the income statement to the extent that the carrying value of development property exceeds its estimated net realisable value. Across the development portfolio there were no indicators of impairment. The annual process of independent valuations being carried out by Extensor Advisory Limited corroborates the Group's development property balances carried. The management team evaluate the assessment of impairment indicators and confirm the recorded development property balance is lower than the net realisable value.

9. INVESTMENT PROPERTY

In thousands of dollars	Group			
	Freehold Land	Buildings	Work in Progress	Total
Cost				
Balance at 1 January 2024	659	36,717	-	37,376
Additions	-	-	1,017	1,017
Transfers between categories	-	-	-	-
Balance at 31 December 2024	659	36,717	1,017	38,393
Balance at 1 January 2025	659	36,717	1,017	38,393
Additions	-	-	535	535
Reclassify to other assets	-	-	(757)	(757)
Transfers between categories	-	118	(118)	-
Balance at 31 December 2025	659	36,835	677	38,171
Depreciation and impairment losses				
Balance at 1 January 2024	-	(1,542)	-	(1,542)
Depreciation charge for the year	-	(550)	-	(550)
Balance at 31 December 2024	-	(2,092)	-	(2,092)
Balance at 1 January 2025	-	(2,092)	-	(2,092)
Depreciation charge for the year	-	(554)	-	(554)
Balance at 31 December 2025	-	(2,646)	-	(2,646)
Carrying amounts				
Balance at 1 January 2024	659	35,175	-	35,834
Balance at 31 December 2024	**659**	**34,625**	**1,017**	**36,301**
Balance at 1 January 2025	659	34,625	1,017	36,301
Balance at 31 December 2025	**659**	**34,189**	**677**	**35,525**

Investment properties are stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation on the investment properties is computed by asset classes using the policy disclosed in Note (d). Cost includes expenditure that is directly attributable to the acquisition of the investment properties. Costs of self-constructed investment properties include costs of materials and direct labour, any other costs directly attributable to bringing the investment properties to a working condition for their intended use and capitalised borrowing costs. Gains and losses on disposal of investment properties (calculated as the difference between the net proceeds from disposal and the carrying amounts of the investment properties) are recognised in the profit and loss.

Investment properties consist of commercial warehousing at Wiri in Auckland, retail shops at Prestons Park in Christchurch, and retail shops at Stonebrook in Rolleston which are fully operational. Investment properties are properties held either to earn rental income or capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods and services, or for administrative purposes.

Impairment

During the year, management performed an assessment of indicators of impairment which includes annual reviews of the carrying amounts of investment properties. No indicators of impairment were identified.

The fair value of investment properties held at 31 December 2025 was determined by an independent registered valuer, DM Koomen SPINZ of Extensor Advisory Limited as $69.9 million (2024: $65.1 million). The fair value measurement was categorised as Level 3 (highest of the fair value hierarchy) based on the inputs to the valuation methodology used i.e. primarily the income capitalisation approach with discounted cash flow and depreciated replacement cost approaches used to corroborate.

9. INVESTMENT PROPERTY – Impairment – continued

Average market capitalisation rates appropriate to the properties range from 5.00% to 6.88% (2024: 4.50% to 7.25%). Average market rent per square metre rates appropriate to the properties range from $275 to $476 (2024: $263 to $450). There is no impairment expense recognised in the period (2024: no impairment).

Operating leases

The Group leases out its investment property. The Group has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

Rental income recognised by the Group during 2025 was $3.1 million (2024: $2.7 million).

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date:

In thousands of dollars	Group	
	2025	2024
Within 1 Year	3,336	2,745
More than 1 year but within 2 years	3,377	2,793
More than 2 years but within 3 years	3,339	2,835
More than 3 years but within 4 years	2,359	2,784
More than 4 years but within 5 years	814	1,947
After 5 years	787	708
	14,012	**13,812**

10. DEFERRED TAX ASSETS AND LIABILITIES

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

In thousands of dollars	Group					
	Assets		Liabilities		Net	
	2025	2024	2025	2024	2025	2024
Investment Property	-	-	(4,495)	(4,379)	(4,495)	(4,379)
Development Property	-	-	(81)	(81)	(81)	(81)
Employee Benefits	144	106	-	-	144	106
Net tax assets/(liabilities)	**144**	**106**	**(4,576)**	**(4,460)**	**(4,432)**	**(4,354)**

Movement in deferred tax balances during the year

In thousands of dollars	Group		
	Balance at 1 Jan 2024	Recognised in profit or loss	Balance at 31 Dec 2024
Investment Property	(345)	(4,034)	(4,379)
Development Property	(81)	-	(81)
Employee Benefits	142	(36)	106
	(284)	**(4,070)**	**(4,354)**

Movement in deferred tax balances during the year

In thousands of dollars	Group		
	Balance at 1 Jan 2025	Recognised in profit or loss	Balance at 31 Dec 2025
Investment Property	(4,379)	(116)	(4,495)
Development Property	(81)	-	(81)
Employee Benefits	106	38	144
	(4,354)	**(78)**	**(4,432)**

11. TRADE AND OTHER RECEIVABLES

In thousands of dollars	Group	
	2025	2024
Trade receivables	403	672
Sundry receivables	4,017	4,506
Prepayments, bonding & others	2,193	2,339
Trade and other receivables	**6,613**	**7,517**

Trade and other receivables are stated at their cost less impairment losses. The Group applies the simplified approach to providing for expected credit losses prescribed by NZ IFRS 9, which permits the use of the lifetime expected credit loss provision for all trade receivables. The allowance for doubtful debts on trade receivables are either individually or collective assessed based on number of days overdue. The Group takes into account the historical loss experience and incorporates forward looking information and relevant macroeconomic factors. Based on this view, none of the trade and other receivables are impaired.

12. CASH AND CASH EQUIVALENTS

In thousands of dollars	Group	
	2025	2024
Bank balances	13,440	32,803
Call deposits	484	-
Cash and cash equivalents	**13,924**	**32,803**

Cash and cash equivalents comprise cash balances and call deposits with an original maturity of three months or less.

13. CAPITAL AND RESERVES

Share capital

	Company			
	2025	2025	2024	2024
	Shares '000s	$000's	Shares '000s	$000's
Shares Issued 1 January	291,824	68,041	290,785	67,318
Issued under dividend reinvestment plan	849	674	1,039	723
Total shares issued and outstanding	**292,673**	**68,715**	**291,824**	**68,041**

All shares carry equal rights and rank pari passu with regard to residual assets of the Company and do not have a par value. At 31 December 2025, the authorised share capital consisted of 292,672,296 fully paid ordinary shares (2024: 291,823,552).

Dividend Reinvestment Plan

In 1998, the Company adopted a Dividend Reinvestment Plan pursuant to which shareholders may elect to receive ordinary dividends in the form of either cash or additional shares in the Company. The additional shares are issued at the weighted average market price for the shares traded over the first five business days immediately following the Record Date.

Accordingly, the Company issued 848,744 additional shares under the Dividend Reinvestment Plan on 16 May 2025 (2024: 1,038,719) at a strike price of $0.7947 per share issued (2024: $0.6961).

13. CAPITAL AND RESERVES - continued

Dividends

The following dividends were declared and paid during the year 31 December 2025:

In thousands of dollars	Company	
	2025	2024
3.5 cents per qualifying oridnary share (2024: 3.5 cents)	10,214	10,177
	10,214	**10,177**

The following dividends were declared by the directors on 24 February 2026. The dividends have not been provided for and there are no income tax consequences. It is anticipated that a portion of the dividends declared will be paid by way of shares through the Dividend Reinvestment Plan.

In thousands of dollars	Company
	2025
1.0 cents ordinary dividend per qualifying ordinary share	2,927
1.0 cents total dividend per qualifying ordinary share	**2,927**

Basic and diluted earnings per share

The basic earnings per share and the diluted earnings per share are the same. The calculation of basic and diluted earnings per share at 31 December 2025 was based on the profit attributable to ordinary shareholders of $11,066,000 (2024: $15,381,000); and weighted average number of ordinary shares outstanding during the year ended 31 December 2025 of 292,389,381 (2024: 291,477,312), calculated as follows:

Profit attributable to ordinary shareholders (basic & diluted)

In thousands of dollars	Group	
	2025	2024
Profit for the period	11,066	15,381
Profit attributable to ordinary shareholders	**11,066**	**15,381**

Weighted average number of ordinary shares

	Company	
	2025	2024
	Shares '000s	Shares '000s
Issued ordinary shares at 1 January	291,824	290,785
Effect of 1,038,719 shares issued in May 2024	-	692
Effect of 848,744 shares issued in May 2025	530	-
Weighted average number of ordinary shares at 31 December	**292,354**	**291,477**

Earnings per share (basic & diluted)

	Group	
	2025	2024
Basic and Diluted Earnings per share (cents per share)	3.78	5.28

Supplementary dividend and foreign investment tax credit

The Company pays a supplementary dividend to portfolio non-resident investors to offset non-resident withholding tax payable on imputed dividends from the Company. Under the foreign investor tax credit (FITC) rules, the Company receives a tax credit equal to the supplementary dividend paid. The supplementary dividend is based on the amount of imputation credit attached to the dividend.

14. FINANCIAL INSTRUMENTS

The Group only holds non-derivative financial instruments which comprise trade and other receivables, cash and cash equivalents, short term deposits, and trade and other payables.

Non-derivative financial instruments are typically recognised at fair value. After an initial recognition, non-derivative financial instruments deemed financial assets are characterised at amortised cost; FVOCI- debt investment; FVOCI-equity investment; or FVTPL. Non-derivative financial instruments deemed financial liabilities are characterised amortised cost or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and not designated at FVTPL:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows: and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets are derecognised if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfer the financial asset to another party without retaining control or substantially all risks and rewards of the asset.

Financial liabilities are derecognised if the Group's obligations specified in the contract expire or are discharged or cancelled.

In thousands of dollars	Note	Group 2025	Group 2024*
Financial Assets			
Cash and cash equivalents	12	13,440	32,803
Short term deposits	12	484	484
Trade and other receivables	11	1,137	1,653
Financial Liabilities			
Trade payables		2,622	936
Related party payables	16	116	-
Other accruals & provisions		1,122	811

* These prior period comparative amounts have been restated to exclude non-financial assets and liabilities such as prepayments, deposits paid for asset purchases and revenue in advance.

Credit risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount. The Group does not require collateral in respect of financial assets. Exposure to credit and interest rate risks arises in the normal course of the Group's business.

The key factor in managing risk is that the Certificate of Title is only transferred to the purchaser when all cash is received in full upon settlement.

The Group's exposure to credit risk is mainly influenced by its customer base. As such it is concentrated to the default risk of its industry. However, geographically there is no credit risk concentration as the Company spreads the risk by operating in three regions in the North Island and one region in the South Island.

Cash, cash equivalents, and term deposits are allowed only in liquid securities and only with counterparties (minimum rating of Moody's Aa3) that have a credit rating equal to or better than the Group. Given their high credit ratings, management does not expect any counterparty to fail to meet its obligations.

At the balance date there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset.

Interest rate risk

The Group has no debt (2024: nil) and is only exposed to movements in interest rates on short-term investments which is explained in the sensitivity analysis. Interest income is earned on the cash and cash equivalent balance and the short-term deposits balance.

14. FINANCIAL INSTRUMENTS - continued

Sensitivity analysis

The Group manages interest rate risk by maximising its interest income through forecasting its cash requirements and cash inflows. Over the longer-term, however, permanent changes in interest rates will have an impact on profit.

An increase of one percentage point in interest rates would have increased the Group's profit before income tax by $118,640 (2024: $473,000) in the current period. Conversely, a decrease of one percentage point in interest rates would have decreased the Group's profit before income tax by $118,640 (2024: $473,000) in the current period.

Effective interest and repricing analysis

In respect of income earning financial assets, the following tables indicate the effective interest rates at the balance sheet date and the periods in which they reprice.

In thousands of dollars		Group							
		2025				2024			
	Note	Effective interest rate	Total	6 months or less	6-12 months	Effective interest rate	Total	6 months or less	6-12 months
Cash and cash equivalents	12	0.00% to 4.25%	13,440	13,440	-	0.00% to 4.25%	32,803	32,803	-
Short term deposits		3.51% to 3.74%	484	-	484	5.24% to 5.46%	484	75	409
			13,924	13,440	484		33,287	32,878	409

Liquidity risk

Liquidity risk represents the Group's ability to meet its contractual obligations. The Group evaluates its liquidity requirements on an ongoing basis. In general, the Group generates sufficient cash flows from its operating activities to meet its obligations arising from its financial liabilities. It is the Group's policy to provide credit and liquidity enhancement only to wholly owned subsidiaries.

The following table sets out the contractual cash flows for all financial liabilities that are settled on a gross cash flow basis:

In thousands of dollars	Group					
	2025			2024		
	Balance Sheet	6 months or less	6-12 months	Balance Sheet	6 months or less	6-12 months
Trade and other payables	3,860	3,860	-	2,154	2,154	-
	3,860	**3,860**	**-**	**2,154**	**2,154**	**-**

Estimation of fair values

The following summarises the major methods and assumptions used in estimating the fair values of financial instruments reflected in the above tables.

(a) Cash, accounts receivable, accounts payable and related party receivables. The carrying amount for these balances approximate their fair value because of the short maturities of these items.

Capital management

The Group's capital includes share capital and retained earnings.

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The impact of the level of capital on shareholders' return is also recognised and the Group recognises the need to maintain a balance between the higher returns that might be possible with greater gearing and the advantages and security afforded by a sound capital position.

The Group is not subject to any external imposed capital requirements. The allocation of capital is, to a large extent, driven by optimisation of the return achieved on the capital allocated. The Group's policies in respect of capital management and allocation are reviewed regularly by the Board of Directors. There have been no material changes in the Group's management of capital during the period.

15. CAPITAL AND LAND DEVELOPMENT COMMITMENTS

As at 31 December 2025, the Group had entered into contractual commitments for development expenditure and unconditional purchases of land. Within the Groups land development commitments, two properties remain unconditional with extended settlement terms. CDI are yet to assume any control of these properties which govern their treatment as an asset and any financial liability. Development expenditure represents amounts contracted and forecast to be incurred in 2026 and future years in accordance with the Group's development programme.

In thousands of dollars	Group	
	2025	2024
Development expenditure	29,949	24,269
Land purchases	4,913	13,261
	34,862	**37,530**

16. RELATED PARTIES

Identity of related parties

The Company has a related party relationship with its wholly owned subsidiary, CDL Land New Zealand Limited, as well as a fellow subsidiary of its parent (see Note 17), and with its Directors and executive officer.

During the year, CDL Investments New Zealand Limited and its subsidiary has incurred costs from its parent, Millennium & Copthorne Hotels New Zealand Limited of $596,787 (2024: $685,000) for shared office expenses, insurance premiums and recoverable recharges passed through at cost. As of 31 December 2025, $480,870 of these related party transactions had been settled and $115,917 remained outstanding and are included in trade payables (2024: $ Nil).

Transactions with key management personnel

None of the Directors of the Company and their immediate relatives have control of the voting shares of the Company. Key management personnel include the Board comprising non-executive directors, executive director and executive officer.

The total remuneration and value of other benefits earned by each of the Directors of the Company for the year ending 31 December 2025 was:

In thousands of dollars	Group	
	2025	2024
Non-executive directors	145	126
Executive director	-	86
Executive officer	485	482
	630	**694**

Non-executive directors receive director's fees only. The executive officer received short-term employee benefits which include a base salary and an incentive plan. They do not receive remuneration or any other benefits as a director of the Company or its subsidiary.

Total remuneration of non-executive directors is included in "administrative and other expenses" (see Note 3) and total remuneration of executive director and executive officer is included in "personnel expenses" (see Note 4).

17. GROUP ENTITIES

Control of the Group

CDL Investments New Zealand Limited is a subsidiary of Millennium & Copthorne Hotels New Zealand Limited by virtue of Millennium & Copthorne Hotels New Zealand Limited owning 65.12% (2024: 65.31%) of the Company and having one out of five of the Directors on the Board. Millennium & Copthorne Hotels New Zealand Limited is 83.84% (2024: 75.86%) owned by CDL Hotels Holdings New Zealand Limited (computed on voting shares), which is a wholly owned subsidiary of Millennium & Copthorne Hotels Limited in the United Kingdom. The ultimate holding company is Hong Leong Investment Holdings Pte Ltd in Singapore.

During 2025, CDL Investments New Zealand Limited issued no additional shares (2024: Nil) to its parent, Millennium & Copthorne Hotels New Zealand Limited, under the Dividend Reinvestment Plan (see Note 13). The total shares on issue to Millennium & Copthorne Hotels New Zealand Limited is 190,591,297 (2024: 190,591,297).

18. CONTINGENT LIABILITIES

CDL Investments New Zealand Limited has a bank guarantee in place as a requirement of being listed on the New Zealand Stock Exchange. The maximum value of this guarantee is $75,000 (2024: $75,000).

19. SUBSEQUENT EVENTS

On 24 February 2026, an ordinary dividend of $0.01 per qualifying share was declared by the Directors (see Note 13).

Independent Auditor's Report

To the shareholders of CDL Investments New Zealand Limited

Report on the audit of the consolidated financial statements

Opinion

We have audited the accompanying consolidated financial statements which comprise:

- the consolidated statement of financial position as at 31 December 2025;
- the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended; and
- notes, including material accounting policy information and other explanatory information.

In our opinion, the accompanying consolidated financial statements of CDL Investments New Zealand Limited (the **Company**) and its subsidiaries (the **Group**) on pages 1 to 20 present fairly in all material respects:

- the Group's financial position as at 31 December 2025 and its financial performance and cash flows for the year ended on that date;
- In accordance with New Zealand Equivalents to International Financial Reporting Standards (**NZ IFRS**) issued by the New Zealand Accounting Standards Board and the International Financial Reporting Standards issued by the International Accounting Standards Board.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand) (**ISAs (NZ)**). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

We are independent of CDL Investments New Zealand Limited 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 the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (**IESBA Code**), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with Professional and Ethical Standards 1 and the IESBA Code.

Our responsibilities under ISAs (NZ) are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

Our firm has provided other services to the Group in relation to tax compliance and tax advisory services, as well as limited assurance work on climate related disclosure. Subject to certain restrictions, partners and employees of our firm may also deal with the Group on normal terms within the ordinary course of trading activities of the business of the Group. These matters have not impaired our independence as auditor of the Group. The firm has no other relationship with, or interest in, the Group.

Materiality

The scope of our audit was influenced by our application of materiality. Materiality helped us to determine the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and on the consolidated financial statements as a whole. The materiality for the consolidated financial statements as a whole was set at $1.3m determined with reference to a benchmark of the Group's profit before tax. We chose the benchmark because, in our view, this is a key measure of the Group's performance.

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Document classification: **KPMG Confidential**

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements in the current period. We summarise below those matters and our key audit procedures to address those matters in order that the shareholders as a body may better understand the process by which we arrived at our audit opinion.

Our procedures were undertaken in the context of and solely for the purpose of our audit opinion on the consolidated financial statements as a whole and we do not express discrete opinions on separate elements of the consolidated financial statements.

The key audit matter

How the matter was addressed in our audit

Capitalisation and allocation of development costs

Refer to Note 8 to the consolidated financial statements.

The group's development property comprises land and development costs incurred to develop land into subdivisions and individual properties for sale. The development property portfolio represents 83% of total assets on the consolidated Statement of Financial Position.

The capitalisation and allocation of development costs is a key audit matter as determining whether to capitalise or expense costs relating to the development of the land is subjective and depends on whether the costs are recoverable as costs of conversion. In addition, there is significant judgement in determining whether obligations exist for future costs and how to allocate capitalised development costs to individual properties or stages.

The key judgements used in this determination are:

- Whether costs are eligible for capitalisation under the relevant accounting standards
- The allocation of capitalised costs to the individual projects, stages and land lots and the associated recognition of cost of sales
- Whether a capitalised cost and the associated liability for future obligations should be recorded under the relevant accounting standard.

Our audit procedures included:

- Evaluating the Group's accounting policy for capitalisation of development costs against NZ IAS 2;
- Testing the design and implementation, as well as operating effectiveness of internal review of allocation of costs to projects or stages;
- Testing samples of capitalised development costs and vouched to supporting documents. For each selected sample, we:
  - Considered the nature of the costs capitalised and evaluated whether they are eligible for capitalisation under NZ IAS 2;
  - Assessed the appropriateness of the allocation of cost to the individual project and stages;
  - Compared the amount capitalised against amounts per supporting documents;
- Inspecting Sales and Purchase Agreements, settlement statements and cash payments for land acquisitions during the reporting period. We further assessed the accounting treatment for unsettled land acquisitions for which the Group has paid a deposit prior to the year-end;
- Performing analytical procedures to assess appropriateness of the margins across periods of sale;
- Performing a retrospective review of the forecast costs and cost of sales to assess management's ability to forecast future costs accurately based on readily available information;
- Evaluating the reasonableness of the Group's judgement to record liabilities for future obligations and that these have been appropriately measured and recorded in accordance with the applicable accounting standards;
- Assessing the accuracy and completeness of disclosures made in the Consolidated Financial Statements of the Group against results of our testing and against the requirements of the accounting standards.

Our testing did not identify any material exceptions related to the capitalisation of development costs, the allocation of those costs to individual project stages and the recognition of future development cost obligations.

Other information

The directors, on behalf of the Group, are responsible for the other information. The other information comprises the Directors' Review, NZX Results Announcement, and Media Release (but does not include the consolidated financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the Group's Annual Report, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover any 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 in the audit or otherwise appears materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to directors and use our professional judgement to determine the appropriate action to take.

Use of this independent auditor's report

This independent auditor's report is made solely to the shareholders. Our audit work has been undertaken so that we might state to the shareholders those matters we are required to state to them in the independent auditor's report and for no other purpose. To the fullest extent permitted by law, none of KPMG, any entities directly or indirectly controlled by KPMG, or any of their respective members or employees, accept or assume any responsibility and deny all liability to anyone other than the shareholders for our audit work, this independent auditor's report, or any of the opinions we have formed.

Responsibilities of directors for the consolidated financial statements

The directors, on behalf of the Group, are responsible for:

- the preparation and fair presentation of the consolidated financial statements in accordance with NZ IFRS issued by the New Zealand Accounting Standards Board and the International Financial Reporting Standards issued by the International Accounting Standards Board;
- implementing the necessary internal control to enable the preparation of a consolidated set of financial statements that is free from material misstatement, whether due to fraud or error; and
- assessing the ability of the Group to continue as a going concern. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate or to cease operations or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objective is:

- to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error; and
- to issue an independent auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance but it is not a guarantee that an audit conducted in accordance with ISAs NZ will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They 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 the consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is located at the External Reporting Board (XRB) website at:

https://www.xrb.govt.nz/standards/assurance-standards/auditors-responsibilities/audit-report-1-1/

This description forms part of our independent auditor's report.

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

For and on behalf of:

KPMG

KPMG
Auckland
24 February 2026

Results announcement

Results for announcement to the market		
Name of issuer	CDL Investments New Zealand Limited	
Reporting Period	12 months to 31 December 2025	
Previous Reporting Period	12 months to 31 December 2024	
Currency	NZD	
	Amount (000s)	**Percentage change**
Revenue from continuing operations	$38,136	(22.31%)
Total Revenue	$38,136	(22.31%)
Net profit/(loss) from continuing operations	$11,066	(28.05%)
Total net profit/(loss)	$11,066	(28.05%)
Interim/Final Dividend		
Amount per Quoted Equity Security	$0.01000000	
Imputed amount per Quoted Equity Security	$0.00388889	
Record Date	01 May 2026	
Dividend Payment Date	15 May 2026	
	Current period	**Prior comparable period**
Net tangible assets per Quoted Equity Security (in dollars and cents per security)	$1.097	$1.095
A brief explanation of any of the figures above necessary to enable the figures to be understood	Refer Directors' Review accompanying this announcement	
Authority for this announcement		
Name of person authorised to make this announcement	Abigail Wong	
Contact person for this announcement	Abigail Wong	
Contact phone number	09 353 5074	
Contact email address	Abbi.Wong@cdli.co.nz	
Date of release through MAP	24 February 2026	

Audited financial statements accompany this announcement.

DIRECTORS' REVIEW

Overview

The Board of CDL Investments New Zealand Limited ("CDI") reflects on a year in which the Company continued to progress its development programme and position the business for the future, against a backdrop of softer residential market conditions.

Throughout 2025, easing inflation and mortgage interest rates were not sufficient to materially lift purchaser confidence. Broader economic pressures continued to influence buying decisions, resulting in lower levels of transactional activity across the sector. In this environment, the Board's focus remained on disciplined capital management, progressing active developments, preserving balance sheet strength and flexibility, and capitalising on softer market conditions to pursue strategic portfolio acquisitions.

Financial performance

For the year ended 31 December 2025, CDI recorded a profit after tax of $11.1 million (2024: $15.4 million). Property sales and other income totalled $38.1 million (2024: $49.1 million), reflecting the subdued residential sales environment experienced throughout the year.

Shareholders' funds remained strong at $321.2 million (2024: $319.7 million), with total assets of $331.6 million (2024: $328.6 million). Net tangible assets per share at book value were 109.7 cents (2024: 109.5 cents), underlining the strength of the Company's asset base.

Development activity

Despite softer market conditions, CDI continued to advance its consented and active developments during the year.

Development progressed at Iona in Havelock North through Stages 1 and 2, while construction was completed at Prestons Park in Christchurch, with Stages 4 and 6 finalised. The Canterbury region continued to perform well for the Company, reflecting the benefits of CDI's regional diversification.

Construction of the land development phase also commenced at the Company's Wairakei Road industrial development in Christchurch, supporting the continued focus on diversification by expansion of the commercial and industrial portfolio.

The Company also entered into agreements to purchase strategic land holdings in Havelock North (0.36 ha) and Hamilton (1.63 ha), further strengthening CDI's position in relation to its Fast-track applications.

Development pipeline and planning environment

The timing of commencement of some future developments continues to be influenced by evolving planning and land-use settings at national and regional levels. This period of transition has required councils to reassess growth sequencing and land classifications, adding complexity and extending timeframes across the sector.

These factors have contributed to constraints within CDI's development pipeline which has resulted in CDI considering ways it can expedite inventory constraint issues. In response, CDI has maintained flexibility across its landholdings, carefully staged investment, and progressed consent pathways where possible to improve certainty of delivery.

During the year, the Company lodged a Fast-track application for its Arataki Road development in Havelock North and expects a decision in the first quarter of 2026. Progress also continued on preparations for Fast-track applications of the Company's large-scale residential and industrial development in Hamilton and its future urban land at Iona, Havelock North.

Portfolio diversification

CDI's industrial and commercial assets continued to provide earnings resilience during the year, reflecting a deliberate diversification strategy commenced in 2019 to moderate exposure to residential market cycles.

Our industrial assets at Wiri, Auckland remained fully tenanted, and retail leasing activity progressed our Prestons Park retail centre in Christchurch despite challenging retail sector conditions. The retail centre at our Stonebrook subdivision in Rolleston is fully leased. The Board considers this diversification an important contributor to the Company's ability to manage earnings volatility through the cycle.

People, governance and capability

During the year, CDI continued to invest in organisational capability to support its long-term strategy. At governance level, the Board was strengthened with the addition of independent non-executive director Julian Smith, who brings 15 years of governance, strategic and transformational experience. At an operational level, the appointment of a General Counsel and Company Secretary, and a Financial Controller were welcomed new members to the team.

These appointments build on CDI's existing governance and management capability and reflect the Board's focus on ensuring the Company remains well-equipped to manage regulatory, financial and operational requirements as the development pipeline progresses.

Outlook

Looking ahead, the Board remains cautiously optimistic while expecting any recovery in residential demand to be gradual over a period of time and influenced by broader economic conditions.

CDI enters the next financial year with a strong balance sheet, a refreshed and experienced Board and management team, and a development pipeline that supports long-term value creation. The Board remains focused on disciplined capital allocation, leveraging prevailing market conditions to make strategic acquisitions, progressing consented and Fast-track projects, and ensuring the Company is well-positioned for the future.



Desleigh Jameson
Board Chair
24 February 2026

24 February 2026

CDL INVESTMENTS REPORTS 2025 RESULT, PROGRESSES DEVELOPMENT PIPELINE

CDL Investments New Zealand Limited (NZX: CDI) today reported its financial results for the year ended 31 December 2025, reflecting subdued residential market conditions alongside continued progress across its active development portfolio and pipeline.

Chair Desleigh Jameson said 2025 had been a challenging year for the residential property sector, with market confidence remaining constrained despite easing inflation and mortgage interest rates.

“Cost-of-living pressures and broader economic uncertainty continued to influence purchasing decisions, with many buyers adopting a cautious, wait-and-see approach”, she said.

Against this backdrop, CDI reported profit after tax of $11.1 million (2024: $15.4 million) on property sales and other income of $38.1 million (2024: $49.1 million).

Dividend Announcement

The Board has taken a balanced approach to reward shareholders for another profitable year against the company’s need to retain cash to fund its forward development works, Fast-track projects and potential future acquisitions. The Board has resolved to provide shareholders a fully imputed ordinary dividend of 1 cent per share payable 15 May 2026.

The record date will be 1 May 2026. The Dividend Reinvestment Plan will apply to this dividend.

Active development delivery continues

Despite softer market conditions, CDI continued to advance its consented and active developments during the year.

At Iona in Havelock North, development progressed through Stages 1 and 2, while construction was completed at Stage 4 and 6 at Prestons Park in Christchurch. Christchurch has continued to perform well for the Company, reflecting the benefits of CDI’s regional diversification. Earthworks also commenced at the Company’s Wairakei Road industrial development in Christchurch, continuing momentum across CDI’s commercial and industrial portfolio.

Chief Executive Officer Jason Adams said the focus during the year had been on progressing developments that were construction-ready and aligned with long-term demand.

“While residential sales activity has been subdued, we have continued to advance our active developments and invest in the infrastructure that supports future growth”, he said.

Pipeline timing influenced by planning transition

Future developments continue to be influenced by evolving land-use and planning settings at national and regional levels. This period of transition has required councils to reassess growth and land classifications, adding complexity and extending timeframes across the sector. In response, CDI has focused on maintaining flexibility across its landholdings, carefully staging investment, and progressing consents where possible to improve delivery certainty.

The Company's future urban land at Iona was considered through the Napier-Hastings Future Development Strategy process. An Independent Hearing Panel recommended the land be included, although councillors subsequently made the decision not to include it. In response, CDI commenced the urban zoning of this land through the Fast-track process.

The Company also lodged a Fast-track application for its Arataki Road development in Havelock North and expects a decision in the first quarter of 2026. Progress continued on preparations for Fast-track applications of the Company's large 130 hectare Hamilton residential and industrial development. The Company has also entered into agreements to purchase strategic land holdings in Havelock North (0.36 ha) and Hamilton (1.63 ha), further strengthening CDI's position in relation to the Fast-track applications.

Diversified portfolio supporting resilience

CDI's industrial and commercial assets continued to provide earnings resilience during the year. This reflects a deliberate diversification strategy commenced in 2019 to reduce reliance on residential market cycles.

The Company's industrial warehouses remained fully tenanted, and construction of the land development phase commenced at Wairakei Road. While retail leasing conditions remained challenging across the sector, CDI completed leasing activity at its Stonebrook retail centre in Rolleston and secured two new leases at Prestons Park retail centre in Christchurch, during the year.

Residential demand signals and outlook

Residential enquiry levels improved toward the end of the year, particularly in the period leading up to Christmas. While this has yet to flow through to contracted sales at scale, management considers these signals encouraging.

Mr Adams said any recovery is expected to be gradual.

"Based on current conditions, we are cautiously optimistic and anticipate any recovery in residential demand to be gradual over a period of time and influenced by the broader economic environment. Our focus remains on disciplined capital management and ensuring we are well positioned as confidence returns."

During the year, CDI also strengthened its internal management team capability with key appointments including a dedicated In-house General Counsel/ Company Secretary, Ms Abigail Wong and Financial Controller/ Accountant, Mr Geoff Donley, strengthening the Company's position for the future.

Ms Jameson said the Board remained cautiously optimistic about the long-term outlook.

"While economic headwinds and election-year dynamics may continue to influence the pace of recovery, CDI enters 2026 with cautious optimism, a refreshed and experienced Board and management team, and a development pipeline that supports long-term value creation."

CDI will continue to prioritise disciplined capital allocation while progressing consented and Fast-track projects, and leveraging prevailing market conditions to pursue strategic acquisitions, ensuring the Company remains well positioned for the next phase of the market cycle.

24 February 2026

Summary of results

• Profit after tax	$11.1 million (2024: $15.4 million)
• Profit before tax	$15.4 million (2024: $26.7 million)
• Property sales & other income	$38.1 million (2024: $49.1 million)
• Shareholders' funds	$321.2 million (2024: $319.7 million)
• Total assets	$331.6 million (2024: $328.6 million)
• Net tangible asset value (at book value)	109.7 cents per share (2024: 109.5cps)
• Earnings per share	3.78 cents per share (2024: 5.28cps)

About CDL Investments New Zealand Limited:

CDL Investments New Zealand Limited (NZX:CDI) has a proud track record of acquiring and developing residential sections in New Zealand for over two decades. With a focus on creating and developing a range of high-quality residential sections to New Zealanders, CDI has successfully completed numerous subdivision projects in Auckland, Hamilton, Tauranga, Hastings, Havelock North, Taupo, Nelson, Christchurch, Rolleston (Canterbury) and Queenstown. CDI is a majority-owned subsidiary of NZX-listed Millennium & Copthorne Hotels New Zealand Limited.

ENDS

Issued by CDL Investments New Zealand Limited

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NZX
NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Distribution Notice

Please note: all cash amounts in this form should be provided to 8 decimal places, including zeros (ie 0.01001000)

Section 1: Issuer information				
Name of issuer	**CDL Investments New Zealand Limited**			
Financial product name/description	**Ordinary Shares**			
NZX ticker code	**CDI**			
ISIN (If unknown, check on NZX website)	**NZKGLE0001S8**			
Type of distribution (Please mark with an X in the relevant box/es)	**Full Year**	**X**	Quarterly	
	Half Year		Special	
	DRP applies	**X**		
Record date	**01/05/2026**			
Ex-Date (one business day before the Record Date)	**30/04/2026**			
Payment date (and allotment date for DRP)	**15/05/2026**			
Total monies associated with the distribution[1]	**$ 2,926,722.96**			
Source of distribution (for example, retained earnings)	**Retained earnings**			
Currency	**NZD**			
Section 2: Distribution amounts per financial product				
Gross distribution[2]	**$ 0.01388889**			
Gross taxable amount [3]	**$ 0.01388889**			
Total cash distribution[4]	**$ 0.01000000**			
Excluded amount (applicable to listed PIEs)	**n/a**			
Supplementary distribution amount	**$ 0.00176471**			
Section 3: Imputation credits and Resident Withholding Tax[5]				

[1] Continuous issuers should indicate that this is based on the number of units on issue at the date of the form
[2] "Gross distribution" is the total cash distribution plus the amount of imputation credits, per financial product, before the deduction of Resident Withholding Tax (**RWT**).
[3] "Gross taxable amount" is the gross distribution minus any excluded income.
[4] "Total cash distribution" is the cash distribution excluding imputation credits, per financial product, before the deduction of RWT. This should *include* any excluded amounts, where applicable to listed PIEs.
[5] The imputation credits plus the RWT amount is 33% of the gross taxable amount for the purposes of this form. If the distribution is fully imputed the imputation credits will be 28% of the gross taxable amount with remaining 5% being RWT. This does not constitute advice as to whether or not RWT needs to be withheld.

Is the distribution imputed	**Fully imputed**	
	~~Partial imputation~~	
	~~No imputation~~	
If fully or partially imputed, please state imputation rate as % applied[6]	**28%**	
Imputation tax credits per financial product	**$0.00388889**	
Resident Withholding Tax per financial product	**$0.00069444**	
Section 4: Distribution re-investment plan (if applicable)		
DRP % discount (if any)	**Nil**	
Start date and end date for determining market price for DRP	**04/05/2026**	**08/05/2026**
Date strike price to be announced (if not available at this time)	**11/05/2026**	
Specify source of financial products to be issued under DRP programme (new issue or to be bought on market)	**Ordinary Shares (new issue)**	
DRP strike price per financial product	**[to be advised]**	
Last date to submit a participation notice for this distribution in accordance with DRP participation terms	**04/05/2026**	
Section 5: Authority for this announcement		
Name of person authorised to make this announcement	**Abigail Wong (Company Secretary)**	
Contact person for this announcement	**Abigail Wong (Company Secretary)**	
Contact phone number	**09 353 5074**	
Contact email address	**abbi.wong@cdli.co.nz**	
Date of release through MAP	**24/02/2026**	

[6] Calculated as (imputation credits/gross taxable amount) x 100. Fully imputed dividends will be 28% as a % rate applied.