



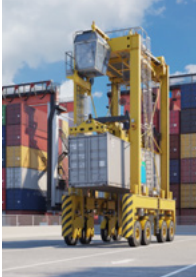
**Stand for
the future.**

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 **Port of
Tauranga**

Port of Tauranga Limited
Market Update and Interim
Consolidated Financial Statements
February 2025



Lower emissions

Port of Tauranga intends to decarbonise its container operations by introducing automation. Electric auto stacking cranes will also enable increased throughput.



Stand for New Zealand.

Port of Tauranga is investing for the future to ensure New Zealand has a resilient, efficient and low carbon gateway to and from international markets.

Port of Tauranga is connecting New Zealand and the world.



Greater efficiencies

The planned berth extension at Sulphur Point, together with automation, will allow Port of Tauranga to significantly increase container throughput.

Expanded capacity

Future plans include development of the bulk cargo wharves at Mount Maunganui to increase capacity and efficiency.





Highlights and challenges

Six months ended 31 December 2024

Contents

- 03 Highlights and challenges
- 04 Chair and Chief Executive’s review
- 06 Update: Stella Passage project progress
- 07 Update: New crane at container terminal
- 08 Interim consolidated financial statements
- 09 Consolidated income statement
- 09 Consolidated statement of comprehensive income
- 10 Consolidated statement of changes in equity
- 11 Consolidated statement of financial position
- 12 Consolidated statement of cash flows
- 13 Notes to the interim consolidated financial statements
- 18 Independent auditor’s review report
- 19 Company directory

Group Net Profit After Tax
millions

\$60.2
a 27.4% increase from \$47.2 million

Total trade
million tonnes

12.4
a 6.9% increase from 11.6 million tonnes

Container volumes
TEUs¹

591,934
a 10.2% increase from 536,928

Ship visits

690
an increase of 2.4% from 674

Imports
million tonnes

4.4
a 14.9% increase from 3.9 million tonnes

Exports
million tonnes

8.0
a 3.0% increase from 7.8 million tonnes

Log exports
million tonnes

3.2
a 10.5% decrease from 3.6 million tonnes

Direct dairy exports
million tonnes

0.96
a 1.2% increase

Subsidiary and associate company earnings

1.1%
increase

Interim dividend

7.0c
compared with 6.0 cents per share

¹ TEUs = twenty foot equivalent units, a standard measure of shipping containers



Chair and Chief Executive's review
to shareholders

Port of Tauranga Limited has delivered a strong performance for the six months ended 31 December 2024, with Group Net Profit After Tax of \$60.2 million, a 27.4% increase on the same period last year.

Earnings and trade volumes recovered well after a particularly challenging start to the previous 2024 financial year.

Total trade volumes increased 6.9% to 12.4 million tonnes and containers increased 10.2% to 591,934 TEUs compared with the prior corresponding period.

Although log exports dropped relative to the high volume of wind-damaged logs in the previous year, international demand for other key export commodities saw steady export trade in the first half. Bulk cargo volumes increased, particularly for imports.

The Port's continuous focus on service delivery saw further reductions in vessel wait times, and productivity improvements across the port are being implemented. Further gains remain challenging due to vessels continuing to arrive off schedule and berth capacity shortages. The capacity constraints can be alleviated through our planned Stella Passage development.

Our financial results

Operating revenue was \$225.0 million, a 12.5% increase from the \$200.0 million reported in the six months to December 2023. EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) increased

17.9% to \$114.3 million. Operating costs increased 7.2% to \$113.9 million.

Subsidiary and associate company earnings remained steady compared with the previous corresponding period.

The Port of Tauranga Board of Directors has declared a fully imputed interim dividend of 7.0 cents per share.

Our strategic projects

Port of Tauranga and its consortium partners (Northland Regional Council and Tupu Tonu – Ngāpuhi Investment Fund) have conditionally agreed to buy out minority shareholders in Marsden Maritime Holdings. Marsden Maritime Holdings currently owns 50% of Northport, with Port of Tauranga owning the other 50%.

The proposal would then merge Northport and Marsden Maritime Holdings, in which Port of Tauranga would own 50%. It is now subject to community consultation with Northland ratepayers and shareholder vote. Further details can be found on the Port of Tauranga website.



Julia Hoare
Chair

Leonard Sampson
Chief Executive

Chair and Chief Executive’s review to shareholders

Our long-running Stella Passage development resource consent application in the Environment Court is on hold pending an application under the new Fast-track Approvals Act. In December, we received a second interim decision from the Court confirming that consent would be granted for part of the Stella Passage project subject to revised conditions. However, that interim decision has been appealed to the High Court by three parties.

Given the urgency of the project, to protect the interests of New Zealand importers and exporters, we are preparing an application to be lodged under the new legislation. Read more on page 06.

Ruakura Inland Port, near central Hamilton, has been open for 18 months and played a critical role as part of a road bridge implemented by KiwiRail during the Auckland rail network shutdown in January.

The inland port, which is a joint venture with Tainui Group Holdings, has recently expanded to include a new empty container depot leased to ContainerCo.

We have dismantled our two oldest ship-to-shore container cranes and commissioned a new crane that has just been put into service after being assembled on site. Read more on page 07.

Cargo trends

Export log volumes decreased 10.5% to 3.2 million tonnes. However, other forestry product exports including sawn timber increased in volume.

Direct dairy exports increased 1.2%, while transhipped dairy volumes rebounded strongly, increasing 81% compared with the first half of last financial year.

The reporting period covered the end of the record-breaking 2024 kiwifruit export season. Export volumes increased 71% compared with the previous corresponding period.

Bulk cargo imported volumes were boosted by the return of coal shipments after several years’ hiatus. Genesis Energy recommenced coal imports for Huntly Power Station following last winter’s energy generation shortages.

Linked to favourable dairy commodity pricing, fertiliser imports increased 62.6% in volume and stock feed imports increased 35.6% in volume. Oil imports remained steady compared with the same period last year.

Our people

We launched a major project to modify the gantry access ways for our refrigerated storage areas, where powered containers are stacked up to three high, to mitigate working at height and straddle-versus-person risk for technicians.

Our environment

Port of Tauranga is one of 29 signatories to the new Mount Maunganui Industry Environmental Accord, which aims to improve air quality through a range of initiatives over and above compliance measures.

Our community

In September we announced a new, long-term partnership with Mount Maunganui Lifeguard Service. The two organisations share a strong connection to the sea and the Mount Maunganui community.

The sponsorship complements our support of the Port of Tauranga Rescue Centre at Omanu Beach. The centre opened in 2022 and serves as a hub for the 19 surf life saving clubs in the eastern region, from Hot Water Beach through to Gisborne.



Port of Tauranga is one of 29 signatories to the new Mount Maunganui Industry Environmental Accord.

The outlook for 2025

Port of Tauranga is expected to continue to recover from the economic downturn, although domestic conditions remain challenging in the short-term and the international geopolitical situation remains unpredictable. We are, however, seeing steady demand for New Zealand exports.

Given the strong first half performance and steady export trading conditions, Port of Tauranga lifts its profit guidance range issued in October, with underlying¹ Group earnings expected between \$115 million and \$125 million for the 2025 financial year, compared with underlying Group profit of \$102.7 million (\$90.8 million reported) for the 2024 financial year.

Port of Tauranga’s annual results for the year ended 30 June 2025 will be announced on Friday, 29 August.

Julia Hoare
Chair

Leonard Sampson
Chief Executive

¹ Underlying earnings excludes such items as revaluations, impairments and one-off non-operating items.

Stella Passage project progress

Port of Tauranga's proposed Stella Passage development will see current cargo storage land on both sides of the harbour converted into useable berths, with some associated dredging and reclamation.

In December, Port of Tauranga received a second interim decision of the Environment Court confirming that resource consent would be granted for part of the project, involving up to 285 metres of additional berth to the south of the Port's existing container berths.

The Court decision required some specific amendments to the proposed conditions, however noted that the physical effects of the project are expected to be minor in the short term and negligible in the long-term.

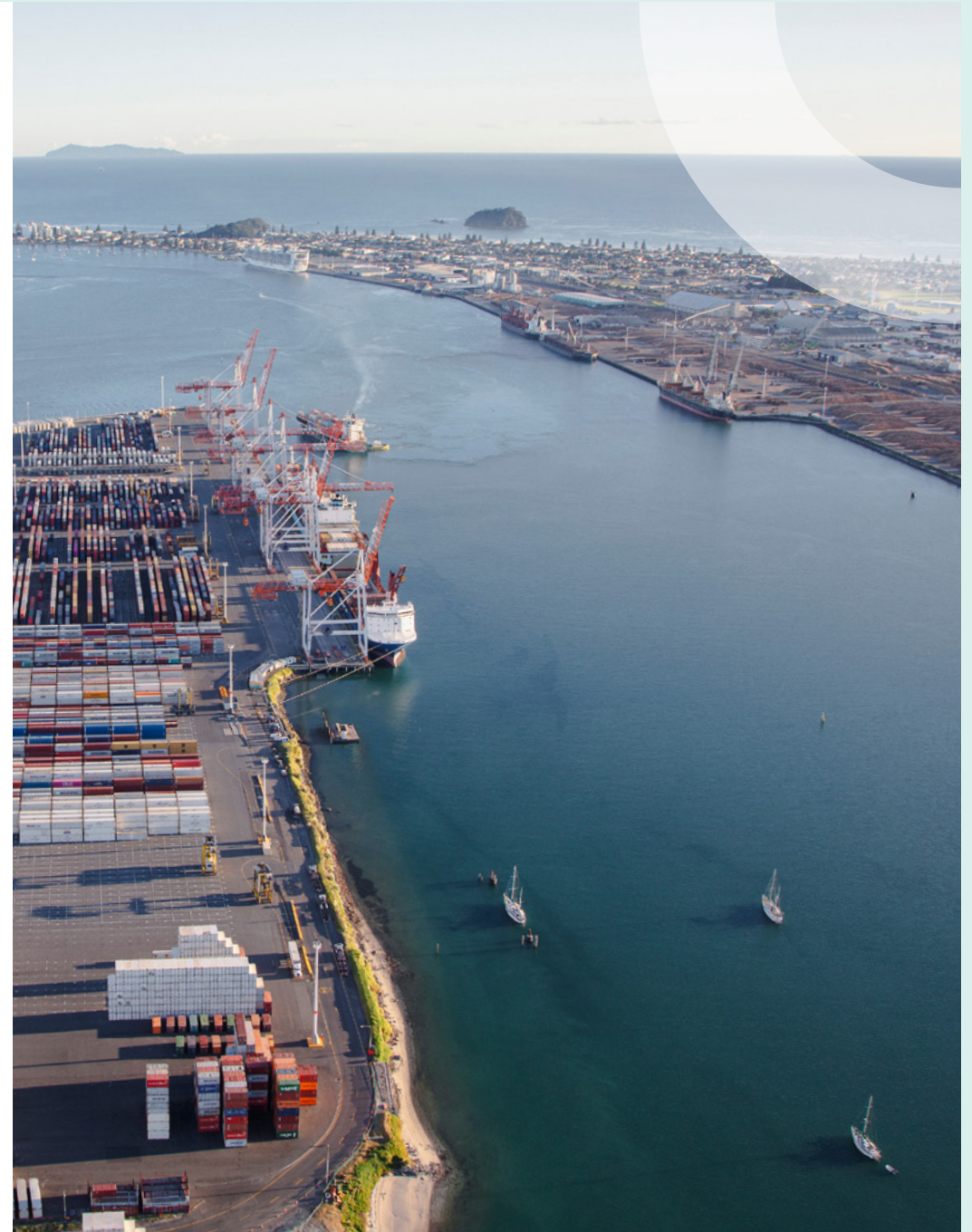
The Court's decision has been appealed by three parties.

In the meantime, Port of Tauranga is preparing an application under the new Fast-track Approvals Act that commenced on 7 February. The entirety of the Stella Passage development, which includes a second stage to the container berth extension as well as proposed works at the Mount Maunganui wharves, has been listed in the legislation.

The extension is urgently required national infrastructure and Port of Tauranga remains keen to move as quickly as possible to commence construction.

Detailed planning and consultation began in 2019 and an application was filed with the Environment Court in 2021.

A three-week Environment Court hearing in March 2023 was followed by an interim decision released in December 2023 requiring Port of Tauranga to undertake further engagement with local iwi and hapū and the Bay of Plenty Regional Council.





New crane at container terminal

A new crane has joined the line up at the Tauranga Container Terminal as part of Port of Tauranga’s infrastructure renewal programme.

The oldest two cranes in our fleet have been dismantled – the first in July 2023 and the second in October 2024 – after more than 30 years’ service and more than 1.8 million lifts each.

The new ship-to-shore gantry crane is the same size as the last crane commissioned, in 2020. It is Super Post Panamax in class, with an outreach of 50.5 metres to service ships up to 19 containers wide and a height of 105 metres boom up.

The \$20 million crane came in parts from the Liebherr factory in Ireland, was assembled on site over 12 weeks, before being skidded out on to the berth in a 48-hour operation.

It is expected to make three million moves in the next 25-plus years.

Port of Tauranga now has a fleet of eight all-electric cranes and the next purchase will align with the construction of the new container berth.

(Left) The new crane arrived in parts from the Liebherr factory in Ireland.

(Right) The crane was assembled at the terminal before being moved on to the berth.



Port of Tauranga now has a fleet of eight all-electric cranes.



Interim Consolidated Financial Statements

for the six months ended 31 December 2024
Port of Tauranga Limited and Subsidiaries

Contents

Consolidated Income Statement	09
Consolidated Statement of Comprehensive Income	09
Consolidated Statement of Changes in Equity	10
Consolidated Statement of Financial Position	11
Consolidated Statement of Cash Flows	12
Notes to the Interim Consolidated Financial Statements	13
Independent auditor’s review report	18
Company directory	19



Port of Tauranga Limited and Subsidiaries

Consolidated Income Statement

for the six months ended 31 December 2024

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000	(Audited) Year Ended 30 June 2024 Group NZ\$000
Total operating revenue (refer to note 6)	224,998	200,011	417,375
Contracted services for port operations	(45,810)	(47,285)	(95,668)
Employee benefit expenses	(32,340)	(28,001)	(57,891)
Direct fuel and power expenses	(8,832)	(7,904)	(18,761)
Maintenance of property, plant and equipment	(9,537)	(8,345)	(16,553)
Other expenses	(17,380)	(14,735)	(29,708)
Operating expenses	(113,899)	(106,270)	(218,581)
Results from operating activities	111,099	93,741	198,794
Depreciation and amortisation	(21,759)	(22,087)	(43,770)
Reversal of previous revaluation deficit of property, plant and equipment	0	0	622
Impairment of property, plant and equipment	0	0	(28)
	(21,759)	(22,087)	(43,176)
Operating profit before finance costs, share of profit from Equity Accounted Investees and taxation	89,340	71,654	155,618
Finance income	341	215	657
Finance expenses (refer to note 7)	(10,945)	(11,248)	(23,128)
Net finance costs	(10,604)	(11,033)	(22,471)
Share of profit from Equity Accounted Investees	3,243	3,250	4,945
	3,243	3,250	4,945
Profit before income tax	81,979	63,871	138,092
Income tax expense	(21,781)	(16,630)	(47,243)
Profit for the period	60,198	47,241	90,849
Basic earnings per share (cents)	8.9	7.0	13.5
Diluted earnings per share (cents)	8.8	6.9	13.3

These statements are to be read in conjunction with the notes on pages 13 to 17.

Port of Tauranga Limited and Subsidiaries

Consolidated Statement of Comprehensive Income

for the six months ended 31 December 2024

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000	(Audited) Year Ended 30 June 2024 Group NZ\$000
Profit for the period	60,198	47,241	90,849
Other comprehensive income			
Items that are or may be reclassified to profit or loss:			
Cash flow hedge – changes in fair value	(4,086)	(2,550)	587
Cash flow hedge – reclassified to profit or loss	(1,762)	(1,296)	(3,114)
Share of net change in cash flow hedge reserves of Equity Accounted Investees	(284)	(216)	(218)
Items that will never be reclassified to profit or loss:			
Asset revaluation, net of tax	0	0	52,006
Share of net change in revaluation reserves of Equity Accounted Investees	71	1	9,340
Total other comprehensive (loss)/income	(6,061)	(4,061)	58,601
Total comprehensive income	54,137	43,180	149,450

Port of Tauranga Limited and Subsidiaries

Consolidated Statement of Changes in Equity

for the six months ended 31 December 2024

	Share Capital Group NZ\$000	Share Based Payment Reserve Group NZ\$000	Hedging Reserve Group NZ\$000	Revaluation Reserve Group NZ\$000	Retained Earnings Group NZ\$000	Total Equity Group NZ\$000
Balance at 30 June 2023	75,360	5,387	11,509	1,932,456	109,004	2,133,716
Profit for the period	0	0	0	0	47,241	47,241
Total other comprehensive income	0	0	(4,062)	1	0	(4,061)
Total comprehensive income	0	0	(4,062)	1	47,241	43,180
Decrease in share capital	(815)	0	0	0	0	(815)
Dividends paid during the period	0	0	0	0	(59,875)	(59,875)
Equity settled share based payment accrual	0	697	0	0	0	697
Shares, previously subject to call option, issued	4,722	(4,722)	0	0	0	0
Shares issued upon vesting of management long term incentive plan	300	(510)	0	0	210	0
Total transactions with owners in their capacity as owners	4,207	(4,535)	(4,062)	1	(12,424)	(16,813)
Balance at 31 December 2023	79,567	852	7,447	1,932,457	96,580	2,116,903
Profit for the period	0	0	0	0	43,608	43,608
Total other comprehensive income	0	0	1,317	61,345	0	62,662
Total comprehensive income	0	0	1,317	61,345	43,608	106,270
Decrease in share capital	(4)	0	0	0	0	(4)
Dividends paid during the period	0	0	0	0	(40,814)	(40,814)
Equity settled share based payment accrual	0	802	0	0	0	802
Total transactions with owners in their capacity as owners	(4)	802	0	0	(40,814)	(40,016)
Balance at 30 June 2024	79,563	1,654	8,764	1,993,802	99,374	2,183,157
Profit for the period	0	0	0	0	60,198	60,198
Total other comprehensive income	0	0	(6,132)	71	0	(6,061)
Total comprehensive income	0	0	(6,132)	71	60,198	54,137
Increase in share capital	88	0	0	0	0	88
Dividends paid during the period	0	0	0	0	(59,183)	(59,183)
Equity settled share based payment accrual	0	918	0	0	0	918
Shares, previously subject to call option, issued	1,382	(1,382)	0	0	0	0
Shares issued upon vesting of management long term incentive plan	4	(174)	0	0	170	0
Total transactions with owners in their capacity as owners	1,474	(638)	(6,132)	71	1,185	(4,040)
Balance at 31 December 2024	81,037	1,016	2,632	1,993,873	100,559	2,179,117

These statements are to be read in conjunction with the notes on pages 13 to 17.

Port of Tauranga Limited and Subsidiaries

Consolidated Statement of Financial Position

as at 31 December 2024

	(Unaudited) 31 December 2024 Group NZ\$000	(Unaudited) 31 December 2023 Group NZ\$000	(Audited) 30 June 2024 Group NZ\$000
Assets			
Property, plant and equipment	2,484,081	2,427,297	2,491,506
Right-of-use assets	51,458	53,350	52,393
Intangible assets	20,658	21,701	21,027
Investments in Equity Accounted Investees	218,455	212,685	217,129
Receivables and prepayments	16,896	18,133	17,272
Derivative financial instruments	6,230	10,834	11,869
Total non-current assets	2,797,778	2,744,000	2,811,196
Cash and cash equivalents	17,032	20,366	18,728
Receivables and prepayments	78,777	65,077	67,890
Inventories	2,400	1,829	2,004
Derivative financial instruments	25	230	340
Total current assets	98,234	87,502	88,962
Total assets	2,896,012	2,831,502	2,900,158
Equity			
Share capital	81,037	79,567	79,563
Share based payment reserve	1,016	852	1,654
Hedging reserve	2,632	7,447	8,764
Revaluation reserve	1,993,873	1,932,457	1,993,802
Retained earnings	100,559	96,580	99,374
Total equity	2,179,117	2,116,903	2,183,157

	(Unaudited) 31 December 2024 Group NZ\$000	(Unaudited) 31 December 2023 Group NZ\$000	(Audited) 30 June 2024 Group NZ\$000
Liabilities			
Loans and borrowings (refer to note 10)	167,374	193,901	192,962
Derivative financial instruments	5,235	6,799	7,244
Employee benefits	1,927	1,521	1,635
Deferred tax liabilities	131,857	113,035	135,292
Lease liabilities	54,567	55,622	55,091
Total non-current liabilities	360,960	370,878	392,224
Loans and borrowings (refer to note 10)	300,000	295,000	270,000
Derivative financial instruments	36	268	82
Trade and other payables	46,511	41,966	40,170
Revenue received in advance	137	136	212
Employee benefits	2,510	1,674	4,090
Income tax payable	5,667	3,382	9,146
Lease liabilities	1,074	1,027	1,049
Contingent consideration	0	268	28
Total current liabilities	355,935	343,721	324,777
Total liabilities	716,895	714,599	717,001
Total equity and liabilities	2,896,012	2,831,502	2,900,158

These statements are to be read in conjunction with the notes on pages 13 to 17.

Port of Tauranga Limited and Subsidiaries

Consolidated Statement of Cash Flows

for the six months ended 31 December 2024

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000	(Audited) Year Ended 30 June 2024 Group NZ\$000
Cash flows from operating activities			
Receipts from customers	224,277	208,886	417,790
Interest received	341	215	621
Payments to suppliers and employees	(113,346)	(112,461)	(215,796)
Taxes paid	(26,454)	(28,689)	(44,075)
Interest paid	(11,263)	(11,411)	(22,703)
Net cash inflow from operating activities	73,555	56,540	135,837
Cash flows from investing activities			
Proceeds from sale of property, plant and equipment	0	7	17
Dividends from Equity Accounted Investees	3,876	5,381	12,819
Purchase of property, plant and equipment	(16,331)	(21,771)	(42,612)
Purchase of intangible assets	0	(13)	(80)
Interest capitalised on property, plant and equipment	(456)	(419)	(845)
Investment in Equity Accounted Investees	(2,138)	(1,285)	(2,135)
Payment of contingent consideration	(568)	(520)	(521)
Total net cash used in investing activities	(15,617)	(18,620)	(33,357)
Cash flows from financing activities			
Proceeds from borrowings	20,000	35,111	10,226
Proceeds from staff loan	194	0	0
Repayment of borrowings	(20,000)	0	0
Repurchase of shares	(125)	(801)	(801)
Repayment of lease liability	(520)	(495)	(994)
Dividends paid	(59,183)	(59,875)	(100,689)
Net cash used in financing activities	(59,634)	(26,060)	(92,258)
Net increase in cash held	(1,696)	11,860	10,222
Add opening cash brought forward	18,728	8,506	8,506
Ending cash and cash equivalents	17,032	20,366	18,728

These statements are to be read in conjunction with the notes on pages 13 to 17.

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000	(Audited) Year Ended 30 June 2024 Group NZ\$000
Reconciliation of profit for the period to cash flows from operating activities			
Profit for the period	60,198	47,241	90,849
Items Classified as investing/financing activities:			
(Gain)/loss on sale of property, plant and equipment	0	0	(17)
	0	0	(17)
Adjustments for non-cash and non-operating items			
Depreciation and amortisation expense	21,760	22,087	43,770
(Decrease)/Increase in deferred taxation balances	(1,238)	(2,159)	7,596
Share of profits retained by Equity Accounted Investees	(3,244)	(3,250)	(4,945)
Other	1,091	834	1,208
	18,369	17,512	47,629
Less movements in working capital	(5,012)	(8,213)	(2,624)
Net cash flows from operating activities	73,555	56,540	135,837

Port of Tauranga Limited and Subsidiaries

Notes to the Interim Consolidated Financial Statements

for the six months ended 31 December 2024

1 Reporting entity

Port of Tauranga Limited (the Parent Company) is a company incorporated and domiciled in New Zealand, registered under the Companies Act 1993 and listed on the New Zealand Stock Exchange (NZX). It is an FMC reporting entity for the purposes of the Financial Markets Conduct Act 2013. The Parent Company, which is designated as profit-oriented for financial reporting purposes, is an issuer in terms of the Financial Reporting Act 2013.

The unaudited interim financial statements (the financial statements) for Port of Tauranga Limited comprise the Port of Tauranga Limited, its Subsidiaries, and the Group's interest in Equity Accounted Investees (together referred to as the Group).

2 Basis of preparation

These financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice (NZ GAAP) and New Zealand International Accounting Standard (NZ IAS) 34 Interim Financial Reporting. They do not include all information required for full annual financial statements and should be read in conjunction with the annual financial statements and related notes included in Port of Tauranga Limited's Integrated Annual Report for the year ended 30 June 2024.

3 Significant accounting policies

The accounting policies adopted are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 30 June 2024.

4 Accounting estimates and judgements

The preparation of the financial statements in conformity with NZ IAS 34 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation and uncertainty, were the same as those applied to the Group's consolidated financial statements for the year ended 30 June 2024.

5 Segment information

The Group determines and presents operating segments based on the information that is internally provided to the Chief Executive, who is the Group's Chief Operating Decision Maker (CODM), as defined by NZ IFRS 8 Operating Segments.

The Group operates in three main reportable segments, being:

- **Port operations:** This consists of providing and managing port services, and cargo handling facilities through the Port of Tauranga Limited and Timaru Container Terminal Limited. Port terminals and bulk operations have been aggregated together within the Port Operations segment, due to the similarities in economic characteristics, customers, nature of products and processes, and risks.
- **Property services:** This consists of managing and maintaining the Port of Tauranga Limited's property assets.
- **Marshalling services:** This consists of the contracted terminal operations and marshalling activities of Quality Marshalling (Mount Maunganui) Limited.

The three main business segments are managed separately as they provide different services to customers and have their own operational and marketing requirements.

The remaining activities of the Group are not allocated to individual business segments.

The Group operates in one geographical area, that being New Zealand.

Due to the significant shared cost base of the Port activities, operating costs, measures of profitability, assets and liabilities are aggregated and are not reported to the CODM at a segment level, but rather at a port level, as all business decisions are made at a "whole port level".

Port of Tauranga Limited and Subsidiaries

Notes to the Interim Consolidated Financial Statements

for the six months ended 31 December 2024

5 Segment information (continued)

	Port Operations Group NZ\$000	Property Services Group NZ\$000	Marshalling Services Group NZ\$000	Unallocated* Group NZ\$000	Inter Segment Group NZ\$000	Group NZ\$000
(Unaudited) Six months ended 31 December 2024						
Revenue (external)	199,856	23,521	1,304	0	0	224,681
Inter segment revenue	0	44	10,357	0	(10,401)	0
Total segment revenue	199,856	23,565	11,661	0	(10,401)	224,681
Other income and expenditure:						
Share of profit from Equity Accounted Investees	0	0	0	3,243	0	3,243
Interest income	0	0	0	341	0	341
Other income	0	0	0	551	(234)	317
Interest expense	0	0	0	(10,945)	0	(10,945)
Depreciation and amortisation expense	0	0	(591)	(21,168)	0	(21,759)
Other unallocated expenditure	0	0	(8,950)	(115,584)	10,635	(113,899)
Income tax expense	0	0	(594)	(21,187)	0	(21,781)
Total other income and expenditure	0	0	(10,135)	(164,749)	10,401	(164,483)
Total segment result	199,856	23,565	1,526	(164,749)	0	60,198
(Unaudited) Six months ended 31 December 2023						
Revenue (external)	177,603	20,558	1,527	0	0	199,688
Inter segment revenue	1	94	9,944	0	(10,039)	0
Total segment revenue	177,604	20,652	11,471	0	(10,039)	199,688
Other income and expenditure:						
Share of profit from Equity Accounted Investees	0	0	0	3,250	0	3,250
Interest income	0	0	0	215	0	215
Other income	0	0	0	548	(225)	323
Interest expense	0	0	0	(11,248)	0	(11,248)
Depreciation and amortisation expense	0	0	(490)	(21,597)	0	(22,087)
Other unallocated expenditure	0	0	(8,487)	(107,750)	10,264	(106,270)
Income tax expense	0	0	(621)	(16,009)	0	(16,630)
Total other income and expenditure	0	0	(9,895)	(152,591)	10,039	(152,447)
Total segment result	177,604	20,652	1,576	(152,591)	0	47,241

*Operating costs are not allocated to individual business segments within the Parent Company.

Port of Tauranga Limited and Subsidiaries

Notes to the Interim Consolidated Financial Statements

for the six months ended 31 December 2024

6 Operating revenue

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000
Revenue from contracts with customers		
Container terminal revenue	135,213	118,390
Multi cargo revenue	40,415	36,398
Marine services revenue	25,532	24,342
	201,160	179,130
Other revenue		
Rental revenue	23,521	20,558
Other income	317	323
Total operating revenue	224,998	200,011

7 Finance expenses

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000
Interest expense on borrowings	9,850	10,292
Less:		
Interest capitalised to property, plant and equipment	(456)	(419)
	9,394	9,873
Interest expense on lease liabilities	1,363	1,287
Ineffective portion of change in fair value of cash flow hedge	136	11
Change in fair value of hedged risk	52	77
Total finance expenses	10,945	11,248

8 Dividends

The following dividends were paid by the Group:

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000
Final dividend of 8.7 cents per share (2023: 8.8 cents per share)	59,183	59,877
Total dividends paid	59,183	59,877

Refer to note 13.

9 Property, plant and equipment**Acquisitions and disposals**

During the six months ended 31 December 2024, the Group acquired assets with a cost of \$16.787 million.

10 Loans and borrowings

	(Unaudited) 31 December 2024 Carrying Value Group NZ\$000	(Unaudited) 31 December 2023 Carrying Value Group NZ\$000
Commercial papers	190,000	195,000
Standby revolving cash advance facility	80,000	100,000
Fixed rate bonds	197,374	193,901
Total loans and borrowings	467,374	488,901
Current	300,000	295,000
Non-current	167,374	193,901
Total loans and borrowings	467,374	488,901

As at 31 December 2024 the Group's current liabilities exceed the Group's current assets. Despite this fact, the Group does not have any liquidity or working capital concerns as \$320 million (2023: \$280 million) of the term standby revolving cash advance facility remains undrawn. Within the term facility, \$100 million matures 31 December 2025, \$70 million matures 31 December 2026, \$50 million matures 31 December 2027, \$50 million matures 30 September 2028 and \$130 million matures 31 December 2030.

Port of Tauranga Limited and Subsidiaries

Notes to the Interim Consolidated Financial Statements

for the six months ended 31 December 2024

11 Related party transactions and balances

Related party transactions and balances with related parties:

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000
Transactions and balances with Equity Accounted Investees		
Services provided to Port of Tauranga Limited	305	310
Services provided by Port of Tauranga Limited	1,654	2,427
Accounts receivable by Port of Tauranga Limited	483	167
Accounts payable by Port of Tauranga Limited	86	27
Advances by Port of Tauranga Limited	1,400	1,400
Services provided by Quality Marshalling (Mount Maunganui) Limited	601	419
Accounts receivable by Quality Marshalling (Mount Maunganui) Limited	179	93
Services provided to Timaru Container Terminal Limited	1,674	1,538
Services provided by Timaru Container Terminal Limited	119	342
Accounts receivable by Timaru Container Terminal Limited	90	32
Accounts payable by Timaru Container Terminal Limited	19	134

During the six months ended 31 December 2024, the Group entered into transactions with companies in which Group Directors hold directorships. These directorships have not resulted in the Group having significant influence or control over the operations, policies, or key decisions of these companies.

No related party debts have been written off or forgiven during the period.

Controlling entity

Quayside Securities Limited owns 54.14% (as at 31 December 2023: 54.14%) of the issued ordinary shares in Port of Tauranga Limited.

Quayside Securities Limited is beneficially owned by Bay of Plenty Regional Council, the Ultimate Controlling Party. Transactions with the Ultimate Controlling Party during the period include services provided to Port of Tauranga Limited \$0.179 million (six months ended 31 December 2023: \$0.114 million).

11 Related party transactions and balances (continued)**Transactions with Directors and Members of the Executive Leadership Team**

The Group does not provide any non-cash benefits to Directors in addition to their Directors' fees.

	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000
Directors		
Directors' fees recognised during the period	514	442
Members of the Executive Leadership Team		
Salaries and short-term employee benefits recognised during the period	2,606	2,291
Share based payments recognised during the period	287	(72)
12 Commitments		
	(Unaudited) Six Months Ended 31 December 2024 Group NZ\$000	(Unaudited) Six Months Ended 31 December 2023 Group NZ\$000
Capital commitments		
Estimated capital commitments for the Group contracted for at the reporting date but not provided for	5,711	20,546

Over the last 12 months, Port of Tauranga Limited and subsidiaries have made \$13.8 million in payments towards new crane infrastructure.

Port of Tauranga Limited and Subsidiaries

Notes to the Interim Consolidated Financial Statements

for the six months ended 31 December 2024



13 Subsequent events

Interim dividend

An interim dividend of 7.0 cents per share has been declared subsequent to reporting date.

Consortium Scheme Implementation Agreement with Marsden Maritime Holdings Limited

On 25 February 2025, it was announced that a Consortium, comprising the Northland Regional Council (NRC), Port of Tauranga Limited (POTL) and Tupu Tonu - Ngāpuhi Investment Fund (TT), had conditionally agreed to buy out minority shareholders in Marsden Maritime Holdings (MMH) in order to simplify the NZX Group's ownership structure through delisting its shares and bringing full control of Northport under a single ownership umbrella. Currently MMH owns 50% of Northport, and POTL the other 50%.

The conditional Scheme Implementation Agreement (SIA) with MMH provides for the Consortium to acquire those shares not already held by NRC at a price of \$5.60 per share (scheme). The MMH Board has unanimously recommended that MMH shareholders vote in favour of the scheme, subject to no superior proposal (as defined in the SIA) being received, and as long as the scheme price falls within or above a valuation range of an Independent Adviser.

Although key acquisition details have been agreed with MMH, the Consortium's obligation to proceed with the scheme is conditional on NRC obtaining Council approval following a community consultation process which commences immediately and is expected to be completed by late April 2025.

Should all conditions be met and minority shareholders approve the scheme then the ownership structure of the combined MMH and Northport would be as follows:

- NRC 43%
- POTL 50%
- TT 7%

The initial shareholding contributions and funding to complete this transaction for POTL would be \$39.689 million (excluding transaction costs and any wash up adjustments).

Independent auditor's review report



To the Shareholders of Port of Tauranga Limited Report on Interim Consolidated Financial Statements for the six months ended 31 December 2024

The Auditor-General is the auditor of Port of Tauranga Limited (the "Group"). The Auditor-General has appointed me, Glenn Keaney, using the staff and resources of KPMG, to carry out the review of the interim consolidated financial statements of the Group on his behalf.

Conclusion

We have reviewed the interim consolidated financial statements of the Group on pages 9 to 17, which comprise the Consolidated Statement of Financial Position as at 31 December 2024, and the Consolidated Income Statement, Consolidated Statement of Comprehensive Income, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the six months ended on that date, and the notes, including a summary of significant accounting policies and other explanatory information.

Based on our review, nothing has come to our attention that causes us to believe that the interim consolidated financial statements of the Group do not present fairly, in all material respects, the financial position of the Group as at 31 December 2024, and its financial performance and cash flows for the six months ended on that date, in accordance with NZ IAS 34 Interim Financial Reporting.

Basis for conclusion

We conducted our review in accordance with NZ SRE 2410 (Revised) *Review of Financial Statements Performed by the Independent Auditor of the Entity* ("NZ SRE 2410 (Revised)"). Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Interim Consolidated Financial Statements* section of our report.

We are independent of the Group in accordance with the independence requirements of the Auditor-General's Auditing Standards, which incorporate the independence requirements of Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners* issued by the New Zealand Auditing and Assurance Standards Board.

In addition to the audit we have carried out engagements in the areas of Agreed Upon Procedures in relation to the long term incentive plan vesting calculation and GHG pre-assurance services, which are compatible with those independence requirements. Other than the audit and these engagements, we have no relationship with or interests in the Group.

The Directors' responsibilities for the Interim Consolidated Financial Statements

The Directors are responsible, on behalf of the Group, for the preparation and fair presentation of these interim consolidated financial statements in accordance with NZ IAS 34 Interim Financial Reporting and for such internal control as the Directors determine is necessary to enable the preparation and fair presentation of the interim consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The Directors are also responsible for the publication of the interim consolidated financial statements, whether in printed or electronic form.

Auditor's Responsibilities for the Review of the Interim Consolidated Financial Statements

Our responsibility is to express a conclusion on the interim consolidated financial statements based on our review. NZ SRE 2410 (Revised) requires us to conclude whether anything has come to our attention that causes us to believe that the interim consolidated financial statements, taken as a whole, are not prepared, in all material respects, in accordance with NZ IAS 34 Interim Financial Reporting.

A review of the interim consolidated financial statements in accordance with NZ SRE 2410 (Revised) is a limited assurance engagement. We perform procedures, primarily consisting of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing (New Zealand) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion on these interim consolidated financial statements.

Glenn Keaney
KPMG

On behalf of the Auditor-General
Wellington, New Zealand
27 February 2025

Company directory

Directors

J C Hoare
Chair

A M Andrew

D J Bracewell

S A Campbell*

A R Lawrence (*retired 31 August 2024*)

D W Leeder

Sir Robert McLeod KNZM (*retired 31 October 2023 and reappointed 1 July 2024*)

J B Stevens

F S Whineray

Executive

L E Sampson
Chief Executive

M J Dyer
GM Corporate Services

B J Hamill
GM Commercial

S R Kebbell
Chief Financial Officer and Company Secretary

P M Kirk
GM Health and Safety

D A Kneebone
GM Property and Infrastructure

R A Lockley
GM Communications

Registered office

Salisbury Avenue
Mount Maunganui

Private Bag 12504
Tauranga Mail Centre
Tauranga 3143
New Zealand

Telephone 07 572 8899
Email marketing@port-tauranga.co.nz
Website www.port-tauranga.co.nz

Auditors

KPMG
Tauranga
(On behalf of the Auditor-General)

Solicitors

Holland Beckett Law
Tauranga

Bankers

ANZ Bank New Zealand Limited

Bank of New Zealand

Commonwealth Bank of Australia

China Construction Bank (New Zealand) Limited

Credit rating agency

S&P Global (Standard & Poor's) Australia
Port of Tauranga Limited's rating: A-/Stable/A-2

Share registry

For enquiries about share transactions, change of address or dividend payments contact:

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Victoria Street West
Auckland 1142
New Zealand

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Email enquiries.nz@cm.mpms.mufg.com
Website www.mpms.mufg.com

Copies of the Integrated Annual Report and Market Update (which replaced the Interim Report) are available from our website.

Financial calendar

21 March 2025	Interim dividend payment
30 June 2025	Financial year end
29 August 2025	Annual results announcement
3 October 2025	Final dividend payment
31 October 2025	Annual Meeting
27 February 2026	Half year results announcement

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