

Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest, or both

Sections 277 and 278, Financial Markets Conduct Act 2013

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|---------------------------------|---|
| To | NZX Limited |
| and | |
| To | Kathmandu Holdings Limited (KMD) |
| Relevant event being disclosed: | Disclosure of movement of 1% or more in substantial holding |
| Date of relevant event: | 21 October 2021 |
| Date this disclosure made: | 22 October 2021 |
| Date last disclosure made: | 25 September 2020 |

Substantial product holder(s) giving disclosure

| | |
|---------------|---|
| Full name(s): | Harbour Asset Management Limited |
| | Includes details for related body corporates: Jarden Securities Limited Jarden Scientific Trading Limited |

Summary of substantial holding

Harbour Asset Management Limited:

| | | |
|----------------------------------|--|-------------|
| Class of quoted voting products: | Ordinary shares (Shares) | |
| Summary for: | Harbour Asset Management Limited only) | |
| For this disclosure - | (a) total number held in class: | 42,447,339 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 5.987% |
| For last disclosure - | (a) total number held in class: | 49,777,479 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 7.021% |

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Summary of substantial holding

Related Body Corporate:

Jarden Securities Limited:

| | | |
|----------------------------------|---|-------------|
| Class of quoted voting products: | Ordinary shares (Shares) | |
| Summary for: | Jarden Securities Limited (includes Jarden Securities Limited (DIMS) holdings) | |
| For this disclosure - | (a) total number held in class: | 16,436,084 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 2.318% |
| For last disclosure - | (a) total number held in class: | 9,428,882 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 1.330% |

Summary of substantial holding

Related Body Corporate:

Jarden Scientific Trading Limited:

| | | |
|----------------------------------|-------------------------------------|-------------|
| Class of quoted voting products: | Ordinary shares (Shares) | |
| Summary for: | Jarden Scientific Trading Limited | |
| For this disclosure - | (a) total number held in class: | Nil |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 0% |
| For last disclosure - | (a) total number held in class: | 15,000 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 0.002% |

Summary of substantial holding

Including All Related Bodies Corporate:

| | | |
|----------------------------------|-------------------------------------|---|
| Class of quoted voting products: | | Ordinary shares (Shares) |
| Summary for: | | Harbour Asset Management Limited; and Jarden Securities Limited Jarden Scientific Trading Limited |
| For this disclosure- | (a) total number held in class: | 58,883,423 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 8.305% |
| For last disclosure- | (a) total number held in class: | 59,221,361 |
| | (b) total in class: | 709,001,384 |
| | (c) total percentage held in class: | 8.353% |

Details of transactions and events giving rise to relevant event:

The transactions/events giving rise to this disclosure obligation are on-market buy and sell trades by Harbour Asset Management Limited since the previous relevant event on 25 September 2020, as summarised in the table below.

The movements in holdings of Jarden Securities Limited and Jarden Scientific Trading Limited since the previous relevant event on 25 September 2020, are also summarised in the table below.

| Details for: | Harbour Asset Management Limited | Jarden Securities Limited | Jarden Securities Limited (DIMS) | Jarden Scientific Trading Limited |
|---|---|---|--|---|
| Nature of relevant interest(s): | As fund manager, the power to exercise (or control the exercise of) a right to vote attached to, and power to acquire or dispose of (or control the acquisition or disposal of), the Shares, under investment powers contained in investment management agreements with clients (the beneficial owners of the product) or managed fund trust deeds. | As beneficial owner, through normal on-market trading activity, with the power to exercise (or control the exercise of) a right to vote attached to, and power to acquire or dispose of (or control the acquisition or disposal of), the Shares | Jarden Securities Limited has, as provider of discretionary investment management services (DIMS) under various investment management agreements with clients (the beneficial owners of the product), the power to exercise (or control the exercise of) a right to vote attached to, and power to acquire or dispose of (or control the acquisition or disposal of), the Share. | Jarden Scientific Trading Limited is both registered holder and beneficial owner of derivatives and is treated as having a relevant interest in the underlying quoted product under an equity swap agreement that Jarden Scientific Trading Limited has in place with a Prime Broker. |
| On-market purchases – number of shares | 14,118,590 | 42,901,346 | 9,294,241 | N/A |
| On-market purchases – Gross Consideration | \$19,039,221 | \$59,597,015 | \$12,714,573 | N/A |
| On-market sales – number of shares | 20,122,657 | 42,869,184 | 2,404,158 | N/A |
| On-market sales – Gross Consideration | \$28,824,418 | \$59,903,260 | \$3,377,228 | N/A |
| Transfers into DIMS Service | N/A | N/A | 542,124 | N/A |
| In-specie transfers to new fund manager | 1,326,073 | N/A | N/A | N/A |
| Net decrease in exposure to KMD underlying equity | N/A | N/A | N/A | 15,000 |

| | | | | |
|--|-----|---------|-----|-----|
| Net in-specie transfers out, re basket creations/redemptions | N/A | 457,167 | N/A | N/A |
|--|-----|---------|-----|-----|

Details after relevant event:

| Details for: | Harbour Asset Management Limited | Jarden Securities Limited | Jarden Securities Limited (DIMS) | Jarden Scientific Trading Limited |
|--|---|--|--|---|
| Nature of relevant interest(s): | As fund manager, the power to exercise (or control the exercise of) a right to vote attached to, and power to acquire or dispose of (or control the acquisition or disposal of), the Shares, under investment powers contained in investment management agreements with clients (the beneficial owners of the product) or managed fund trust deeds. | As beneficial owner, through normal on-market trading activity, with the power to exercise (or control the exercise of) a right to vote attached to, and power to acquire or dispose of (or control the acquisition or disposal of), the Shares. | Jarden Securities Limited has, as provider of discretionary investment management services (DIMS) under various investment management agreements with clients (the beneficial owners of the product), the power to exercise (or control the exercise of) a right to vote attached to, and power to acquire or dispose of (or control the acquisition or disposal of), the Share. | Jarden Scientific Trading Limited is both registered holder and beneficial owner of derivatives and is treated as having a relevant interest in the underlying quoted product under an equity swap agreement that Jarden Scientific Trading Limited has in place with a Prime Broker. |
| For that relevant interest, | | | | |
| Number held in class after the relevant event: | 42,447,339 | Nil | 16,436,084 | Nil |
| Percentage held in class | 5.987% | 0% | 2.318% | 0% |
| Current registered holder of financial products: | Various nominees or custodians for and on behalf of Harbour Asset Management Limited and unknown | Jarden Securities Limited and unknown | FNZ Custodians Limited (as sub-custodian of Jarden Custodial Services Limited) and unknown | Unknown |
| Registered holder of financial products once | Various nominees or custodians for and on behalf of Harbour Asset Management Limited and unknown | Jarden Securities Limited and unknown | FNZ Custodians Limited (as sub-custodian of Jarden Custodial Services Limited) | Unknown |

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|--|-----|-----|-----|---|
| transfer is registered: | | | | |
| Type of derivative: | N/A | N/A | N/A | Equity Swap |
| Details of derivative: | N/A | N/A | N/a | <p>Notional number of underlying physical product: 15,000 Shares</p> <p>Settlement: cash-settled</p> <p>Maturity date of the derivative: No maturity date, open ended until unwind</p> <p>Expiry date of the derivative:</p> <p>No expiry date, open ended until unwind</p> <p>Price specified in the terms of the derivative:</p> <p>Set at execution price of underlying physical product</p> |
| Parties to the derivative: | N/A | N/A | N/A | Jarden Scientific Trading Limited and a Prime Broker under ISDA 2002 Master Agreement |
| If the substantial product holder is not a party to the derivative, the nature of the relevant interest in the derivative: | N/A | N/A | N/A | N/A |

Additional information:

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|---|---|
| Address(es) of substantial product holder(s): | Level 14, 171 Featherston Street, Wellington |
| Contact details: | Shane Willett + 64 4 496 5334 shane.willett@jarden.co.nz |
| Nature of connection between substantial product holders: | Harbour Asset Management Limited, Jarden Securities Limited and Jarden Scientific Trading Limited are related bodies corporate. |

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: **none.**

Certification:

I, Shane Willett, certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.