

CLUB WYNDHAM

SOUTH PACIFIC

SUPPLEMENTARY PRODUCT DISCLOSURE STATEMENT NEW ZEALAND ONLY

15 MAY 2024

CONSUMER WARNING

Timeshares are not appropriate for everyone. You should take time to consider whether buying this timeshare is right for you before you sign the application form.

It is important to understand:

1. Timeshares are generally very long term. The term of this timeshare is until 29 February 2080. You will generally be required to pay **ongoing costs** for as long as you own the timeshare, regardless of whether or not you use the timeshare. This includes any costs for financing the purchase.
2. You are **not guaranteed** the type of accommodation or location you want at the time you want.
3. After the cooling-off period has ended, and you have not withdrawn your application under any 'subject to finance' rights, **it may be difficult to get out of this timeshare** and there is **no guarantee** that you will be able to sell it to another person or get any money back.
4. Timeshares are **not an investment** and you should not expect any financial return from a timeshare. You are buying an interest in a managed investment scheme for recreational use.

Note: In the consumer warning, a "timeshare" is an interest in a time-sharing scheme.

ABOUT THIS SUPPLEMENTARY PRODUCT DISCLOSURE STATEMENT

This is a Supplementary Product Disclosure Statement (SPDS) issued by Wyndham Vacation Clubs South Pacific Ltd ACN 090 503 923 for Club Wyndham South Pacific ARSN 092 334 015. This SPDS supplements the Product Disclosure Statement (PDS) prepared 30 September 2022 (offer) and must be read in conjunction with the PDS and any other SPDS when an offer is made within New Zealand.

The purpose of this SPDS is to provide the regulatory disclosures required when an offer is made within New Zealand and includes a regulatory warning and the NZD\$ pricing of Vacation Credits and annual levies.

Terms used in this SPDS have the same meaning as given to those terms in the PDS.

A copy of this SPDS has been lodged with ASIC and the New Zealand Companies Office.

OFFER TO NEW ZEALAND RESIDENTS

The following is a standard warning that must be given to all New Zealand investors when an offer is made by a PDS that is regulated by Australian law:

- (a) This offer to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 8 of the Corporations Act 2001 (Aust) and regulations made under that Act. In New Zealand, this is subpart 6 of Part 9 of the Financial Markets Conduct Act 2013 and Part 9 of the Financial Markets Conduct Regulations 2014.
- (b) This offer and the content of the offer document are principally governed by Australian rather than New Zealand law. In the main, the Corporations Act 2001 (Aust) and the regulations made under that Act set out how the offer must be made.
- (c) There are differences in how financial products are regulated under Australian law. For example, the disclosure of fees for managed investment schemes is different under the Australian regime.
- (d) The rights, remedies, and compensation arrangements available to New Zealand investors in Australian financial products may differ from the rights, remedies, and compensation arrangements for New Zealand financial products.
- (e) Both the Australian and New Zealand financial markets regulators have enforcement responsibilities in relation to this offer. If you need to make a complaint about this offer, please contact the Financial Markets Authority, New Zealand (fma.govt.nz). The Australian and New Zealand regulators will work together to settle your complaint.
- (f) The taxation treatment of Australian financial products is not the same as for New Zealand financial products.
- (g) If you are uncertain about whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial adviser.
- (h) The offer may involve a currency exchange risk. The currency for the financial products is not New Zealand dollars. The value of the financial products will go up or down according to changes in the exchange rate between that currency and New Zealand dollars. These changes may be significant.
- (i) If you expect the financial products to pay any amounts in a currency that is not New Zealand dollars, you may incur significant fees in having the funds credited to a bank account in New Zealand in New Zealand dollars.
- (j) If the financial products are able to be traded on a financial product market and you wish to trade the financial products through that market, you will have to make arrangements for a participant in that market to sell the financial products on your behalf. If the financial product market does not operate in New Zealand, the way in which the market operates, the regulation of participants in that market, and the information available to you about the financial products and trading may differ from financial product markets that operate in New Zealand.
- (k) The dispute resolution process described in this offer document is available only in Australia and is not available in New Zealand.

A. COMPLAINTS AND RESOLUTION OF DISPUTES

Section 5.5 on page 30 of the PDS is replaced with the following:

We have an internal complaints handling program to handle any complaint you may have about your Ownership in the Club.

If you have a complaint, you are encouraged to contact the Customer Care Team by email to customerteam@wyn.com or by calling us.

Every attempt will be made to resolve your issue of complaint or dispute quickly and fairly. However, if your complaint is not resolved to your satisfaction within 30 days then you can refer the matter to Financial Services Complaints Ltd (FSCL) - A Financial Ombudsman Service. FSCL is an external dispute resolution scheme approved by the Minister of Consumer Affairs, at:

Telephone: 0800 347 257

Email: info@fscl.org.nz

fscl.org.nz

Alternatively, you can refer the matter to the Australian Financial Complaints Authority (AFCA):

Mail: GPO Box 3, Melbourne VIC 3001

Telephone: 1800 931 678

Email: info@afca.org.au

www.afca.org.au

B. FEES AND OTHER COSTS

All amounts are expressed in NZ\$ and are inclusive of GST (if applicable).

Table 1 in Section 7.1 on page 33 is replaced with the following table effective 15 May 2024:

Table 1: Purchase Price and Upfront Fees and Costs Summary (NZ\$)

OWNERSHIP OPTION	PURCHASE PRICE (INCL. FEES)			ADDITIONAL AMOUNTS UNDER FINANCING ARRANGEMENT ²	
	Vacation Credits	Price per Vacation Credit	Total cost of Vacation Credits (incl fees) ¹	Upfront finance costs	Total cost of Vacation Credits (incl. upfront finance costs)
Premier	Minimum 6,000 No maximum	\$3.936	\$23,815.54	Nil	\$23,815.54
Standard	Minimum 12,000 No maximum	\$3.936	\$47,431.54	Nil	\$47,431.54

1. This includes an establishment fee of \$199.53 and is calculated on the minimum number of Vacation Credits for type of Ownership. The proceeds from the purchase price will be paid to the Developer. For further information, refer to the Additional Explanation of Fees and Costs at page 37 of the PDS. If you are an existing Owner the purchase price per additional Vacation Credit is the price per Vacation Credit as set out in Table 1 but may be subject to a discount offered by the Developer from to time and deducted from the Developer's entitlement to any proceeds of sale of Vacation Credits.

2. There is no upfront finance cost payable under financing arrangement if you choose to enter into a financing arrangement facilitated by Wyndham. For further information, refer to the Additional Explanation of Fees and Costs at page 37.

Table 2 in Section 7.3 on page 34 of the PDS is replaced with the following table effective 15 May 2024:

Table 2: Fees and Costs Summary - Premier Ownership of 6,000 Vacation Credits (NZ\$)

TYPE OF FEE OR COST ¹	AMOUNT	HOW AND WHEN PAID
ONGOING ANNUAL FEES AND COSTS (EXCLUDING SPECIAL LEVIES²)		
Annual Levies Fees to cover the budgeted costs of maintaining the property of the Club, managing the Club and other services <i>See description below "How annual levies are calculated" for the specific amount payable.</i>	\$858.00	Payable annually, either in full in January or by way of fortnightly or monthly payments. See section 7.4 for more details on Annual Levies
Ongoing membership fee Fees payable for being an Owner	Nil	Not applicable
FINANCING RELATED FEES AND COSTS		
Annual repayments for financing arrangements Based on borrowing the maximum portion of the total purchase price available at the maximum interest rate for the maximum loan term in relation to that interest rate.	\$3,845.91	Payable by the Owner either by way of fortnightly or monthly direct debit payments as arranged with the lender, Finance by Wyndham Pty Ltd
Ongoing financing costs The financing costs you have to pay on an ongoing basis in addition to your repayments	Nil	Not applicable
OWNER ACTIVITY RELATED FEES AND COSTS³		
Accommodation usage fees⁴ Fees payable to use Club Apartments	Nil	Not applicable
Forfeiture fee⁵ Fees payable if the Responsible Entity forfeits your timeshare	Nil	Not applicable. In the event of forfeiture, sale costs and administration costs are deducted from the proceeds of sale. See section 10.3 for more information on forfeiture.
Transfer fee Fees payable to transfer your Ownership	\$0 - \$459 depending on transfer type	Payable to the Club at the time of requesting a transfer of Ownership. See section 7.7 E for more information on transfer fees.

1. It is important to understand that a failure to understand that a failure to pay an amount owing (such as Annual Levies or financing costs) may result in you losing your Ownership, by forfeiting your interest in the Club. You may not receive anything for the forfeited interest if this happens.

2. Special levies may also be payable in certain circumstances. For further information, refer to the Additional Explanation of Fees and Costs at page 37.

3. One-off fees and costs may also be payable in certain circumstances—for example, if your Ownership is forfeited or transferred. You may also be required to pay the following fees depending on the location of the Club Resort, the way you use your Vacation Credits and how you pay your Annual Levies: late payment fees for late or non-payment of Annual Levies; dishonour fees; housekeeping fees; local authority or government taxes; statement of account fees; and credit card transaction fees. For further information on these fees, refer to the Additional Explanation of Fees and Costs at page 37.

4. For further information, refer to the Additional Explanation of Fees and Costs at page 37.

5. Refer to section 10.3 of the Product Disclosure Statement for details of the circumstances where the Responsible Entity can forfeit an Ownership.

Table 3 at Section 7.4 on page 35 of the PDS is replaced with the following table effective from 1 January 2024:

Table 3: Annual Levies (NZ\$)

OWNERSHIP OPTION	AMOUNT		HOW LEVIES ARE CALCULATED
	Vacation Credits owned	Annual Levies payable (NZ\$)	
Premier or Standard	6,000 - 7,500	\$858.00	Annual Levies are your share of the total amount of levies budgeted to be raised based on the number of Vacation Credits you hold. For the first year of Ownership, you will be required to pay a pro-rata proportion of the Annual Levies which relates to the remaining period of the calendar year in which you purchased your Vacation Credits (or additional Vacation Credits). This pro-rata payment can be made fortnightly or monthly. For the calendar year from 1 January 2024, Annual Levies are calculated on the following formula: \$858.00 for the first 6,000 – 7,500 Vacation Credits, plus (\$858.00 x 23.07%), for each increment of 2,500 Vacation Credits or portion thereof owned. Your Annual Levy statement will be made available on your online Owner account on or by 1 December each year, for the following year. See section 7.7 for further details on Annual Levies.
	7,501 - 10,000	\$1,055.87	
	10,001 - 12,500	\$1,253.79	
	12,501 - 15,000	\$1,451.71	
	15,001 - 17,500	\$1,649.63	
	17,501 - 20,000*	\$1,847.55	

* See the formula in column 3 to calculate Annual Levies payable on Vacation Credits in excess of 20,000.

Table 4 at Section 7.5 on page 36 of the PDS is replaced with the following table effective 15 May 2024:

Table 4: Example of Annual Fees and Costs (NZ\$)

TYPE OF FEE OR COST ¹	AMOUNT	EXPLANATION OF FEES AND COSTS
COST OF MEMBERSHIP —BEFORE FINANCE		
Annual Levies	\$858.00	Your portion of the annual operating and maintenance costs of the Club based on the annual budget set by the Responsible Entity.
Ongoing Ownership fee	Nil	Not applicable
Special levies	Nil	Levied if necessary for capital improvements or major expenses not covered in Annual Levies. No special levies have been charged during the life of the Club to date. See section 7.7 for more information.
Accommodation usage fees	Nil	Assumes Ownership is fully utilised and bookings are made in high season.
Other fees and costs	Nil	Not applicable.
Total of the above costs of Premier Owner with 6,000 Vacation Credits	\$858.00	If you held this Ownership option, you would be charged fees and costs of \$858.00 for a 1-year period. This amount does not include finance costs.
OWNERSHIP OPTION – PREMIER OWNER WITH 6,000 VACATION CREDITS FINANCE COSTS		
Annual repayments for financing arrangements ²	\$3,845.91	Loan principal repayments and interest payments payable monthly by direct debit in the first 12 months of the finance contract.
Ongoing financing costs	Nil	Not applicable.
Total of the above costs of Premier Owner with 6,000 Vacation Credit including finance costs.	\$4,703.91	If you held this Ownership option, you would be charged fees and costs of \$4,703.91 for a 1-year period including finance costs

1. Additional fees may apply

2. The interest rate in the example is based on borrowing the maximum portion of the total purchase price available at the maximum interest rate available under a financing arrangement and the maximum loan term in relation to that interest rate. It assumes the amount borrowed is the maximum portion of the purchase price able to be financed. The interest rate is 13.25% p.a., loan term is 10 years and amount borrowed is \$21,254.40. The annual repayments during the loan include interest and the amount contributed towards the purchase price.

Table 5 in section 7.6 on page 37 of the PDS is replaced with the following table effective 15 May 2024:

Table 5: Cost of product for 1 year (NZ\$)

OWNERSHIP OPTION	COST WITHOUT FINANCE	COST WITH FINANCE
<i>Premier Owner with 6,000 Vacation Credits</i>	\$858.00	\$4,703.91
<i>Standard Owner with 12,000 Vacation Credits</i>	\$1,253.79	NA ¹

1. Finance is not facilitated by the Responsible Entity for this Ownership option. If you obtain your own financing, it will be subject to fees and costs that are not disclosed in this table.

Late or Non-Payment of Annual Levies

The table in section 7.7B on page 38 of the PDS is replaced with the following effective 1 January 2024:

FEE TYPE	QUARTERLY ACCOUNTS	MONTHLY ACCOUNTS
Late fee for each reminder notice sent to you	AU/NZ\$15 Payable for each quarter in which the full amount due is late or not made	AU/NZ\$10 Payable for each month in which the full amount due is late or not made
Interest on outstanding levies	15% per annum accrued daily on the amount which is overdue by 60 days or more (e.g. for outstanding levies of \$858.00, you may be charged \$0.2948 interest for each day they remain outstanding)	
Return cheque charge for each dishonoured, returned or rejected payment	AU/NZ\$25	

Housekeeping Fees

The table in section 7.7C on page 39 of the PDS is replaced with the following effective 1 January 2024:

APARTMENT TYPE	STANDARD*	DELUXE*	GRAND*	PRESIDENTIAL*
Studio or Hotel room	AU\$106.00	AU\$115.00	AU\$131.00	AU\$148.00
1-Bedroom	AU\$121.00	AU\$129.00	AU\$145.00	AU\$160.00
2-Bedroom	AU\$134.00	AU\$143.00	AU\$157.00	AU\$171.00
3-Bedroom	AU\$148.00	AU\$154.00	AU\$168.00	AU\$226.00
4-Bedroom	N/A	AU\$165.00	AU\$221.00	AU\$250.00

*This fee is expressed in AU\$ (inc. GST).

Section 10.10 on page 51 of the PDS is replaced with the following:

10.10 Available Vacation Credits

As at 31 March 2024:

- There are 56,515 Owners in the Club and 1,165,309,490 issued Vacation Credits.

The information regarding the below Resorts in Section 3.1 on pages 13-18 of the PDS is replaced with the following effective 15 May 2024:



QLD Club Wyndham Kirra Beach

Cnr Coyne Street & Winston Avenue, Kirra Beach, Queensland

Situated in Kirra on the Southern Gold Coast, the Resort is approximately two kilometres south of the Coolangatta airport, and is directly across from Kirra beach. There are 101 apartments in the resort, of which 14 one-bedroom apartments, 68 two-bedroom apartments, 13 three bedroom apartments, and 4 two-bedroom deluxe apartments (99 in total) are owned by the Club.

Apartments 1-3, 11-17, 21-27, 31-37, 41-47, 51-57, 61-67, 71-77, 81-87, 91-97, 101-107, 111-117, 121-127, 131-135, 136-137, 141-144, 146.



QLD Club Wyndham Airlie Beach Whitsundays

9A Hermitage Drive, Airlie Beach, Queensland

Airlie Beach is the vibrant hub of the Whitsundays and the ideal mainland base for fun and adventure in the Whitsundays. It is the perfect launching pad for activities on the water and in the lush, green rainforest of the Whitsunday Coast. The Club currently has 52 apartments available for use by the Club.

Apartments 34, 112-115, 117, 126, 131-132, 135-136, 211, 212, 224, 233, 311, 313-315, 321, 323-325, 332, 334, 411, 511-512, 521-522, 611-612, 614-615, 621-622, 624, 632-634, 711-712, 721-722, 812- 815, 822-823, 825, 826, 832-833, 834, 913.



VIC Club Wyndham Phillip Island

2128 Phillip Island Road, Cowes, Phillip Island, Victoria

Located two hours' drive from Melbourne and close to a variety of natural wildlife experiences, popular tourist attractions, swimming and surfing beaches and breathtaking rugged beauty. The Resort has 216 villas set on 26 hectares of rustic bush land. The 137 Club Apartments include one, two and three-bedroom villas.

Cottages: 102-105, 109, 111-112, 114, 118, 124, 126, 128, 130, 132-133, 137-141, 144-145, 149-151, 153-156, 158-160 165-166, 168-169, 171-172, 179, 183, 186, 189-191, 193, 195-196, 198-199-204, 206-209, 211-215, 217-222, 225, 227-231, 233-234, 238-240, 242-245, 248-249, 251, 253, 258, 260, 262, 263, 265, 267- 280, 282-296, 298-302, 304, 306-311.

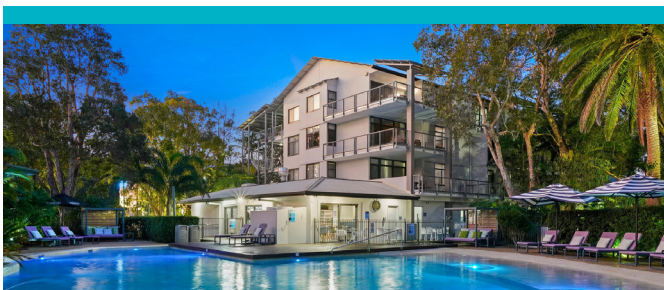


VIC Club Wyndham Melbourne

199 William Street, Melbourne, Victoria

This Club Resort is in the heart of the Melbourne business district on the corner of William Street and Little Bourke Street. There are 89 Club Apartments contained within the two tower high rise mixed use complex and the Club has its own reception area separate to the other hotel and residential apartments. Club Apartments include studio, one, two and three-bedroom Apartments including Presidential suites with additional features of built-in fireplaces, wine refrigerators and outdoor lounge and dining areas.

Apartments 101-111, 201-220, 221-225, 301-325, 401-420, 422-425, 718, 819, 924 and 1718.



NSW Club Wyndham Flynns Beach

14-20 Flynn Street, Port Macquarie, New South Wales

This Resort is located in a central location near Flynns Beach at Port Macquarie. This was the third purpose-built Resort in the South Pacific, comprising of 112 Apartments which are owned by the Club.

Apartments 0001, 0004, 0006-0008, 1101-1104, 1201-1207, 1301-1307, 2101-2103, 2201-2204, 2301-2304, 2401-2404, 3101-3106, 3201-3207, 3301-3307, 3401- 3407, 4101-4120, 5101-5108, 5110-5121, 5123-5125

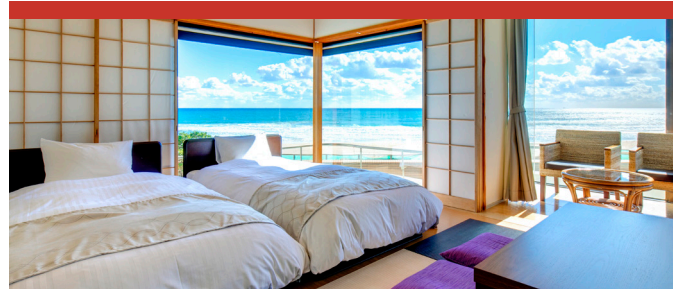


JPN Club Wyndham Chikumakan Nagano

389-0821 Nagano, Chikuma, Kamiyamada Onsen 1-33-4

Situated in Chikuma City in the Nagano prefecture of Japan, this Resort is situated to provide access to world-class ski fields, serene onsens, ancient temples and rich cultural heritage all year round. The Resort is a ryokan style property which provides breakfast and dinner, Western or traditional Japanese bedding and both indoor and outdoor onsen with natural hot spring water. There are 36 Apartments in the Resort, of which 9 Hotel studios, 5 Japanese Style (Sleeps 4), and 2 Studio Deluxe (16 Apartments in total) are currently owned by the Club.

Apartments 311-313, 400-403, 406-408, 501-503 and 506-508. Note: A mandatory meal plan is provided at this Resort and a fee is payable by all guests aged 13 and over using cash or Vacation Credits. See the Club Guidelines for full details.



JPN Club Wyndham Sundance Resort locations

The Club has 137,875 points in Sundance Resort Club, Japan. These points allow Club Owners to access Apartments in the following properties:

- Club Wyndham Sundance Resort Yamanakako
- Club Wyndham Sundance Resort Kawaguchiko
- Club Wyndham Sundance Resort Kusatsu
- Club Wyndham Sundance Resort Tateshina
- Club Wyndham Sundance Resort Karuizawa
- Club Wyndham Sundance Resort Hakone-Miyagino
- Club Wyndham Sundance Resort Hakone-Gora
- Club Wyndham Sundance Lake Resort
- Club Wyndham Sundance Resort Nasu
- Club Wyndham Sundance Resort Katsuura East
- Club Wyndham Sundance Resort Onjuku
- Club Wyndham Sundance Resort Awa Kamogawa
- Club Wyndham Sundance Resort Izu-Kogen Annex
- Club Wyndham Sundance Resort Atami
- Club Wyndham Sundance Resort Izu-Kogen
- Club Wyndham Sundance Resort Naeba