# UDC FINANCE LIMITED ANNUAL REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2016

## FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2016

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## **ANNUAL REPORT**

UDC Finance Limited (the Company) operates predominantly in New Zealand, and provides asset based secured finance to a wide range of industries, including transport, agriculture, manufacturing, construction and government. The types of assets that are financed include plant, motor vehicles, aircraft and construction machinery. The Company also offers personal secured finance for motor vehicles. The Company raises funds through a range of secured term and call debentures.

Pursuant to section 211(3) of the Companies Act 1993, the shareholder of the Company has agreed that the Annual Report of the Company need not comply with any of the paragraphs (a), and (e) to (j) of subsection (1) and subsection (2) of section 211.

Accordingly, there is no information to be provided in this Annual Report other than the financial statements for the year ended 30 September 2016 and the audit report on those financial statements.

For and on behalf of the Board of Directors:

1 Lauren	Director
Suvat	Director
8 December 2016	Date

## **DIRECTORY**

**Directors:** Stuart McLauchlan (Independent Director & Chairman)

Dunedin

Mark Hiddleston Auckland

Paul Norris (Independent Director)

Brisbane, Australia

Antonia Watson Auckland

Registered Office: UDC Finance Limited

Ground Floor ANZ Centre 23-29 Albert Street Auckland

Auditor: KPMG

18 Viaduct Harbour Avenue

P O Box 1584 Auckland

**Supervisor:** Trustees Executors Limited

Level 7, 51 Shortland Street

PO Box 4197 Auckland

Principal place of business: UDC Finance Limited

107 Carlton Gore Road

Newmarket Auckland

# STATEMENT OF COMPREHENSIVE INCOME

		Year to	Year to
		30/09/2016	30/09/2015
	Note	\$000	\$000
Interest income		201,305	211,014
Interest expense		86,935	94,770
Net interest income	3	114,370	116,244
Fees and other income		6,088	5,784
Operating income		120,458	122,028
Operating expenses	4	31,623	32,278
Profit before credit impairment and income tax		88,835	89,750
Credit impairment charge	7	7,418	10,427
Profit before income tax		81,417	79,323
Income tax expense	5	22,880	22,273
Profit after income tax		58,537	57,050

# STATEMENT OF CHANGES IN EQUITY

		Retained	
	Share capital	earnings	Total equity
Note	\$000	\$000	\$000
	20,752	320,660	341,412
	-	57,050	57,050
13	-	(33,000)	(33,000)
	20,752	344,710	365,462
	-	58,537	58,537
	20,752	403,247	423,999
		Note \$000  20,752  -  13 -  20,752  -	Share capital         earnings           Note         \$000         \$000           20,752         320,660         -         57,050           13         -         (33,000)           20,752         344,710         -         58,537



## **BALANCE SHEET**

		30/09/2016	30/09/2015
	Note	\$000	\$000
Assets			
Short-term deposits	12	79,994	81,692
Net loans and advances	6	2,573,030	2,347,163
Other assets	8	3,121	2,142
Deferred tax assets	5	8,874	9,616
Total assets		2,665,019	2,440,613
Liabilities			
Borrowings	9	2,186,711	2,016,026
Current tax liabilities		22,105	22,310
Payables and other liabilities	10	31,129	35,734
Provisions		1,075	1,081
Total liabilities		2,241,020	2,075,151
Net assets		423,999	365,462
Equity			
Ordinary share capital	13	20,752	20,752
Retained profits		403,247	344,710
Total equity		423,999	365,462

For and on behalf of the Board of Directors



# STATEMENT OF CASH FLOWS

	Year to	
	30/09/2016	
	\$000	\$000
Cash flows from operating activities		
Interest received	202,209	211,740
Other income received	6,088	5,784
Interest paid	(92,357)	(87,729)
Operating expenses paid	(29,809)	(32,791)
Income taxes paid	(22,343)	(19,065)
Cash flows from operating profits before changes in operating assets and liabilities	63,788	77,939
Change in loans and advances	(236,166)	(86,194)
Change in UDC secured investments	(144,315)	166,779
Net cash flows (used in)/ provided by operating activities	(316,693)	158,524
Cash flows from investing activities		
Purchase of leasehold improvements and equipment	(5)	(1)
Net cash flows used in investing activities	(5)	(1)
Cash flows from financing activities		
Credit facilities drawn	535,000	250,000
Credit facilities settled	(220,000)	(365,000)
Dividends paid	-	(33,000)
Net cash flows provided by / (used in) financing activities	315,000	(148,000)
Net (decrease)/ increase in cash and cash equivalents	(1,698)	10,523
Short-term deposits at beginning of the year	81,692	71,169
Cash and cash equivalents at end of the year	79,994	81,692

Reconciliation of profit after income tax to net cash flows provided by operating activities	Reconciliation of	profit after income	tax to net cash flor	ws provided by operating a	activities
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Net cash flows (used in) /provided by operating activities	(316,693)	158,524
Change in other assets and liabilities	(1,683)	4,526
Change in provisions	(6)	252
Change in income tax assets and liabilities	537	3,208
Change in deferred fee revenue and expenses	101	(115)
Change in accrued expenses	(484)	371
Change in interest payable	(1,440)	1,373
Change in interest receivable	38	35
Change in net operating assets less liabilities	(380,481)	80,585
Deferrals or accruals of past or future operating receipts or payments		
Discount unwind on individual provision	765	806
Credit impairment charge	7,418	10,427
Depreciation of premises and equipment	5	6
Non-cash Items:		
Profit after income tax	58,537	57,050



## **NOTES TO THE FINANCIAL STATEMENTS**

#### 1. SIGNIFICANT ACCOUNTING POLICIES

#### (a) Basis of Preparation

#### (i) Statement of compliance

These financial statements have been prepared in accordance with the requirements of the Financial Markets Conduct Act 2013, and comply with:

- New Zealand Generally Accepted Accounting Practice, as defined in the Financial Reporting Act 2013
- New Zealand equivalents to International Financial Reporting Standards (NZ IFRS) and other applicable Financial Reporting Standards, as appropriate for publicly accountable profit-oriented entities
- International Financial Reporting Standards (IFRS).

The immediate parent company is ANZ Bank New Zealand Limited (ANZ Bank NZ), which is incorporated in New Zealand. The ultimate parent company is Australia and New Zealand Banking Group Limited (the Ultimate Parent Bank), which is incorporated in Australia.

The principal accounting policies adopted in the preparation of these financial statements are set out below.

#### (ii) Use of estimates and assumptions

Preparation of financial statements requires the use of management judgement, estimates and assumptions that affect reported amounts and the application of policies. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable. Actual results may differ from these estimates. Discussion of the critical accounting treatments, which include complex or subjective decisions or assessments, is covered in note 2. Such estimates will require review in future periods.

#### (iii) Measurement base

The financial statements have been prepared on a going concern basis in accordance with historical cost concepts.

#### (iv) Changes in accounting policies and application of new accounting standards

The accounting policies adopted by the Company are consistent with those adopted and disclosed in the prior year.

#### (v) Rounding and comparatives

The amounts contained in the financial statements have been rounded to the nearest thousand dollars, except where otherwise stated. Certain amounts in the comparative information have been reclassified to conform with current period financial statement presentations.

#### (vi) Foreign currency translation

### Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the functional currency). The Company's financial statements are presented in New Zealand dollars, which is the Company's functional and presentation currency.

#### (b) Income Recognition

Income is recognised to the extent that it is probable that economic benefits will flow to the Company and that revenue can be reliably measured.

#### (i) Interest income

Interest income is recognised as it accrues, using the effective interest method.

The effective interest method calculates the amortised cost of a financial asset or financial liability and allocates the interest income or interest expense, including any fees and directly related transaction costs that are an integral part of the effective interest rate, over the expected life of the financial asset or liability so as to achieve a constant yield on the financial asset or liability.

For assets subject to prepayment, expected life is determined on the basis of the historical behaviour of the particular asset portfolio, taking into account contractual obligations and prepayment experience assessed on a regular basis.

#### (ii) Fee income

Fees received that are integral to the effective interest rate of a financial asset are recognised using the effective interest method. For example, loan commitment fees, together with related direct costs, are deferred and recognised as an adjustment to the effective interest rate on a loan once drawn. Commitment fees to originate a loan which is unlikely to be drawn down are recognised as fee income as the service is provided.

Fees that relate to the execution of a significant act are recognised when the significant act has been completed.

Fees charged for providing ongoing services (for example, maintaining and administering existing facilities) are recognised as income over the period the service is provided.



## **NOTES TO THE FINANCIAL STATEMENTS**

#### (iii) Leasing income

Finance income on finance leases is recognised on a basis that reflects a constant periodic return on the net investment in the finance lease.

#### (c) Expense Recognition

Expenses are recognised in the Statement of Comprehensive Income on an accruals basis.

#### (i) Interest expense

Interest expense on financial liabilities measured at amortised cost is recognised in the Statement of Comprehensive Income as it accrues using the effective interest method.

#### (ii) Origination expenses

Certain origination expenses are an integral part of the effective interest rate of a financial instrument measured at amortised cost. These origination expenses include:

- fees and commissions payable to brokers in respect of originating business
- other expenses of originating business, such as external legal costs and valuation fees, provided these are direct and incremental costs related to the issue of a financial instrument.

Such origination expenses are initially recognised as part of the cost of acquiring the financial instrument and amortised as part of the expected yield of the financial instrument over its expected life using the effective interest method.

#### (iii) Lease payments

Leases entered into by the Company as lessee are operating leases, and the operating lease payments are recognised as an expense on a straight-line basis over the lease term.

#### (d) Income Tax

#### (i) Income tax expense

Income tax on earnings for the year comprises current and deferred tax and is based on the applicable tax law. It is recognised in the Statement of Comprehensive Income as tax expense, except when it relates to items credited directly to equity or other comprehensive income, in which case it is recorded in equity or other comprehensive income.

#### (ii) Current tax

Current tax is the expected tax payable on taxable income, based on tax rates and tax laws which are enacted or substantively enacted by the reporting date, including any adjustment for tax payable in previous periods. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

#### (iii) Deferred tax

Deferred tax is accounted for using the comprehensive tax balance sheet method. It is generated by temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax base.

Deferred tax assets, including those related to the tax effects of income tax losses and credits available to be carried forward, are recognised only to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences or unused tax losses and credits can be utilised.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period(s) when the asset and liability giving rise to them are realised or settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date. The measurement reflects the tax consequences that would follow from the manner in which the Company, at the reporting date, recovers or settles the carrying amount of its assets and liabilities.

#### (e) Assets

#### **Financial assets**

All financial assets are classified as loans and receivables.

#### (i) Loans and advances

Loans and advances are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Company provides money to a debtor with no intention of trading the loans and advances. The loans and advances are initially recognised at fair value plus transaction costs that are directly attributable to the issue of the loan or advance. They are subsequently measured at amortised cost using the effective interest method, less any impairment loss.

All loans are graded according to the level of credit risk.

Net loans and advances include direct finance provided to customers such as current accounts, term loans, finance lease receivables and commercial bills.



## NOTES TO THE FINANCIAL STATEMENTS

#### Impairment of loans and advances

Loans and advances are regularly reviewed for impairment. Credit impairment provisions are raised for exposures that are known to be impaired. Exposures are impaired and impairment losses are recorded if, and only if, there is objective evidence of impairment as a result of one or more loss events that occurred after the initial recognition of the loan and prior to the reporting date, and that loss event or events, has had an impact on the estimated future cash flows of the individual loan or the collective portfolio of loans that can be reliably estimated.

Impairment is assessed for assets that are individually significant (or on a portfolio basis for small value loans) and then on a collective basis for those exposures not individually known to be impaired.

Exposures that are assessed collectively are placed in pools of similar assets with similar risk characteristics. The required provision is estimated on the basis of historical loss experience for assets with credit risk characteristics similar to those in the collective pool. The historical loss experience is adjusted based on current observable data such as changed economic conditions.

The estimated individual impairment losses are measured as the difference between the asset's carrying amount and the estimated future cash flows discounted to their present value. As this discount unwinds during the period between recognition of impairment and recovery of the cash flow, it is recognised in interest income. The process of estimating the amount and timing of cash flows involves considerable management judgement. These judgements are reviewed regularly to reduce any differences between loss estimates and actual loss experience.

The provision for impairment loss (individual and collective) is deducted from loans and advances in the Balance Sheet and the movement for the reporting period is reflected in the Statement of Comprehensive Income.

When a loan is uncollectible, either partially or in full, it is written off against the related provision for loan impairment. Subsequent recoveries of amounts previously written off are taken to the Statement of Comprehensive Income.

Where impairment losses recognised in previous periods have subsequently decreased or no longer exist, such impairment losses are reversed in the Statement of Comprehensive Income.

A provision is also raised for off-balance sheet items such as commitments that are considered likely to result in an expected loss.

#### (ii) Finance lease receivables

Contracts to lease assets and hire purchase agreements are classified as finance leases if they transfer substantially all the risks and rewards of ownership of the asset to the customer or an unrelated third party.

The gross amount of contractual payments expected from customers is recorded as gross lease receivables and the unearned interest component is recognised as income yet to mature.

The finance lease receivables are initially recognised at amounts equal to the present value of the minimum lease payments plus the present value of any unguaranteed residual value expected to accrue at the end of the lease term. Finance lease payments are allocated between interest revenue and a reduction in the lease receivable over the term of the finance lease, reflecting a constant periodic rate of return on the net investment outstanding in respect of the lease.

#### (f) Liabilities

## Financial liabilities

All financial liabilities are carried at amortised cost.

#### (i) Borrowings

Borrowings include interest bearing deposits, UDC secured investments, and other related interest bearing financial instruments. They are measured at amortised cost. The interest expense is recognised using the effective interest rate method.

## (ii) Derecognition

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

#### Non-financial liabilities

#### (iii) Provisions

The Company recognises provisions when there is a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably. The amount recognised is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation at the reporting date. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.



## **NOTES TO THE FINANCIAL STATEMENTS**

#### (g) Equity

#### **Issued shares**

Issued shares are recognised at the amount paid per share net of directly attributable issue costs.

#### (h) Presentation

#### (i) Offsetting of income and expenses

Income and expenses are not offset unless required or permitted by an accounting standard. This generally arises in any of the following circumstances:

- where gains and losses arise from a group of similar transactions, such as foreign exchange gains and losses
- where amounts are collected on behalf of third parties, where the Company is, in substance, acting as an agent only
- where costs are incurred on behalf of customers from whom the Company is reimbursed.

#### (ii) Offsetting of financial assets and liabilities

Assets and liabilities are offset and the net amount reported in the Balance Sheet only where there is:

- a current enforceable legal right to offset the asset and liability
- an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### (iii) Statement of cash flows

For cash flow statement presentation purposes, cash and cash equivalents includes short-term bank deposits with original terms of maturity of three months or less that are readily convertible to cash and which are subject to an insignificant risk of changes in value.

#### (iv) Segment reporting

Business segments are distinguishable components of the Company that provide products or services that are subject to risks and rewards that are different to those of other operating segments.

Geographical segments provide products or services within a particular economic environment that is subject to risks and rewards that are different to those components operating in other economic environments.

The Company operates in New Zealand, and for management purposes is organised into one business segment, as there are no distinguishable components providing related products and services that are subject to differing risks and returns. This approach is consistent with internal reporting provided to the chief operating decision maker, being the Company's Chief Executive Officer.

## (v) Goods and services tax

Income, expenses and assets are recognised net of the amount of goods and services tax (GST) except where the amount of GST incurred is not recoverable from the Inland Revenue Department (IRD). In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the IRD is included as other assets or other liabilities in the Balance Sheet.

Cash flows are included in the Statement of Cash Flows on a net basis. The GST components of cash flows arising from investing and financing activities, which are recoverable from, or payable to, the IRD are classified as operating cash flows.

#### (i) Other

#### (i) Contingent liabilities

Contingent liabilities are not recognised in the balance sheet but are disclosed in note 16 unless it is considered remote that the Company will be liable to settle the possible obligation.

#### (ii) Accounting standards not early adopted

The following standards are available for early adoption but have not been applied by the Company in these financial statements. The Company currently does not intend to apply these pronouncements until their effective dates and is assessing the impact on its financial statements.

NZ IFRS 9 Financial Instruments (effective for periods commencing after 1 January 2018)

- Specifies a simpler methodology for classifying and measuring financial assets, with two primary measurement categories: amortised cost and fair value.
- Requires the amount of change in the fair value attributable to changes in credit risk of certain liabilities
  designated under the fair value option to be presented in other comprehensive income.

#### NZ IFRS 16 Leases (effective for periods commencing after 1 January 2019)

- Introduces a single lessee accounting model and requires a lessee to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments.
- Substantially carries forward the lessor accounting requirements in NZ IAS 17 Leases. Accordingly, a lessor
  continues to classify its leases as operating leases or finance leases, and to account for those two types of
  leases differently.



## NOTES TO THE FINANCIAL STATEMENTS

#### 2. CRITICAL ESTIMATES AND JUDGEMENTS USED IN APPLYING ACCOUNTING POLICIES

There are a number of critical accounting treatments which include complex or subjective judgements and estimates that may affect the reported amounts of assets and liabilities in the financial statements. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

An explanation of the judgements and estimates made by the Company in the process of applying its accounting policies, that have the most significant effect on the amounts recognised in the financial statements are set out below.

#### **Credit provisioning**

The accounting policy relating to measuring the impairment of loans and advances requires the Company to assess impairment at least at each reporting date. The credit provisions raised (collective and individual) represent management's best estimate of the losses incurred in the loan portfolio at balance date based on their experienced judgement.

The collective provision is estimated on the basis of historical loss experience for assets with credit characteristics similar to those in the collective pool. The historical loss experience is adjusted based on current observable data and events and an assessment of the impact of model risk. The provision also takes into account the impact of large concentrated losses within the portfolio and the economic cycle.

The use of such judgements and reasonable estimates is considered by management to be an essential part of the process and does not impact on the reliability of the provision.

Individual provisioning is applied when the full collectability of one of the Company's loans is identified as being doubtful. Individual and collective provisioning involves the use of assumptions for estimating the amount and timing of future cash flows, which involves considerable management judgement. These judgements are revised regularly to reduce any differences between loss estimates and actual loss experience.

Management regularly reviews and adjusts the estimates and methodologies used as improved analysis becomes available. Changes in these assumptions and methodologies could have a direct impact on the level of provision and impairment charge recorded in the financial statements.

Refer to note 7 for details of credit impairment provisions.

#### Deferred tax assets

The Company has determined that there will be sufficient taxable income in the future to utilise taxable differences that are expected to reverse in the foreseeable future and has therefore recognised deferred tax assets.

#### 3. NET INTEREST INCOME

Year to	Year to	
30/09/2016	30/09/2015	
\$000	\$000	
1,964	2,867	
116,769	130,201	
76,156	71,627	
6,416	6,319	
201,305	211,014	
68,533	75,798	
18,398	18,951	
4	21	
86,935	94,770	
114,370	116,244	
	30/09/2016 \$000 1,964 116,769 76,156 6,416 201,305 68,533 18,398 4 86,935	



# **NOTES TO THE FINANCIAL STATEMENTS**

## 4. OPERATING EXPENSES

		Year to	Year to
		30/09/2016	30/09/2015
	Note	\$000	\$000
Personnel costs		15,851	15,988
Operating expenses recharged by ANZ Bank NZ	12	10,011	10,464
Auditor's remuneration			
- in respect of auditing or reviewing the financial statements		244	240
- in respect of trustee and prospectus reporting		15	15
Depreciation of premises and equipment		5	6
Motor vehicle lease expenses		348	356
Other operating expenses		5,149	5,209
Total operating expenses		31,623	32,278

## 5. INCOME TAX

	Year to	Year to
	30/09/2016	30/09/201
	\$000	\$000
Reconciliation of the prima facie income tax payable on profit		
Profit before income tax	81,417	79,323
Prima facie income tax at 28%	22,797	22,210
Tax impact of non-deductible expenses	81	55
Income tax under provided in prior periods	2	8
Total income tax expense	22,880	22,273
Amounts recognised in the statement of comprehensive income		
Current tax	22,138	22,218
Deferred tax	742	, 55
Total income tax expense recognised in Statement of Comprehensive Income	22,880	22,273
	30/09/2016	30/09/2015
Deferred tax assets comprise the following temporary differences:	\$000	\$000
Provision for credit impairment	8,095	8,828
Equipment and software	261	176
Provisions and other liabilities	316	317
Finance leases	(411)	(56)
Interest on non-performing loans	613	351
Total deferred tax assets	8,874	9,616
Imputation credits available (\$ millions)	3,465	2,882

The Company is a member of the ANZ Bank NZ resident imputation subgroup which maintains an imputation credit account. Imputation credits held by the ANZ Bank NZ resident subgroup are available for use by the Company.



# **NOTES TO THE FINANCIAL STATEMENTS**

## 6. NET LOANS AND ADVANCES

		30/09/2016	30/09/2015
	Note	\$000	\$000
Revolving credit facilities		268,960	225,783
Term loans		1,273,953	1,246,581
Hire purchase contracts		1,098,827	946,245
Finance leases		108,879	98,518
Gross loans and advances		2,750,619	2,517,127
Provision for credit impairment	7	(28,909)	(31,529)
Unearned income		(139,730)	(129,586)
Deferred fee revenue and expenses		(8,950)	(8,849)
Total net loans and advances		2,573,030	2,347,163
Non-current portion of Net Loans and Advances		4 544 404	
Non-current portion of Net Loans and Advances		1.541.481	1.411.212

	30/09/	2016	30/09/2	2015
	Hire purchase contract receivables \$000	Finance lease receivables \$000	Hire purchase contract receivables \$000	Finance lease receivables \$000
Gross receivables				
- Less than one year	417,768	37,342	374,342	35,510
- One year to five years	680,949	71,537	571,803	62,964
- Later than five years	110	_	100	44
Total gross receivables	1,098,827	108,879	946,245	98,518
Less: unearned income	(128,897)	(10,833)	(118,830)	(10,756)
Present value of minimum lease payments	969,930	98,046	827,415	87,762
Present value of minimum lease payments				
- Less than one year	353,912	32,005	383,203	38,208
- One year to five years	615,912	66,041	444,150	49,526
- Later than five years	106	-	62	28
Present value of minimum lease payments	969,930	98,046	827,415	87,762
Residual value of finance leases included in gross receivables	-	45,551	-	39,144
Provision for credit impairment	(10,712)	(1,071)	(9,962)	(1,210)



# **NOTES TO THE FINANCIAL STATEMENTS**

## 7. PROVISION FOR CREDIT IMPAIRMENT

	30/09/2016	30/09/2015
	\$000	\$000
Collective provision		
Balance at beginning of the year	21,855	21,196
Charge / (release) to Statement of Comprehensive Income	(1,297)	659
Balance at end of the year	20,558	21,855
Individual provision		
Balance at beginning of the year	9,674	10,609
New and increased provisions net of write-backs	10,497	12,033
Bad debts written off	(11,055)	(12,162)
Discount unwind <sup>1</sup>	(765)	(806)
Balance at end of the year	8,351	9,674
Total provision for credit impairment	28,909	31,529

<sup>1</sup> The impairment loss on an impaired asset is calculated as the difference between the asset's carrying value and the estimated future cash flows discounted to its present value using the original effective interest rate for the asset. This discount unwinds as interest income over the period the asset is held.

	Year to	Year to
	30/09/2016	30/09/2015
	\$000	\$000
Provision movement analysis		
New and increased provisions	17,717	15,841
Write-backs	(7,220)	(3,808)
Recoveries of amounts written off previously	(1,782)	(2,265)
Individual provision charge	8,715	9,768
Collective provision (release) /charge	(1,297)	659
Total credit impairment charge	7,418	10,427
	30/09/2016	30/09/2015
	\$000	\$000
Individually impaired loans and advances		
Balance at beginning of the year	18,919	19,436
Transfers from productive	37,785	34,446
Transfers to productive	(5,740)	(4,052)
Assets realised or loans repaid	(22,252)	(18,749)
Write offs	(11,055)	(12,162)
Balance at end of the year	17,657	18,919

#### 8. OTHER ASSETS

	30/09/2016	30/09/2015
	\$000	\$000
Accrued interest receivable	131	169
GST receivable	286	1,284
Premises and equipment	18	18
Other assets	2,686	671
Total other assets	3,121	2,142

Accrued interest is receivable from ANZ Bank NZ. Accrued interest on gross loans and advances is included with the value of the principal in Note 6.



## **NOTES TO THE FINANCIAL STATEMENTS**

#### 9. BORROWINGS

	30/09/2016	30/09/2015	
	\$000	\$000	
UDC secured investments	1,591,711	1,736,026	
Committed credit facility utilised	595,000	280,000	
Total borrowings	2,186,711	2,016,026	
Non-current portion of Borrowings	838,058	584,538	

UDC secured investments are constituted and secured by a trust deed between the Company and its independent trustee, Trustees Executors Limited. The Company has granted a charge over all its assets and undertakings, primarily net loans and advances, in favour of the Trustee.

The Company has a committed credit facility available on demand with ANZ Bank NZ of \$1,000 million (30 September 2015: \$800 million), of which \$595 million was utilised as at 30 September 2016 (30 September 2015: \$280 million). The interest rate on the committed credit facility at 30 September 2016 was 3.07% (30 September 2015: 3.95%). The current credit facility expires on 28 September 2018. The Company can extend the term of the credit facility subject to agreement with ANZ Bank NZ.

The amount of committed facility was increased to \$1,800 million on 24 November 2016.

The committed credit facility and UDC secured investments would rank equally in the event of priority claims over the assets of the Company.

#### 10. PAYABLES AND OTHER LIABILITIES

	30/09/2016	30/09/2015	
	\$000	\$000	
Accrued interest payable	20,251	21,691	
Withholding taxes payable	1,492	2,009	
Other liabilities	9,386	12,034	
Total payables and other liabilities	31,129	35,734	



## **NOTES TO THE FINANCIAL STATEMENTS**

#### 11. FINANCIAL RISK MANAGEMENT

The Company manages risk through an approval, delegation and limits structure. Regular reviews of the policies, systems and risk reports are conducted within the Company and also by ANZ Bank NZ and by the Ultimate Parent Bank. Throughout this document, references to Risk Management implicitly involve oversight by both related entities.

#### Credit risk

Credit risk is the risk of financial loss from counterparties being unable to fulfil their contractual obligations. Credit risk arises when funds are extended, committed, invested or otherwise exposed through contractual agreements, and encompasses both on and off-balance sheet instruments.

The Company has an overall lending objective of sound growth for appropriate returns. The credit risk objectives of the Company are set by the Board, and by ANZ Bank NZ and the Ultimate Parent Bank, and are implemented and monitored within a tiered structure of delegated authorities, designed to oversee multiple facets of credit risk, including business writing strategies, credit policies/controls, single exposures, portfolio monitoring and risk concentrations.

#### Credit risk management

A credit risk management framework is in place across the Company with the aim of ensuring a structured and disciplined approach is maintained in achieving the objectives set by the Board. The framework focuses on policies, people, skills, vision, values, controls, risk concentrations and portfolio balance. It is supported by portfolio analysis and business writing strategies, which guide lending decisions and identify segments of the portfolio requiring attention. The effectiveness of the framework is monitored through a series of compliance and reporting processes.

An independent Risk Management function is staffed by risk specialists. In regard to credit risk management, the objective is for Risk Management to provide robust credit policies, to make independent credit decisions, and to provide strong support to front line staff in the application of sound credit practices. In addition to providing independent credit assessment on lending decisions, Risk Management also performs key roles in portfolio management by development and validation of credit risk measurement systems, loan asset quality reporting, and development of credit standards and policies.

The credit risk management framework is top down. Where required, the framework is defined firstly by ANZ's values and vision, and secondly, by credit principles and policies. The effectiveness of the credit risk management framework is validated through compliance and monitoring processes.

Risk Management's responsibilities for credit risk policy and management are executed through dedicated departments, which support the business units. All major credit decisions require approval from both business writers and independent risk personnel.

The credit quality of financial assets is assessed by the Company using internal ratings which aim to reflect the relative ability of counterparties to fulfil, on time, their credit-related obligations, and is based on their current probability of default.

Customer risk grades are reviewed periodically (at least annually for large customers) to ensure the risk grade accurately reflects the credit risk of the customer and the prevailing economic conditions. Similarly, the performance of risk grading tools used in the risk grading process is reviewed regularly to ensure the tools remain statistically valid.

#### Collateral management

The Company's credit principles specify lending only what the counterparty has the capacity and ability to repay, and the Company and ANZ Bank NZ set limits on the acceptable level of credit risk. Acceptance of credit risk is firstly based on the counterparty's assessed capacity to meet contractual obligations (i.e. interest and capital repayments). Obtaining collateral is only used to mitigate credit risk. Procedures are designed to ensure collateral is managed, legally enforceable, conservatively valued and adequately insured where appropriate. The Company and ANZ Bank NZ policy sets out the types of acceptable collateral, including:

- Charges over business assets, e.g. plant and equipment, premises, stock and debtors;
- Charges over financial instruments, e.g. debt securities and equities in support of trading facilities;
- · Financial guarantees;
- · Cash; and
- Mortgages over property.

In the event of customer default, any loan security is usually held as mortgagee in possession while action is taken to realise it. Therefore, the Company does not usually hold any assets acquired through the enforcement of security.



## **NOTES TO THE FINANCIAL STATEMENTS**

#### a. Maximum exposure to credit risk

The following tables present the maximum exposure to credit risk of financial instruments before taking account of any collateral held or other credit enhancements, unless such collateral meets the offsetting criteria in NZ IAS 32 Financial Instruments: Presentation, and after deductions such as provisions for credit impairment.

The tables also provide a quantification of the value of charges the Company holds over a borrower's specific asset (or assets) where the Company is able to enforce the collateral in satisfying a debt in the event of the borrower failing to meet its contractual obligations. Estimates of fair value are based on the value of the collateral assessed at the time of the borrowing, and generally are not updated except when a loan is individually assessed as impaired. For the purposes of this disclosure, where security held is valued at more than the corresponding credit exposure, coverage is capped at the value of the credit exposure.

The Company also manages its credit risk by accepting other types of collateral such as guarantees and security interests over the assets of a customer's business. The assignable value of such credit mitigants is less certain and their financial effect has not been quantified for disclosure purposes. Loans and advances shown as not fully secured may benefit from such credit mitigants.

	30/09/2016			30/09/2015		
	Maximum exposure to credit risk \$000	Financial effect of collateral \$000	Unsecured portion of credit exposure \$000	Maximum exposure to credit risk \$000	Financial effect of collateral \$000	Unsecured portion of credit exposure \$000
On and off balance sheet positions						
Short-term deposits	79,994	-	79,994	81,692	-	81,692
Net loans and advances	2,573,030	2,524,769	48,261	2,347,163	2,304,599	42,564
Other financial assets	2,817	-	2,817	840	-	840
Contingent liabilities and credit related commitments	380,071	371,612	8,459	309,711	304,111	5,600
Total exposure to credit risk	3,035,912	2,896,381	139,531	2,739,406	2,608,710	130,696

## b. Distribution of financial assets by credit quality

	30/09/2016			30/09/2015		
	Corporate Exposures \$000	Retail Exposures \$000	Total \$000	Corporate Exposures \$000	Retail Exposures \$000	Total \$000
Neither past due nor impaired	1,426,281	1,193,980	2,620,261	1,315,136	1,066,883	2,382,019
Past due but not impaired:						
1 to 90 days	4,678	40,924	45,602	11,039	42,878	53,917
over 90 days	6	1,224	1,230	1,020	5,349	6,369
Net individually impaired assets	4,711	4,595	9,306	6,235	3,010	9,245
Collective provision for impairment	(7,437)	(13,121)	(20,558)	(7,622)	(14,233)	(21,855)
Total financial assets	1,428,239	1,227,602	2,655,841	1,325,808	1,103,887	2,429,695



## NOTES TO THE FINANCIAL STATEMENTS

#### c. Concentrations of credit risk

The Company monitors concentrations of credit risk by industry and geographic location. The following geographic concentrations exclude related party exposures.

Concentrations by geographic region	30/09/2016	30/09/2015
Auckland	23.8%	23.2%
Rest of North Island	45.1%	43.1%
Canterbury	14.5%	15.1%
Rest of South Island	16.6%	18.6%
Concentrations of credit risk to individual counterparties or groups of closely related counterparties that exceed 10% of total equity		
Number of counterparties whose net loans and advances exceeds 10% of total equity		
10%-19%	1	2

#### Concentrations of credit risk by industry

The analysis of financial assets by industry sector was prepared using Australian and New Zealand Standard Industrial Classification ("ANZSIC") codes:

	30/09/2016	30/09/2015
	\$000	\$000
Agriculture, forestry and fishing	494,192	456,195
Mining	11,428	9,183
Manufacturing	66,429	78,327
Electricity, gas and water	9,525	9,038
Construction	355,757	344,072
Retail and wholesale	342,734	292,686
Accommodation, cafes and restaurants	11,925	8,513
Transport and storage	460,450	425,302
Communications	10,140	9,480
Finance, investment and insurance	88,535	87,179
Property and business services	133,353	130,419
Government administration and defence	450	487
Education	5,344	5,130
Health and community services	16,941	13,188
Entertainment, leisure and tourism	8,117	8,435
Personal and other services	640,521	552,061
Total financial assets	2,655,841	2,429,695

## d. Concentrations of credit risk by internal risk grading

	30/09/2016	30/09/2015
	\$000	\$000
0 - 2	109,373	99,583
3 - 4	215,304	255,927
5	1,118,012	1,087,580
6	1,127,677	904,338
7 - 8	96,727	81,156
Default	17,657	32,640
Gross exposure to credit risk	2,684,750	2,461,224
Less: Provision for credit impairment	(28,909)	(31,529)
Total financial assets	2,655,841	2,429,695

Exposures to credit risk are graded by an ANZ Bank NZ risk grade mechanism. Grade 0 is the highest quality credit risk. Grades 1-8 represent the ascending steps in management's assessment of exposure at risk.



## **NOTES TO THE FINANCIAL STATEMENTS**

#### Market risk

#### Interest rate risk

Interest rate risk for the Company is managed within the wider ANZ Bank NZ group. As the Company is a wholly owned subsidiary of ANZ Bank NZ, all interest rate sensitivity analysis is managed at a group level.

The Company's interest rate risk has been transferred to ANZ Bank NZ through the adoption of ANZ Bank NZ's funds transfer pricing system, with charges and receipts based on market rates. ANZ Bank NZ uses simulation models to quantify the potential impact of interest rate changes on earnings and the market value of the balance sheet. Interest rate risk management focuses on three principal sources of risk:

- mismatches between repricing dates of interest bearing assets and liabilities
- the investment of capital and other non-interest bearing liabilities in interest bearing assets
- the potential risk to earnings or market value from differences between customer pricing and wholesale market pricing.

#### Interest rate sensitivity analysis

The cash flows relating to the Company's fixed rate assets and liabilities are not sensitive to changes in interest rates as they are at fixed rates and are measured at amortised cost. The Company's other financial assets and other financial liabilities are non interest bearing.

There is no material impact on total comprehensive income from a 1% change in interest rates on floating rate assets and liabilities.

ANZ Bank NZ uses a combination of pricing initiatives and off-balance sheet instruments in the management of interest rate risk. For example, where a strong medium to long term rate view is held, hedging and pricing strategies are used to modify the profile's rate sensitivity so that it is positioned to take advantage of the expected movement in interest rates. However, such positions are taken within the overall risk limits specified by policy.

The following tables represent the interest rate sensitivity of the Company's financial assets, financial liabilities and off balance sheet instruments by showing the periods in which these instruments may reprice (that is, when interest rates applicable to each asset or liability can be changed). The repricing gaps are based upon contractual repricing information except where the contractual terms are not considered to be reflective of actual interest rate sensitivity, for example, those assets and liabilities priced at the Company's discretion. In such cases, the rate sensitivity is based upon historically observed and/or anticipated rate sensitivity.

	Total Carrying	At Call Or Within 3	3-6	6-12	1-2	2.5	D d	Not
	Value	Months	Months	Months	Years	2-5 Years	Beyond 5 Years	Interest Bearing
	\$000	\$000	\$000	\$000	\$000	\$000	\$000	\$000
30/09/2016								· · · · · · · · · · · · · · · · · · ·
Financial assets								
Short-term deposits	79,994	79,994	-	-	-	-	-	-
Net loans and advances	2,573,030	1,417,736	128,534	221,695	371,143	454,378	102	(20,558)
Other financial assets	2,817	-	-	-	-	-	-	2,817
Total financial assets	2,655,841	1,497,730	128,534	221,695	371,143	454,378	102	(17,741)
Financial liabilities			7,					
Borrowings	2,186,711	1,221,164	339,435	383,053	131,547	111,512	-	-
Other financial liabilities	27,534	-	-	-	-	-	-	27,534
Total financial liabilities	2,214,245	1,221,164	339,435	383,053	131,547	111,512	-	27,534
30/09/2015								
Financial assets								
Short-term deposits	81,692	81,692	-	-	-	-	-	-
Net loans and advances	2,347,163	1,314,312	120,997	214,441	341,351	377,769	148	(21,855)
Other financial assets	840	-	-	-	-	-	-	840
Total financial assets	2,429,695	1,396,004	120,997	214,441	341,351	377,769	148	(21,015)
Financial liabilities								
Borrowings	2,016,026	877,712	379,553	454,223	159,484	145,054	-	-
Other financial liabilities	31,138	<u>-</u>	-	-	_	-	-	31,138
Total financial liabilities	2,047,164	877,712	379,553	454,223	159,484	145,054	-	31,138



## **NOTES TO THE FINANCIAL STATEMENTS**

## Foreign currency risk

The Company does not have any assets or liabilities denominated in foreign currencies and therefore is not exposed to foreign currency risk.

#### Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its payment obligations as they fall due. The timing mismatch of cash flows and the related liquidity risk is inherent in all finance company operations and is closely monitored by the Company and its Board.

The Company's liquidity and funding risks are governed by a detailed policy framework which is approved by the Board. The core objective of the Company's framework is to manage liquidity to meet obligations as they fall due, without incurring unacceptable losses.

The Company manages liquidity risk through its daily cash forecast. This forecast takes into consideration a number of factors including the contractual maturities for financial liabilities and assets. The Company also maintains committed credit facilities with ANZ Bank NZ to cover liquidity risks.

#### Contractual maturity analysis of financial assets and liabilities

The following tables present the Company's financial assets and liabilities within relevant contractual maturity groupings, based on the earliest date on which the Company may be required to realise an asset or settle a liability. The amounts disclosed in the tables represent undiscounted future principal and interest cash flows and may differ to the amounts reported on the balance sheet.

The Company does not manage its liquidity risk on the basis of the information below.

	Total	At Call Or Within 3	3-6	6-12	1-2	2-5	Beyond
		Months	Months	Months	Years	Years	5 Years
	\$000	\$000	\$000	\$000	\$000	\$000	\$000
30/09/2016							
Assets							
Short-term deposits	79,994	79,994	-	-	-		-
Loans and advances	2,878,153	504,919	234,849	435,905	737,643	939,736	25,101
Other financial assets	2,686	2,686	-	-	-	-	-
Total financial assets	2,960,833	587,599	234,849	435,905	737,643	939,736	25,101
Liabilities							
Secured debenture stock	1,625,009	631,963	342,578	390,147	136,419	123,902	-
Committed credit facility utilised	595,000	-	-	-	595,000	-	-
Other financial liabilities	7,283	7,283	-	-	-	-	***
Total financial liabilities	2,227,292	639,246	342,578	390,147	731,419	123,902	
30/09/2015							
Assets							
Short-term deposits	81,692	81,692	-	-	-	-	-
Loans and advances	2,655,849	443,761	222,347	416,713	686,170	866,803	20,055
Other financial assets	671	671	-	-	-	-	-
Total financial assets	2,738,212	526,124	222,347	416,713	686,170	866,803	20,055
Liabilities							
Secured debenture stock	1,782,827	604,272	383,719	464,193	166,485	164,158	-
Committed credit facility utilised	280,000	=	-	-	280,000	-	-
Other financial liabilities	9,447	9,447	-	-	-	-	-
Total financial liabilities	2,072,274	613,719	383,719	464,193	446,485	164,158	-



## **NOTES TO THE FINANCIAL STATEMENTS**

#### 12. RELATED PARTY DISCLOSURES

#### Key management personnel

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including directors and the Company's leadership team (whether executive or otherwise).

The key management personnel compensation detailed below comprises only amounts paid by the Company.

Compensation of the Company's other key management personnel, who are contracted to ANZ Bank NZ and the Ultimate Parent Bank and paid by those entities, is recharged to the Company as part of a management charge. This management charge, shown in the transactions with other related parties table below, includes a recharge of personnel, premises, technology and other costs borne by ANZ Bank NZ on behalf of the Company. It is not possible to identify separately the amount relating to key management personnel compensation.

	Year to	Year to 30/09/2015
	30/09/2016	
	\$000	\$000
Key management personnel compensation		
Directors' fees	131	120
Salaries and short-term employee benefits	836	730
Post-employment benefits	14	2
Other long-term benefits	2	3
Share-based payments	2	2
Total compensation of key management personnel	985	857
Transactions with other related parties	Year to	Year to
	30/09/2016	30/09/2015
	\$000	\$000
ANZ Bank NZ		
Interest income	1,952	2,601
Interest expense	18,398	18,951
Operating expenses	9,502	10,006
Ultimate Parent Bank		
Operating expenses	509	458
Balances with related parties	30/09/2016 \$000	30/09/2015 \$000
ANZ Bank NZ	7000	
Short-term deposits	79,994	81,692
Interest receivable on short-term deposits	131	169
Total due from related parties	80,125	81,861
Due to ANZ Bank NZ		•
Committed credit facility	595,000	280,000
Interest payable on committed credit facility	1,442	800
Payables and other liabilities	6,951	9,130
Due to Ultimate Parent Bank	-,,	-,
Payables and other liabilities	50	109
Total due to related parties	603,443	290,039



## **NOTES TO THE FINANCIAL STATEMENTS**

#### 13. ORDINARY SHARE CAPITAL

	Number of issu	ed shares	\$000	
Ordinary share capital	30/09/2016	30/09/2015	30/09/2016	30/09/2015
Issued ordinary shares	52,352,000	52,352,000	52,352	52,352
Uncalled ordinary shares	(31,600,000)	(31,600,000)	(31,600)	(31,600)
Ordinary share capital at beginning and end of the year	20,752,000	20,752,000	20,752	20,752

The holders of ordinary shares have the rights and powers prescribed by Section 36 of the Companies Act 1993. During the year ended 30 September 2015, the Company paid an ordinary dividend of \$33,000,000, equivalent to \$0.63 per share.

#### Capital management policy

The Company considers share capital and retained earnings to be capital for management purposes. The Company's policy is to maintain a strong capital base so as to maintain shareholder, creditor and market confidence and to sustain future development of the business. The level of capital also affects the shareholder's return and the Company 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 Trustee sets and monitors capital requirements for the Company as a whole. The Trustee requires the Company to maintain the aggregate amount of "Shareholders Funds" and "Uncalled Capital", as defined in the Trust Deed, at a value of not less than \$40 million.

The Company is also required to comply with certain minimum capital requirements under Deposit Takers (Credit Ratings, Capital Ratios and Related Party Exposures) Regulations 2010 (the Regulations). The Company has complied with all Trustee and RBNZ imposed capital requirements throughout the year.

#### **Capital ratios**

	30/09/2016	30/09/2015
Capital ratio	9.9%	16.2%
RBNZ minimum requirement	8%	8%

#### Changes to capital ratio calculation

Under the exemptions granted by the Reserve Bank of New Zealand (RBNZ), the Company was exempt from calculating credit risk in accordance with Regulation 11 of the Regulations until the close of 1 September 2016. Previously, the Company's credit risk weighted assets were calculated in accordance with Document BS2B: Capital Adequacy Framework (Internal Models Based Approach) issued by the RBNZ, applying ANZ Bank NZ's capital calculation model.

If calculated under the Regulations, the Company's capital ratio as at 30 September 2015 would have been 9.4%.



## **NOTES TO THE FINANCIAL STATEMENTS**

## 14. FAIR VALUE MEASUREMENTS

Fair value is the amount for which an asset could be exchanged, or liabilities settled, between knowledgeable, willing parties in an arm's length transaction. No balance sheet items are carried at fair value.

#### Comparison of carrying amount to fair value

Below is a comparison of the carrying amounts as reported on the balance sheet and fair value of financial asset and liability categories other than those categories where the carrying amount is considered a reasonable approximation of fair value.

The fair values of net loans and advances and borrowings are calculated using discounted cashflow techniques. This involves discounting the contractual future cash flows for the instrument using discount rates incorporating wholesale market rates or market borrowing rates of debt with similar maturities or a yield curve appropriate for the remaining term to maturity (Level 2).

	30/09/2	30/09/2016		30/09/2015	
	Carrying amount \$000	Fair value \$000	Carrying amount \$000	Fair value \$000	
Financial assets					
Net loans and advances	2,573,030	2,590,728	2,347,163	2,364,348	
Financial liabilities					
Borrowings	2,186,711	2,194,790	2,016,026	2,028,140	

#### 15. LEASE COMMITMENTS

	30/09/2016	30/09/2015 \$000
	\$000	
Future minimum lease payments under non-cancellable operating leases		
Less than one year	67	349
One year to five years	398	461
Total lease commitments	465	810

#### 16. CONTINGENT LIABILITIES AND CREDIT RELATED COMMITMENTS

The contractual values of contingent liabilities and commitments to extend credit are as follows:

	30/09/2016	30/09/2015 \$000
	\$000	
Contingent liabilities		
Standby letters of credit	1,703	883
Commitments to extend credit		
Undrawn facilities available to customers	254,928	237,440
Conditional commitments to fund at future dates	123,440	71,388
Total contingent liabilities and commitments to extend credit	380,071	309,711





# Independent auditor's report

## To the shareholder of UDC Finance Limited

We have audited the accompanying financial statements of UDC Finance Limited (the "Company") on pages 3 to 22. The financial statements comprise the balance sheet as at 30 September 2016, the statements of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

#### Directors' responsibility for the financial statements

The Directors are responsible on behalf of the Company for the preparation and fair presentation of the financial statements in accordance with generally accepted accounting practice in New Zealand (being New Zealand Equivalents to International Financial Reporting Standards) and International Financial Reporting Standards, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

#### Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing (New Zealand). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates, as well as evaluating the presentation of the financial statements.

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

Our firm has also provided other services to the Company in relation to trustee reporting. Subject to certain restrictions, partners and employees of our firm may also deal with the Company on normal terms within the ordinary course of trading activities of the business of the Company. These matters have not impaired our independence as auditor of the Company. The firm has no other relationship with, or interest in, the Company.

#### Opinion

In our opinion, the financial statements on pages 3 to 22 comply with generally accepted accounting practice in New Zealand and present fairly, in all material respects, the financial position of UDC Finance Limited as at 30 September 2016 and its financial performance and cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards.



8 December 2016 Auckland