

**BNZ INTERNATIONAL FUNDING LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 September 2017**

## Income Statement

For the year ended 30 September 2017

| Dollars in Thousands   | Note  | 30/9/17       | 30/9/16      |
|--|-------|---------------|--------------|
| Interest income  | 2, 10 | 297,831       | 277,447      |
| Interest expense   | 2     | 297,611       | 277,257      |
| <b>Net interest income</b>   |       | <b>220</b>    | <b>190</b>   |
| Other operating income   | 3, 10 | 28,025        | 9,485        |
| <b>Total operating income</b>  |       | <b>28,245</b> | <b>9,675</b> |
| Operating expenses   | 4     | 21,312        | 3,570        |
| <b>Operating profit before income tax</b>  |       | <b>6,933</b>  | <b>6,105</b> |
| Income tax expense   | 5     | 2,003         | 1,709        |
| <b>Net profit attributable to shareholder of BNZ International Funding Limited</b> |       | <b>4,930</b>  | <b>4,396</b> |

The accounting policies and other notes form part of, and should be read in conjunction with, these financial statements.

## Statement of Comprehensive Income

For the year ended 30 September 2017

| Dollars in Thousands   | 30/9/17      | 30/9/16      |
|--|--------------|--------------|
| <b>Net profit attributable to shareholder of BNZ International Funding Limited</b>                 | <b>4,930</b> | <b>4,396</b> |
| Other comprehensive income, net of taxation  | -            | -            |
| <b>Total comprehensive income attributable to shareholder of BNZ International Funding Limited</b> | <b>4,930</b> | <b>4,396</b> |

The accounting policies and other notes form part of, and should be read in conjunction with, these financial statements.

## Statement of Changes in Equity

For the year ended 30 September 2017

| Dollars in Thousands  | 30/9/17             |                     |                                  |
|---|---------------------|---------------------|----------------------------------|
|   | Ordinary<br>Capital | Retained<br>Profits | Total<br>Shareholders'<br>Equity |
| Balance at beginning of year  | 100                 | 9,595               | 9,695                            |
| <b>Comprehensive income</b>   |                     |                     |                                  |
| Net profit attributable to shareholder of BNZ International Funding Limited | -                   | 4,930               | 4,930                            |
| Total other comprehensive income  | -                   | -                   | -                                |
| <b>Total comprehensive income</b>   | -                   | 4,930               | 4,930                            |
| <b>Balance at end of year</b>   | <b>100</b>          | <b>14,525</b>       | <b>14,625</b>                    |
|   | 30/9/16             |                     |                                  |
| Balance at beginning of year  | 100                 | 5,199               | 5,299                            |
| <b>Comprehensive income</b>   |                     |                     |                                  |
| Net profit attributable to shareholder of BNZ International Funding Limited | -                   | 4,396               | 4,396                            |
| Total other comprehensive income  | -                   | -                   | -                                |
| <b>Total comprehensive income</b>   | -                   | 4,396               | 4,396                            |
| <b>Balance at end of year</b>   | <b>100</b>          | <b>9,595</b>        | <b>9,695</b>                     |

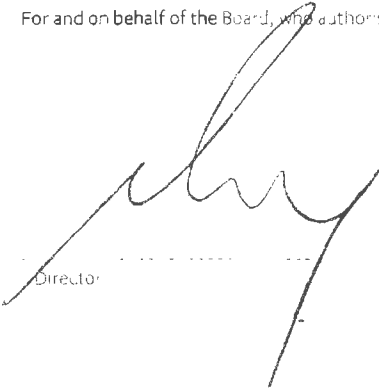
# Balance Sheet

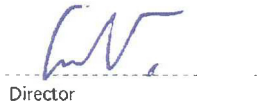
As at 30 September 2017

| Dollars in Thousands                                | Note | 30/9/17           | 30/9/16           |
|---|------|-------------------|-------------------|
| <b>Assets</b>                                       |      |                   |                   |
| Call balances due from other financial institutions |      | 47                | 51                |
| Call balances due from related entity               | 10   | 13,754            | 9,961             |
| Other amounts due from related entity               | 10   | 18,063,511        | 16,313,831        |
| <b>Total assets</b>                                 |      | <b>18,077,312</b> | <b>16,323,843</b> |
| <b>Liabilities</b>                                  |      |                   |                   |
| Short term debt securities                          | 6    | 2,429,868         | 3,672,973         |
| Bonds and notes                                     | 7    | 15,631,137        | 12,639,279        |
| Amounts due to related entities                     | 10   | 152               | 462               |
| Current tax liabilities                             |      | 1,416             | 1,110             |
| Other liabilities                                   | 8    | 114               | 324               |
| <b>Total liabilities</b>                            |      | <b>18,062,687</b> | <b>16,314,148</b> |
| <b>Net assets</b>                                   |      | <b>14,625</b>     | <b>9,695</b>      |
| <b>Shareholders' equity</b>                         |      |                   |                   |
| Contributed equity - ordinary shareholder           | 11   | 100               | 100               |
| Retained profits                                    |      | 14,525            | 9,595             |
| <b>Total shareholders' equity</b>                   |      | <b>14,625</b>     | <b>9,695</b>      |

The accounting policies and other notes form part of, and should be read in conjunction with, these financial statements.

For and on behalf of the Board, who authorised the issue of these financial statements on 6<sup>th</sup> December 2017.

  
 Director

  
 Director

## Cash Flow Statement

For the year ended 30 September 2017

| Dollars in Thousands   | 30/9/17        | 30/9/16        |
|--|----------------|----------------|
| <b>Cash flows from operating activities</b>  |                |                |
| <b>Cash was provided from:</b>   |                |                |
| Interest income  | 312,004        | 298,208        |
| Other operating income   | 27,112         | 9,425          |
| <b>Cash was applied to:</b>  |                |                |
| Interest expense   | (311,798)      | (297,991)      |
| Operating expenses   | (21,312)       | (3,570)        |
| Income tax payments  | (1,697)        | (1,711)        |
| <b>Net cash flows from operating activities before changes in operating assets and liabilities</b>   | <b>4,309</b>   | <b>4,361</b>   |
| <b>Changes in operating assets and liabilities arising from cash flow movements</b>  |                |                |
| Net movement in other liabilities*   | 1,437          | (2,990)        |
| <b>Net change in operating assets and liabilities</b>  | <b>1,437</b>   | <b>(2,990)</b> |
| <b>Net cash flows from operating activities</b>  | <b>5,746</b>   | <b>1,371</b>   |
| <b>Cash flows from financing activities</b>  |                |                |
| Net movement in bonds and notes*   | 3,141,930      | 671,199        |
| Net movement in short term debt securities*  | (1,241,564)    | 353,364        |
| Net movement in other related entity funding*  | (1,902,323)    | (1,021,516)    |
| <b>Net cash flows from financing activities</b>  | <b>(1,957)</b> | <b>3,047</b>   |
| <b>Net movement in cash and cash equivalents</b>   | <b>3,789</b>   | <b>4,418</b>   |
| Cash and cash equivalents at beginning of year   | 10,012         | 5,594          |
| <b>Cash and cash equivalents at end of year</b>  | <b>13,801</b>  | <b>10,012</b>  |
| <b>Cash and cash equivalents at end of year comprised:</b>   |                |                |
| Call balances due from other financial institutions  | 47             | 51             |
| Call balances due from related entity  | 13,754         | 9,961          |
| <b>Total cash and cash equivalents</b>   | <b>13,801</b>  | <b>10,012</b>  |
| <b>Reconciliation of net profit attributable to shareholder of BNZ International Funding Limited to net cash flows from operating activities</b> |                |                |
| Net profit attributable to shareholder of BNZ International Funding Limited  | 4,930          | 4,396          |
| <i>Add back non-cash items in net profit:</i>  |                |                |
| Decrease / (increase) in accrued interest receivable   | 14,173         | 20,761         |
| Decrease / (increase) in other operating income receivable   | (913)          | (60)           |
| Increase / (decrease) in provision for tax   | 306            | (2)            |
| Increase / (decrease) in accrued interest payable  | (14,187)       | (20,734)       |
| <i>Deduct operating cash flows not included in net profit:</i>   |                |                |
| Net change in operating assets and liabilities   | 1,437          | (2,990)        |
| <b>Net cash flows from operating activities</b>  | <b>5,746</b>   | <b>1,371</b>   |

\* The amounts shown represent the net cash flows for the financial year.

### Netting of cash flows

Certain cash flows (as indicated by \*) are shown net as these cash flows are either received and disbursed on behalf of customers and counterparties and therefore reflect the activities of these parties rather than those of the BNZ International Funding Limited; or are received and disbursed in transactions where the turnover is quick, the amounts large and the maturities short.

The accounting policies and other notes form part of, and should be read in conjunction with, these financial statements.

# Notes to and Forming Part of the Financial Statements

For the year ended 30 September 2017

## Note 1 Principal Accounting Policies

### Reporting entity

BNZ International Funding Limited (the "Company") is a company with limited liability incorporated in New Zealand and is a wholly owned controlled entity of Bank of New Zealand. The Company has established a London branch, registered in England & Wales under branch number BR008377 and company number FC026206. The Company's Registered Office is Level 4, 80 Queen Street, Auckland 1010, New Zealand.

The Company is incorporated for the specific purpose of, through its London branch, raising offshore funding and undertaking other related activities for Bank of New Zealand's financial reporting group ("Bank of New Zealand Group").

### Basis of preparation

The financial statements have been prepared under the historical cost convention, modified by the application of fair value measurements required or allowed by relevant accounting standards.

### Assumptions and estimates

The preparation of the financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Assumptions made as at each reporting date (e.g., the calculation of fair value adjustments) are based on "best" estimates at that date. Although the Company has internal control systems in place to ensure that estimates can be reliably measured, actual amounts may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the reporting period in which the estimates are revised and in any future periods affected. It is not anticipated that such differences would be material. Significant estimates and judgements are further described elsewhere in this note and note 9.

### Statement of compliance

These financial statements are general purpose financial reports prepared in accordance with the Companies Act 1993 and the Financial Reporting Act 2013.

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

### Changes in accounting policies and disclosures

#### New and amended accounting standards and interpretations

All mandatory standards, amendments and interpretations have been adopted in the current financial year. None had a material impact on these financial statements.

The Company early adopted NZ IFRS 9 (2014) Financial Instruments from 1 October 2014.

#### New and amended accounting standards and interpretations not yet effective

The following new and amended accounting standard and interpretation relevant to the Company is not yet effective and has not been applied in preparing these financial statements:

- NZ IFRS 15 Revenue from Contracts with Customers, replaces the existing notion of risks and rewards and introduces a single, principles-based five step model to be applied to all contracts with customers. The potential impact of this standard is still being assessed, and is not applicable until 1 October 2018.

Other amendments to existing standards that are not yet effective are not expected to result in a material impact on the Company's reported results or financial position.

### Currency of presentation

Unless stated otherwise, all amounts are expressed in New Zealand dollars which is the Company's functional and presentational currency.

### Rounding of amounts

All amounts have been rounded to the nearest thousand dollars except where indicated.

### Foreign currency translation

Foreign currency transactions are translated into New Zealand dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

### Fair value measurement

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at measurement date.

The best evidence of the fair value of a financial instrument at initial recognition is the transaction price (i.e. the fair value of the consideration given or received) unless the fair value of that instrument is evidenced by comparison with other observable current market transactions in the same instrument (i.e. without modification or repackaging) or based on a valuation technique whose variables include only data from observable markets. When such evidence exists, the Company recognises the profit on initial recognition (i.e. on day one).

Where a financial asset or liability is subsequently measured at fair value, the best evidence is independently quoted market prices in an active market. Where such prices are unavailable, then depending on the circumstances, alternative evidence may be used, including the price of recent transactions, prices for similar instruments or prices obtained utilising component parts (which when aggregated form the price of the whole instrument).

Where no active market exists for a particular asset or liability, the Company uses standard market valuation techniques to arrive at the estimated fair value, utilising observable market sourced inputs wherever possible. Depending on the circumstances, the same alternative evidence (as described above) may be used in the valuation techniques. The valuation techniques address factors such as interest rates, liquidity and credit risk.

Fair value asset or liability prices defined above generally represent the present value of all future cash flows including those relating to interest, dividends or other cash flows as appropriate.

## Notes to and Forming Part of the Financial Statements

### Note 1 Principal Accounting Policies *continued*

#### Assets

##### Financial assets

Financial assets comprise items such as Call balances due from other financial institutions, Call balances due from related entity, and Other amounts due from related entity. The fair value is approximately equal to the carrying amount on the balance sheet due to the short-term nature of the account.

The Company classified its financial assets into the following measurement categories:

- those to be measured at fair value through profit or loss; and
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing financial assets and the contractual terms of the financial assets cash flows. Refer to note 9 for further information.

##### i) Financial assets measured at fair value through profit or loss

Items at fair value through profit or loss include items specifically designated as fair value through profit or loss on initial recognition, and debt instruments with contractual terms that do not represent solely payments of principal and interest.

Financial assets held at fair value through profit or loss are initially recognised at fair value, with transaction costs being recognised in the income statement as incurred. Subsequently, they are measured at fair value with gains and losses recognised in the income statement as they arise.

Where a financial asset is held at fair value, the movement in fair value attributable to interest rate market movements is either an observable market value or calculated based on changes in observable market interest rates for swaps. The movement in fair value attributable to changes in credit risk is established through a statistical-based calculation to estimate expected losses attributable to adverse movements in credit risk

Upon initial recognition, financial assets may be designated at fair value through profit or loss. The fair value option is only applied to certain balances within Other amounts due from related entity to eliminate an accounting mismatch that would otherwise arise from measuring items on a different basis.

##### ii) Financial assets measured at amortised cost

A financial asset is measured at amortised cost only if:

- it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

These assets are initially recognised at fair value plus direct attributable transaction costs and subsequently measured at amortised cost.

Call balances due from other financial institutions and Call balances due from related entity consist of cash and short-term, high liquid investments that are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

#### Liabilities

##### Financial liabilities

Financial liabilities comprise items such as Short term debt securities, Bonds and notes and Amounts due to related entities.

Financial liabilities may be held at fair value through profit or loss or at amortised cost. Refer to note 9 for further information.

##### i) Financial liabilities held at fair value through profit or loss

Items held at fair value through profit or loss comprise items specifically designated at fair value through profit or loss on initial recognition.

Financial liabilities held at fair value through profit or loss are initially recognised at fair value with transaction costs being recognised immediately in the income statement. Subsequently, they are measured at fair value and any gains or losses are recognised in the income statement as they arise.

Liabilities may be designated at fair value through profit or loss if they meet the following criteria:

- where designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets and liabilities (not only financial assets and liabilities) or recognising the gains or losses on them on different bases; or
- those that are part of a group of financial liabilities, that are managed and their performance is evaluated by management on a fair value basis in accordance with the documented risk management or investment strategy; or
- those that contain one or more embedded derivatives, except if the embedded derivative does not modify significantly the associated cash flows or it is clear with little or no analysis that separation is prohibited.

Once a financial instrument has been designated at fair value through profit or loss upon initial recognition, the Company cannot subsequently change the designation.

Own credit risk provisions require an entity to present in other comprehensive income the fair value gains and losses attributable to changes in the entity's own credit risk for financial liabilities designated at fair value through profit or loss unless this treatment would create or enlarge an accounting mismatch in the income statement. For the Company, this treatment would create an accounting mismatch, therefore all gains or losses on these financial liabilities (including the effects of changes in own credit risk) will continue to be presented in the profit and loss together with all gains and losses on financial assets designated at fair value through profit or loss.

##### ii) Financial liabilities held at amortised cost

Other related entities payable recorded within Amounts due to related entities is measured at amortised cost using the effective interest method. Fair value is approximately equal to the carrying amount on the balance sheet due to the short-term nature of the account.

## Notes to and Forming Part of the Financial Statements

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### **Note 1 Principal Accounting Policies** *continued*

#### **Revenue and Expense Recognition**

##### **Net Interest Income**

Net Interest income is reflected in the income statement using the effective interest method.

The effective interest method is a method of calculating amortisation using the effective interest rate of a financial asset or financial liability. The effective interest rate is the rate that exactly discounts the estimated stream of future cash payments or receipts over the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or liability.

When calculating the effective interest rate, the cash flows are estimated considering all contractual terms of the financial instrument (for example, prepayment, call and similar options) excluding future credit losses.

The calculation of the effective interest rate includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts. Where it is not possible to reliably estimate the cash flows or the expected life of a financial instrument (or group of financial instruments), the contractual cash flows over the full contractual term of the financial instrument (or group of financial instruments) are used.

##### **Fees and commissions**

Unless included in the effective interest calculation, fees and commissions are recognised on an accruals basis as the service is provided. Fees and commissions not integral to the effective interest rate arising from negotiating, or participating in the negotiation of a transaction with a third party, such as purchase or sale of businesses, are recognised on completion of the underlying transaction.

##### **Gains and losses on financial instruments**

Gains and losses on financial instruments recognised in the income statement (within Other operating income) comprises fair value gains and losses from financial instruments designated at fair value through profit or loss. These are the fair value movements excluding interest, which is reported within net interest income.

##### **Income Tax**

Income tax expense is the income tax charge or benefit incurred on the current reporting period's profit or loss and is the aggregate of the movements in deferred tax taken through the income statement and the amount of income taxes payable or recoverable in respect of taxable profit or loss for the period at the applicable tax rate.

Deferred tax assets are the amounts of income taxes recoverable in future periods including unused tax losses and unused tax credits carried forward.

Deferred tax liabilities are the amounts of income taxes payable in future periods. Deferred tax assets and liabilities arise when there is a temporary difference between the tax bases (amount attributable to the asset or liability for tax purposes) of assets and liabilities and their carrying amounts in the balance sheet. Deferred tax assets and liabilities are determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The carrying amount of deferred income tax assets is reviewed as at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Income tax relating to items recognised directly in other comprehensive income is recognised in other comprehensive income and not in the income statement.

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## Notes to and Forming Part of the Financial Statements

Dollars in Thousands 30/9/17 30/9/16

### Note 2 Interest

#### Interest income

|                              |                |                |
|------------------------------|----------------|----------------|
| Other financial institutions | 3              | -              |
| Related entities             | 297,828        | 277,447        |
| <b>Total interest income</b> | <b>297,831</b> | <b>277,447</b> |

#### Interest expense

|                               |                |                |
|-------------------------------|----------------|----------------|
| Short term debt securities    | 42,771         | 21,594         |
| Bonds and notes               | 254,840        | 255,663        |
| <b>Total interest expense</b> | <b>297,611</b> | <b>277,257</b> |

Dollars in Thousands 30/9/17 30/9/16

### Note 3 Other Operating Income

|  |               |              |
|--|---------------|--------------|
| Treasury services and funding fees   | 28,025        | 9,485        |
| Gain/(loss) in the fair value of financial assets designated at fair value through profit or loss      | (168,359)     | (115,254)    |
| Credit risk adjustments on financial assets designated at fair value through profit or loss            | 37,092        | 14,668       |
| Gain/(loss) in the fair value of financial liabilities designated at fair value through profit or loss | 168,359       | 115,254      |
| Credit risk adjustments on financial liabilities designated at fair value through profit or loss       | (37,092)      | (14,668)     |
| <b>Total other operating income</b>  | <b>28,025</b> | <b>9,485</b> |

Dollars in Thousands 30/9/17 30/9/16

### Note 4 Operating Expenses

|                                     |               |              |
|-------------------------------------|---------------|--------------|
| Legal expenses                      | 1,367         | 1,473        |
| Other professional and funding fees | 18,277        | 339          |
| Personnel expenses                  | 480           | 447          |
| Statutory audit services            | 78            | 76           |
| Other assurance related services    | 161           | 157          |
| Rating agency fees                  | 353           | 549          |
| Consultancy fees                    | 22            | 22           |
| Other                               | 574           | 507          |
| <b>Total operating expenses</b>     | <b>21,312</b> | <b>3,570</b> |

## Notes to and Forming Part of the Financial Statements

Dollars in Thousands 30/9/17 30/9/16

### Note 5 Income Tax

#### Income tax charged to income statement

|   |              |              |
|---|--------------|--------------|
| Current tax   | 2,003        | 1,709        |
| <b>Total income tax charged to income statement</b> | <b>2,003</b> | <b>1,709</b> |

#### Reconciliation of income tax expense shown in the income statement with prima facie tax payable on the pre-tax accounting profit

|  |              |              |
|--|--------------|--------------|
| Total operating profit before income tax expense | 6,933        | 6,105        |
| Prima facie income tax at 28%                    | 1,941        | 1,709        |
| Add/(deduct): Prior period adjustment            | 62           | -            |
| <b>Total tax expense on operating profit</b>     | <b>2,003</b> | <b>1,709</b> |
| <b>Effective tax rate</b>                        | <b>29%</b>   | <b>28%</b>   |

Dollars in Thousands 30/9/17 30/9/16

### Note 6 Short Term Debt Securities

|   |                  |                  |
|---|------------------|------------------|
| Commercial paper                        | 2,429,868        | 3,672,973        |
| <b>Total short term debt securities</b> | <b>2,429,868</b> | <b>3,672,973</b> |

All commercial paper has been raised through the Company's London branch, in the financial, investment and insurance industry sectors. Short term debt securities rank equally with the Company's unsecured liabilities. In the unlikely event that the Company was put into liquidation or ceased to trade, the claims of secured creditors and those creditors set out in Schedule 7 of the Companies Act of 1993 would rank ahead of the claims of unsecured creditors.

Dollars in Thousands 30/9/17 30/9/16

### Note 7 Bonds and Notes

|                              |                   |                   |
|------------------------------|-------------------|-------------------|
| Offshore Covered Bonds       | 4,129,171         | 2,815,478         |
| Offshore medium term notes   | 11,501,966        | 9,823,801         |
| <b>Total bonds and notes</b> | <b>15,631,137</b> | <b>12,639,279</b> |

As at 30 September 2017, the contractual amount to be paid at maturity of the Bonds and notes is \$ 15,485,314 (30 September 2016: \$ 12,343,386).

Dollars in Thousands 30/9/17 30/9/16

#### Bonds and notes by currency type

|   |                   |                   |
|---|-------------------|-------------------|
| US Dollar                                     | 7,212,128         | 4,575,179         |
| New Zealand Dollar                            | 54,884            | 56,371            |
| British Pound                                 | 550,203           | -                 |
| Australian Dollar                             | 33,279            | 27,706            |
| Hong Kong Dollar                              | 305,383           | 296,410           |
| Euro  | 5,894,279         | 5,699,071         |
| Japanese Yen                                  | 259,537           | 648,785           |
| Swiss Franc                                   | 1,321,444         | 1,335,757         |
| <b>Total bonds and notes by currency type</b> | <b>15,631,137</b> | <b>12,639,279</b> |

## Notes to and Forming Part of the Financial Statements

| Dollars in Thousands            | 30/9/17    | 30/9/16    |
|---------------------------------|------------|------------|
| <b>Note 8 Other Liabilities</b> |            |            |
| GST receivable                  | (7)        | (4)        |
| Accrued expenses                | 121        | 328        |
| <b>Total other liabilities</b>  | <b>114</b> | <b>324</b> |

| Dollars in Thousands | 30/9/17                           |                   | Total Carrying Amount |
|----------------------|-----------------------------------|-------------------|-----------------------|
|                      | Fair Value Through Profit or Loss | At Amortised Cost |                       |

### Note 9 Categories of Financial Assets and Financial Liabilities

#### Financial assets

|   |                   |               |                   |
|---|-------------------|---------------|-------------------|
| Call balances due from other financial institutions | -                 | 47            | 47                |
| Call balances due from related entity               | -                 | 13,754        | 13,754            |
| Other amounts due from related entity               | 18,061,068        | 2,443         | 18,063,511        |
| <b>Total financial assets</b>                       | <b>18,061,068</b> | <b>16,244</b> | <b>18,077,312</b> |

#### Financial liabilities

|                                    |                   |            |                   |
|------------------------------------|-------------------|------------|-------------------|
| Short term debt securities         | 2,429,868         | -          | 2,429,868         |
| Bonds and notes                    | 15,631,137        | -          | 15,631,137        |
| Amounts due to related entities    | -                 | 152        | 152               |
| <b>Total financial liabilities</b> | <b>18,061,005</b> | <b>152</b> | <b>18,061,157</b> |

30/9/16

#### Financial assets

|   |                   |               |                   |
|---|-------------------|---------------|-------------------|
| Call balances due from other financial institutions | -                 | 51            | 51                |
| Call balances due from related entity               | -                 | 9,961         | 9,961             |
| Other amounts due from related entity               | 16,312,301        | 1,530         | 16,313,831        |
| <b>Total financial assets</b>                       | <b>16,312,301</b> | <b>11,542</b> | <b>16,323,843</b> |

#### Financial liabilities

|                                    |                   |            |                   |
|------------------------------------|-------------------|------------|-------------------|
| Short term debt securities         | 3,672,973         | -          | 3,672,973         |
| Bonds and notes                    | 12,639,279        | -          | 12,639,279        |
| Amounts due to related entities    | -                 | 462        | 462               |
| <b>Total financial liabilities</b> | <b>16,312,252</b> | <b>462</b> | <b>16,312,714</b> |

The carrying amount disclosed is considered to approximate the contractual amount due on maturity on the financial liabilities designated at fair value through profit or loss on initial recognition with the exception of Bonds and notes.

#### Movements in fair value of financial liabilities designated at fair value through profit or loss on initial recognition attributable to changes in credit risk

| Dollars in Thousands          | 30/9/17       | 30/9/16       |
|-------------------------------|---------------|---------------|
| <b>Bonds and notes</b>        |               |               |
| Balance at beginning of year  | 53,151        | 38,483        |
| Movement during the year      | 37,092        | 14,668        |
| <b>Balance at end of year</b> | <b>90,243</b> | <b>53,151</b> |

The movement in fair value attributable to changes in the credit risk of financial liabilities designated at fair value through profit or loss is determined as the amount of change in fair value that is not attributable to changes in market conditions that give rise to market risk. The movement in fair value of these liabilities has resulted in an equal and opposite movement in the Amount due from related entities, which has an offsetting effect to the Company as a result of the on-lending agreement with Bank of New Zealand.

## Notes to and Forming Part of the Financial Statements

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### Note 9 Categories of Financial Assets and Financial Liabilities *continued*

#### Hierarchy for fair value measurements

The following paragraphs present a three level fair value hierarchy of the Company's financial assets and financial liabilities which are measured at fair value.

The three levels in the hierarchy are based on the valuation methods and assumptions used in determining the fair values of financial assets and financial liabilities.

The levels are as follows:

Level 1. Quoted prices (unadjusted) in active markets for identical assets or liabilities. The Company did not have any financial assets or financial liabilities measured at fair value that met the criteria of Level 1 classification.

Level 2. Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). As at 30 September 2017, all fair value assets and liabilities have been assessed as Level 2 using observable market data as inputs which are generally modified in some way such as averaging at source (e.g. multi-contributor page) or a valuation technique (e.g. interpolation or discounting) (30 September 2016: all).

Level 3. Inputs for the asset or liability that are not based on observable market data (unobservable inputs). The Company did not have any financial assets or financial liabilities measured at fair value that met the criteria of Level 3 classification.

Management uses its judgment in selecting an appropriate valuation technique for financial instruments which are not quoted in an active market.

#### Bonds and notes

Bonds and notes are recorded at fair value based on a discounted cash flow model using a yield curve appropriate to the remaining maturity of the instruments. This is based on observable market prices as at the reporting date where available, otherwise alternative observable market source data is used. The fair value includes a calculation of the Company's own credit risk based on observable market data.

#### Other amounts due from related entity

Other amounts due from related entity are recorded at fair value based on a discounted cash flow model using a yield curve appropriate to the remaining maturity of the instruments. This is based on observable market prices as at the reporting date where available, otherwise alternative observable market source data is used.

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## Notes to and Forming Part of the Financial Statements

### Note 10 Related Entity Transactions

The Company is a wholly owned controlled entity of Bank of New Zealand whose ultimate parent company is National Australia Bank Limited. Bank of New Zealand has guaranteed all debt securities issued by the Company, acting through its London branch, for the amount and term of such securities. If the Company, acting through its London branch, issues any debt securities that are guaranteed by Bank of New Zealand, then the proceeds of that debt issue must be on-lent to Bank of New Zealand on terms and conditions that match the terms and conditions of the debt issue. Financial liabilities represented by Bonds and notes, Short term debt securities and accrued interest payable are guaranteed by Bank of New Zealand.

The Covered Bond Trust holds Bank of New Zealand housing loans and provides guarantees to certain debt securities issued by the Company or Bank of New Zealand, the Company's parent company. The payment of interest and principal of certain debt securities issued by the Company is guaranteed by the Covered Bond Trust. Guarantees provided in relation to the covered bonds issued have a prior claim over the assets of the Covered Bond Trust. The underlying collateral for the guarantees provided by the Covered Bond Trust comprised housing loans and other assets to the value of \$6,089 million as at 30 September 2017 (30 September 2016: \$5,003 million). Refer to note 7 for further information.

Other principal intragroup transactions comprise: (1) the provision of treasury and funding services to Bank of New Zealand, which earn treasury service and funding fee income, (2) the supply, as required, of settlement, accounting, tax, regulatory compliance and legal services and seconded staff from Bank of New Zealand and/or National Australia Bank Limited, (3) a licence of London branch premises from National Australia Bank Limited, and (4) payment to Bank of New Zealand for the reimbursement of provisional tax paid on the Company's behalf. These transactions with Bank of New Zealand and National Australia Bank Group have been entered into at arm's length on normal commercial terms and conditions.

Key management personnel are defined as being Directors of the Company. During the year ended 30 September 2017, there were no loans made to or deposits received from key management personnel, their close family members, or their controlled entities (30 September 2016: nil). No compensation was paid by the Company to key management personnel during the year ended 30 September 2017 (30 September 2016: nil).

The following table provides the total amount of balances and transactions with related entities for the relevant financial year.

| Dollars in Thousands                  | 30/9/17    | 30/9/16    |
|---------------------------------------|------------|------------|
| <b>Balances with related entities</b> |            |            |
| Amount due from related entity        |            |            |
| Bank of New Zealand                   | 18,077,265 | 16,323,792 |
| Amount due to related entities        |            |            |
| Bank of New Zealand                   | 138        | 333        |
| National Australia Bank Limited       | 14         | 129        |

| Dollars in Thousands                      | 30/9/17 | 30/9/16 |
|---|---------|---------|
| <b>Transactions with related entities</b> |         |         |
| Revenues from related entity              |         |         |
| Bank of New Zealand                       | 325,853 | 286,932 |
| Expenses to related entity                |         |         |
| Bank of New Zealand                       | 1,415   | 1,528   |
| National Australia Bank Limited           | 459     | 296     |

Dividends paid to the shareholders are disclosed in note 11.

During the year ended 30 September 2017, the Company made a payment of \$577,000 to Bank of New Zealand for the reimbursement of provisional tax paid on the Company's behalf (30 September 2016: \$402,000 to BNZ for provisional tax paid).

| Number of shares in Thousands     | 30/9/17 | 30/9/16 |
|-----------------------------------|---------|---------|
| <b>Note 11 Contributed equity</b> |         |         |
| Ordinary shares, fully paid       | 100     | 100     |
| Total contributed equity          | 100     | 100     |

Each of the 100,000 (30 September 2016: 100,000) ordinary shares entitles the shareholder to one vote at any meeting of shareholders and shares equally in dividends and surpluses on winding up. Shares do not have a par value.

When managing capital, which includes contributed equity and retained profits, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to the shareholders.

No dividends were paid on ordinary shares for the year ended 30 September 2017 (year ended 30 September 2016: nil).

## Notes to and Forming Part of the Financial Statements

### Note 12 Interest Rate Repricing Schedule

The following tables represent a breakdown, by repricing dates or contractual maturity, whichever is the earlier, of the balance sheet.

| Dollars in Thousands                          | Total             | 30/9/17          |                                |                               |                  |              | Non-Interest Sensitive |
|---|-------------------|------------------|--------------------------------|-------------------------------|------------------|--------------|------------------------|
|   |                   | Up to 3 Months   | Over 3 Months and up to 1 year | Over 1 Year and up to 2 Years | Over 2 Years     |              |                        |
| <b>Assets</b>                                 |                   |                  |                                |                               |                  |              |                        |
| Call balances due from financial institutions | 47                | 47               | -                              | -                             | -                | -            | -                      |
| Call balances due from related entity         | 13,754            | 13,754           | -                              | -                             | -                | -            | -                      |
| Other amounts due from related entity         | 18,063,511        | 6,676,395        | 2,197,172                      | 1,838,626                     | 7,348,812        | 2,506        |                        |
| <b>Total assets</b>                           | <b>18,077,312</b> | <b>6,690,196</b> | <b>2,197,172</b>               | <b>1,838,626</b>              | <b>7,348,812</b> | <b>2,506</b> |                        |
| <b>Liabilities</b>                            |                   |                  |                                |                               |                  |              |                        |
| Short term debt securities                    | 2,429,868         | 2,361,052        | 68,816                         | -                             | -                | -            | -                      |
| Bonds and notes                               | 15,631,137        | 4,315,343        | 2,128,356                      | 1,838,626                     | 7,348,812        | -            | -                      |
| Amounts due to related entities               | 152               | -                | -                              | -                             | -                | -            | 152                    |
| All other liabilities                         | 1,530             | -                | -                              | -                             | -                | -            | 1,530                  |
| <b>Total liabilities</b>                      | <b>18,062,687</b> | <b>6,676,395</b> | <b>2,197,172</b>               | <b>1,838,626</b>              | <b>7,348,812</b> | <b>1,682</b> |                        |
| 30/9/16                                       |                   |                  |                                |                               |                  |              |                        |
| <b>Assets</b>                                 |                   |                  |                                |                               |                  |              |                        |
| Call balances due from financial institutions | 51                | 51               | -                              | -                             | -                | -            | -                      |
| Call balances due from related entity         | 9,961             | 9,961            | -                              | -                             | -                | -            | -                      |
| Other amounts due from related entity         | 16,313,831        | 4,886,285        | 2,029,940                      | 3,738,554                     | 5,657,473        | 1,579        |                        |
| <b>Total assets</b>                           | <b>16,323,843</b> | <b>4,896,297</b> | <b>2,029,940</b>               | <b>3,738,554</b>              | <b>5,657,473</b> | <b>1,579</b> |                        |
| <b>Liabilities</b>                            |                   |                  |                                |                               |                  |              |                        |
| Short term debt securities                    | 3,672,973         | 3,055,903        | 617,070                        | -                             | -                | -            | -                      |
| Bonds and notes                               | 12,639,279        | 1,830,382        | 1,412,870                      | 3,738,554                     | 5,657,473        | -            | -                      |
| Amounts due to related entities               | 462               | -                | -                              | -                             | -                | -            | 462                    |
| All other liabilities                         | 1,434             | -                | -                              | -                             | -                | -            | 1,434                  |
| <b>Total liabilities</b>                      | <b>16,314,148</b> | <b>4,886,285</b> | <b>2,029,940</b>               | <b>3,738,554</b>              | <b>5,657,473</b> | <b>1,896</b> |                        |

## Notes to and Forming Part of the Financial Statements

### Note 13 Maturity Profile

The table below presents the Company's undiscounted cash flows by remaining contractual maturities as at balance sheet date.

The gross cash flows disclosed below are contractual undiscounted cash flows and include both principal and associated future interest payments and therefore will not agree to the carrying values on the balance sheet. Actual cash flows can differ significantly from contractual cash flows as a result of future actions of the Company and its counterparties. Information on the management of liquidity risk is included in note 18.

| Dollars in Thousands                          | 30/9/17             |                                |               |                    |                    |                     |                    |
|---|---------------------|--------------------------------|---------------|--------------------|--------------------|---------------------|--------------------|
|   | Carrying Amount     | Gross Cash Inflows/ (Outflows) | On Demand     | 3 Months or less   | 3 to 12 Months     | 1 to 5 Years        | Over 5 Years       |
| <b>Assets</b>                                 |                     |                                |               |                    |                    |                     |                    |
| Call balances due from financial institutions | 47                  | 47                             | 47            | -                  | -                  | -                   | -                  |
| Call balances due from related entity         | 13,754              | 13,754                         | 13,754        | -                  | -                  | -                   | -                  |
| Other amounts due from related entity         | 18,063,511          | 18,642,415                     | -             | 2,819,645          | 3,694,539          | 9,919,554           | 2,208,677          |
| <b>Total</b>                                  | <b>18,077,312</b>   | <b>18,656,216</b>              | <b>13,801</b> | <b>2,819,645</b>   | <b>3,694,539</b>   | <b>9,919,554</b>    | <b>2,208,677</b>   |
| <b>Liabilities</b>                            |                     |                                |               |                    |                    |                     |                    |
| Short term debt securities                    | (2,429,868)         | (2,432,670)                    | -             | (1,044,109)        | (1,388,561)        | -                   | -                  |
| Bonds and notes                               | (15,631,137)        | (16,204,271)                   | -             | (1,770,062)        | (2,305,978)        | (9,919,554)         | (2,208,677)        |
| Amounts due to related entities               | (152)               | (152)                          | -             | (152)              | -                  | -                   | -                  |
| Other liabilities                             | (1,530)             | (1,537)                        | -             | (1,537)            | -                  | -                   | -                  |
| <b>Total</b>                                  | <b>(18,062,687)</b> | <b>(18,638,630)</b>            | <b>-</b>      | <b>(2,815,860)</b> | <b>(3,694,539)</b> | <b>(9,919,554)</b>  | <b>(2,208,677)</b> |
|   | 30/9/16             |                                |               |                    |                    |                     |                    |
| <b>Assets</b>                                 |                     |                                |               |                    |                    |                     |                    |
| Call balances due from financial institutions | 51                  | 51                             | 51            | -                  | -                  | -                   | -                  |
| Call balances due from related entity         | 9,961               | 9,961                          | 9,961         | -                  | -                  | -                   | -                  |
| Other amounts due from related entity         | 16,313,831          | 16,628,926                     | -             | 1,812,278          | 3,699,630          | 10,763,421          | 353,597            |
| <b>Total</b>                                  | <b>16,323,843</b>   | <b>16,638,938</b>              | <b>10,012</b> | <b>1,812,278</b>   | <b>3,699,630</b>   | <b>10,763,421</b>   | <b>353,597</b>     |
| <b>Liabilities</b>                            |                     |                                |               |                    |                    |                     |                    |
| Short term debt securities                    | (3,672,973)         | (3,677,923)                    | -             | (1,664,370)        | (2,013,553)        | -                   | -                  |
| Bonds and notes                               | (12,639,279)        | (12,949,425)                   | -             | (146,330)          | (1,686,077)        | (10,763,421)        | (353,597)          |
| Amounts due to related entities               | (462)               | (462)                          | -             | (462)              | -                  | -                   | -                  |
| Other liabilities                             | (1,434)             | (1,434)                        | -             | (1,434)            | -                  | -                   | -                  |
| <b>Total</b>                                  | <b>(16,314,148)</b> | <b>(16,629,244)</b>            | <b>-</b>      | <b>(1,812,596)</b> | <b>(3,699,630)</b> | <b>(10,763,421)</b> | <b>(353,597)</b>   |

### Note 14 Impaired assets

As at 30 September 2017, no provision has been made against the value of assets reported on the balance sheet (30 September 2016: nil). There is no expected loss on the Call balances due from other financial institutions, Call balances due from related entity and Other amounts due from related entity.

### Note 15 Segment Information

The Company operates in New Zealand in one industry segment. Its primary business is funding. Financial information for the segment is available to the Board of Directors of the Company for the purpose of evaluating performance and resource allocation, and is the same information presented in these financial statements. All revenues of the Company are received from Bank of New Zealand.

Geographical revenue information is based on the location of the office in which the transactions were booked, and all revenues are derived in New Zealand.

### Note 16 Contingent Liabilities and Other Commitments

As at 30 September 2017, the Company had no contingent liabilities and commitments (30 September 2016: nil).

### Note 17 Subsequent Event

The Directors have approved a dividend of \$12,000,000 (\$120 per ordinary share) to be paid to Bank of New Zealand on 8 December 2017.

## Notes to and Forming Part of the Financial Statements

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### Note 18 Risk Management

The Board of Directors of the Company is committed to the management of risk and has identified the following risks:

#### Credit risk

Credit risk is the risk of financial loss resulting from the failure of a counterparty to settle its financial and contractual obligations to the Company as they fall due.

The maximum exposure to credit risk arising from Call balances due from other financial institutions, Call balances due from related entity and Other amounts due from related entity is equal to the carrying amount of each class of receivable. The credit quality of these financial assets is deemed as excellent based on Bank of New Zealand's current credit rating. As at 30 September 2017, these balances represent 100% of the Company's credit exposures (30 September 2016: 100%). Bank of New Zealand represents the only group of closely related counterparties to which the Company has a credit exposure which exceeds 10% of equity, with an exposure of 123,605% of equity as at 30 September 2017 (30 September 2016: 168,373%). Bank of New Zealand guarantees the obligations of the Company, acting through its London branch, in respect of all securities issued by the Company's London branch to investors.

As at 30 September 2017, there are no collateral or other credit enhancements obtained in respect of amounts due from related entities.

#### Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market interest rates.

Interest rate risks primarily result from exposures to changes in the level, slope and curvature of the yield curve, the volatility of interest rates and credit spreads. Exposure to interest rate risk arises in respect of funding through issuing commercial paper and medium term notes.

No sensitivity analysis has been performed as the interest rate risk has been mitigated by the on-lending agreement with Bank of New Zealand.

#### Foreign exchange risk

Foreign exchange risk results from exposures to changes in foreign exchange rates. Currency risk arises from foreign currency balances and the trading of any foreign currency denominated product, such as foreign currency bonds and notes.

No sensitivity analysis has been performed as the currency risk has been mitigated by the on-lending agreement with Bank of New Zealand.

#### Liquidity risk

Liquidity risk arises from the mismatch in the maturity of financial assets and liabilities, plus their settlement characteristics. Maintaining adequate liquidity to meet the current and future payment obligations at a reasonable cost is a core objective of the Company.

All proceeds from commercial paper and medium term notes issued by the Company are on-lent to Bank of New Zealand, the Company's parent company, on terms and conditions which match the terms and conditions of the debt issue, and all relevant risks, including interest rate, currency and liquidity risks, are mitigated through the offsetting with Bank of New Zealand. Refer to note 10 for more information.

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## **Independent auditor's report to the Shareholder of BNZ International Funding Limited**

### **Opinion**

We have audited the financial statements of BNZ International Funding Limited ("the Company") on pages 1 to 15, which comprise the balance sheet of the Company as at 30 September 2017, and the income statement, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended of the Company, and the notes to the financial statements including a summary of significant accounting policies.

In our opinion, the financial statements on pages 1 to 15 present fairly, in all material respects, the financial position of the Company as at 30 September 2017 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.

This report is made solely to the Company's shareholder. Our audit has been undertaken so that we might state to the Company's shareholder those matters we are required to state to them in an 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 and the Company's shareholder, for our audit work, for this report, or for the opinions we have formed.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (New Zealand). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the Company in accordance with Professional and Ethical Standard 1 (revised) Code of Ethics for Assurance Practitioners issued by the New Zealand Auditing and Assurance Standards Board, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

Ernst & Young provides other assurance related services to the Company. Partners and employees of our firm may deal with the Company on normal terms within the ordinary course of trading activities of the business of the Company. We have no other relationship with, or interest in, the Company.

### **Directors' responsibilities for the financial statements**

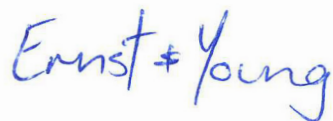
The directors are responsible, on behalf of the Company, for the preparation and fair presentation of the financial statements in accordance with New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards, and for such internal control as the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

In preparing the financial statements, the directors are responsible for assessing on behalf of the entity the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (New Zealand) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located at the External Reporting Board website: <https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-8/>. This description forms part of our auditor's report.



Chartered Accountants  
Auckland  
6 December 2017