

TWC Quantum Apartments Limited
Financial statements
for the year ended 31 March 2017

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Independent Auditor's Report

To the Shareholders of TWC Quantum Apartments Limited

Opinion

We have audited the financial statements of TWC Quantum Apartments Limited (the 'Company'), which comprise the statement of financial position as at 31 March 2017, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements, on pages 5 to 24, present fairly, in all material respects, the financial position of the Company as at 31 March 2017, and its financial performance and cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards ('NZ IFRS') and International Financial Reporting Standards ('IFRS').

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing ('ISAs') and International Standards on Auditing (New Zealand) ('ISAs (NZ)'). 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants*, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Other than in our capacity as auditor, we have no relationship with or interests in the Company.

Other information

The directors are responsible on behalf of the Company for the other information. The other information comprises the information in the Directors' Report that accompanies the financial statements and the audit report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and consider whether it is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If so, we are required to report that fact. We have nothing to report in this regard.

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 NZ IFRS and IFRS, 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 on behalf of the Company for assessing 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 to 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 ISAs and ISAs (NZ) 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 on the External Reporting Board's website at:



<https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-6>

This description forms part of our auditor's report.

Restriction on use

This report is made solely to the Company's shareholders, as a body. Our audit has been undertaken so that we might state to the Company's shareholders 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's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Deloitte Limited

**Trevor Deed, Partner
for Deloitte Limited**
Wellington, New Zealand
28 July 2017

Directors' report

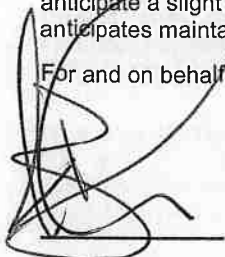
We achieved a profit of \$799,181 for the 12 months ending 31 March 2017. This is a profit growth of \$20,000 on the previous year's result and is in line with expectations. The result included an increase in the value of 59 Boulcott St of \$300,000 (2016 \$400,000) and the property is now valued at \$12.3 million. This represents a value appreciation of 17% since the formation of the company and reflects the good location, enhanced demand for quality rental accommodation and improved market understanding of the inner city residential rental assets class. There has been a fair value gain of \$82,045 on our fixed interest cover swaps as these arrangements start to unwind. Dividends of \$393,376 were paid for the year and represent a gross return of 9.25%.

The building performed well in the Kaikoura earthquake in November 2016 requiring minimal spending to rectify some cosmetic damage. Insurance costs have increased by nearly 80% to \$46k as insurers revise risk pricing for Wellington based assets.

At the upcoming Annual General Meeting shareholders will consider the nomination of Edward Lee as a Director of the company. If appointed, Ed will strengthen the skill set of the Board and enhance the linkage to shareholders through Ed's employment at Chris Lee and Partners.

The trading outlook for the coming year remains positive with high occupancy levels and strong demand. Victoria University is a leading catchment for tenants and the university's student roll of 21,500 grew by 1.8% last year. We anticipate a slight decrease in profitability due to higher insurance costs. The Board will monitor costs closely and anticipates maintaining the current dividend level of 9.25%.

For and on behalf of the Board.



Ian Cassels
Director

28 July 2017



Neil Bramley
Director

28 July 2017

TWC Quantum Apartments Limited
Statement of profit or loss and other comprehensive income
For the year ended 31 March 2017

	Notes	2017 \$'	2016 \$'
Rental income		<u>1,297,338</u>	<u>1,292,043</u>
Total revenue		<u>1,297,338</u>	<u>1,292,043</u>
Fair value gain on investment property	4	<u>300,000</u>	<u>400,000</u>
Total income		<u>1,597,338</u>	<u>1,692,043</u>
Directors Fees and expenses		(2,465)	(5,465)
Property operating expenses		(196,605)	(169,455)
Property maintenance costs		(65,300)	(63,865)
Operating and administration costs		(28,526)	(36,252)
Management fees		<u>(116,798)</u>	<u>(114,874)</u>
Total expenses	6	<u>(409,694)</u>	<u>(389,911)</u>
Finance costs	11	(276,056)	(302,355)
Change in fair value of financial instruments		<u>82,045</u>	<u>(146,520)</u>
		<u>(194,011)</u>	<u>(448,875)</u>
Total expense		<u>(603,705)</u>	<u>(838,786)</u>
Interest received		<u>-</u>	<u>11,831</u>
Profit before income tax		<u>993,633</u>	<u>865,088</u>
Income tax expense	5	<u>(194,452)</u>	<u>(85,250)</u>
Profit from continuing operations		<u>799,181</u>	<u>779,838</u>
Other comprehensive income for the year		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u>799,181</u>	<u>779,838</u>
Profit after tax is attributable to:			
Equity holders of TWC Quantum Apartments Limited		<u>799,181</u>	<u>779,838</u>
Total profit or loss and other comprehensive income for the year is attributable to:			
Equity holders of TWC Quantum Apartments Limited		<u>799,181</u>	<u>779,838</u>

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

TWC Quantum Apartments Limited
Statement of financial position
As at 31 March 2017

	Notes	2017 \$'	2016 \$'
ASSETS			
Current assets			
Cash and cash equivalents		248,557	203,934
Trade and other receivables	7	22,017	24,026
Current income tax asset		-	367
Deferred tax asset		65,146	87,874
Total current assets		<u>335,720</u>	<u>316,201</u>
Non-current assets			
Investment property	4	<u>12,300,000</u>	<u>12,000,000</u>
Total non-current assets		<u>12,300,000</u>	<u>12,000,000</u>
Total assets		<u>12,635,720</u>	<u>12,316,201</u>
LIABILITIES			
Current liabilities			
Trade and other payables	10	113,935	135,267
Current income tax liabilities		17,091	-
Financial instruments	18	<u>65,380</u>	<u>307,096</u>
Total current liabilities		<u>196,406</u>	<u>442,363</u>
Non-current liabilities			
Interest bearing loans and borrowings	9	5,100,000	5,100,000
Financial instruments	18	<u>159,671</u>	<u>-</u>
Total non-current liabilities		<u>5,259,671</u>	<u>5,100,000</u>
Total liabilities		<u>5,456,077</u>	<u>5,542,363</u>
Net assets		<u>7,179,643</u>	<u>6,773,838</u>
EQUITY			
Share capital	8	5,500,000	5,500,000
Retained earnings		<u>1,679,643</u>	<u>1,273,838</u>
Total equity		<u>7,179,643</u>	<u>6,773,838</u>
Total liabilities and equity		<u>12,635,720</u>	<u>12,316,201</u>

Approved for issue and signed on behalf of the Board of Directors of TWC Quantum Apartments Limited on 28 July 2017.



Ian Cassels
Director

28 July 2017



Neil Bramley
Director

28 July 2017

The above statement of financial position should be read in conjunction with the accompanying notes.

TWC Quantum Apartments Limited
Statement of changes in equity
For the year ended 31 March 2017

	Share Capital (Offer shares) \$'	Share Capital (Subordinated shares) \$'	Share issue costs \$'	Retained earnings \$'	Total \$'
Balance as at 1 April 2015	4,625,000	1,125,000	(250,000)	875,147	6,375,147
Profit for the year	-	-	-	779,838	779,838
Other comprehensive income	-	-	-	-	-
Total comprehensive income	<u>4,625,000</u>	<u>1,125,000</u>	<u>(250,000)</u>	<u>1,654,985</u>	<u>7,154,985</u>
Transactions with owners					
Distributions	-	-	-	(381,147)	(381,147)
Balance as at 31 March 2016	<u>4,625,000</u>	<u>1,125,000</u>	<u>(250,000)</u>	<u>1,273,838</u>	<u>6,773,838</u>
Balance as at 1 April 2016	4,625,000	1,125,000	(250,000)	1,273,838	6,773,838
Profit after tax attributable to the equity holders of the Company	-	-	-	799,181	799,181
Other comprehensive income	-	-	-	-	-
Total other comprehensive income	<u>4,625,000</u>	<u>1,125,000</u>	<u>(250,000)</u>	<u>2,073,019</u>	<u>7,573,019</u>
Total comprehensive income	<u>4,625,000</u>	<u>1,125,000</u>	<u>(250,000)</u>	<u>2,073,019</u>	<u>7,573,019</u>
Transactions with owners					
Distributions	-	-	-	(393,376)	(393,376)
Balance as at 31 March 2017	<u>4,625,000</u>	<u>1,125,000</u>	<u>(250,000)</u>	<u>1,679,643</u>	<u>7,179,643</u>

The above statement of changes in equity should be read in conjunction with the accompanying notes.

TWC Quantum Apartments Limited
Statement of cash flows
For the year ended 31 March 2017

	2017 \$'	2016 \$'
Cash flows from operating activities		
Interest received	6,201	14,706
Receipts from tenants	1,290,525	1,297,820
Goods and services tax net refunded	3,610	-
Payments to suppliers	(430,842)	(347,776)
Interest paid on borrowings	(277,228)	(302,892)
Payments of tax	(154,267)	(199,876)
Net cash flow received from operating activities	<u>437,999</u>	<u>461,982</u>
Cash flows from financing activities		
Maturity of bank term deposit	-	500,000
Reduction in term debt	-	(400,000)
Dividends paid	(393,376)	(381,147)
Net cash flow paid from financing activities	<u>(393,376)</u>	<u>(281,147)</u>
Net increase received in cash and cash equivalents	44,623	180,835
Opening cash and cash equivalents	<u>203,934</u>	<u>23,099</u>
Closing cash and cash equivalents	<u>248,557</u>	<u>203,934</u>

The above statement of cash flows should be read in conjunction with the accompanying notes.

1 Summary of significant accounting policies

These financial statements are for TWC Quantum Apartments Limited (the 'Company') as a separate legal entity. The Company was incorporated on 14 June 2012. The Company owns a residential investment property in Wellington. The property is a nine level residential apartment building located at 59 Boulcott Street, Wellington.

The Company is a limited liability company incorporated and domiciled in New Zealand. The address of its registered office is Level 12, iCentre, 50 Manners Street, Wellington.

These financial statements have been approved for issue by the Board of Directors on 28 July 2017. The financial statements cannot be amended after issue.

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

(a) Basis of preparation

Statement of Compliance

The Company is a for profit entity and the financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice (NZ GAAP). They comply with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS) and with International Financial Reporting Standards (IFRS). The financial statements have been prepared in accordance with the Financial Reporting Act 2013, The Financial Markets Conduct Act 2013 and the Companies Act 1993. The Company is a tier 1 reporting entity.

Preparation of the Financial Statements

The financial statements have been prepared on a going concern basis, applying a historical cost convention, except for the revaluation of investment property and financial instruments which have been measured at fair value. The financial statements cover the period from 1 April 2016 to 31 March 2017.

The financial statements have been presented in New Zealand dollars, which is the Company's functional and presentation currency and rounded to the nearest dollar

The preparation of financial statements in conformity with NZ IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the period the assumptions changed. Management believes that the underlying assumptions are appropriate. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

(a) New and amended standards adopted by the Company

There are no new or amended standards that were adopted during the year that have a material impact on the Company.

(b) New standards, amendments and interpretations issued, but not yet effective

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after 31 March 2016, and have not been applied in preparing these financial statements. None of these are expected to have a significant effect on the financial statements of the Company, except the following set out in the following:

- **NZ IFRS 9 (2014), 'Financial instruments,' issued in September 2014**

NZ IFRS 9 (2014) supersedes the 2010 version of the same standard and replaces the multiple classification and measurement models in NZ IAS 39 with a single model that has only two classification categories: amortised cost and fair value. Classification under NZ IFRS 9 will be driven by an entity's business model for managing the financial assets and the contractual cashflow characteristics of the financial assets. It is not expected to have a material impact on the Company's financial statements, but a full assessment has not been completed.

Effective date: 1 January 2018, with early adoption allowed.

1 Summary of significant accounting policies (continued)

(a) Basis of preparation (continued)

- **NZ IFRS 15 (2014), 'Revenue from Contracts with Customers', issued in July 2014**

NZ IFRS 15 establishes principles that ensure entities recognise revenue in a manner which reflects the transfer of goods or services to customers and at amounts which reflect their expected consideration for those goods or services. The adoption of this standard is not expected to have a significant impact on the Company, but a full assessment has not been completed.

Effective date: 1 January 2018, with early adoption allowed

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

(b) Investment property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property.

Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs.

After initial recognition, investment property is carried at fair value. Fair value is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If this information is not available, the Company uses alternative valuation methods, such as recent prices on less active markets or discounted cash flow projections. Valuations are performed as at the financial position date by professional valuers who hold recognised and relevant professional qualifications and have recent experience in the location and category of the investment property being valued. These valuations form the basis for the carrying amounts in the financial statements.

The fair value of investment property reflects, among other things, rental income from current leases and assumptions about rental income for future leases in the light of current market conditions. The fair value also reflects, on a similar basis, any cash outflows that could be expected in respect of the property.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of the investment property is replaced, the carrying amount of the replaced part is derecognised.

The fair value of investment property does not reflect future capital expenditure that will improve or enhance the property and does not reflect the related future benefits from this future expenditure other than those a rational market participant would take into account when determining the value of the property.

Changes in fair values are recognised in the statement of profit or loss and other comprehensive income for the period in which it arises. Investment properties are derecognised when they have been disposed.

Where the Company disposes of a property at fair value in an arm's length transaction, the carrying value immediately prior to the sale is adjusted to the transaction price, and the adjustment is recorded in the statement of profit or loss and other comprehensive income within net gain from fair value adjustment on investment property.

(c) Leases

The Company is the lessor in an operating lease.

Properties leased out under operating leases are included in investment property in the statement of financial position. See Note 1 (j) for the recognition of rental income.

(d) Financial instruments

(i) Financial assets

1 Summary of significant accounting policies (continued)

(d) Financial instruments (continued)

Financial assets are classified as financial assets at fair value through profit or loss, or loans and receivables, as appropriate. The Company determines the classification of its financial assets at initial recognition. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs.

Financial assets are derecognised only when the contractual rights to the cash flows from the financial asset expire or the Company transfers substantially all risks and rewards of ownership.

Financial assets recognised in the statement of financial position as trade and other receivables (excluding prepayments) are classified as loans and receivables. They are recognised initially at fair value and subsequently measured at amortised cost less provision for impairment.

Cash and cash equivalents are also classified as loans and receivables. They are subsequently measured at amortised cost. Restricted deposits are classified as loans and receivables.

Derivative financial assets and/or liabilities are classified as financial assets or liabilities at fair value through profit or loss. Derivative financial assets and/or liabilities includes interest rate swaps. Recognition of the derivative financial instruments takes place when the economic hedging contracts are entered into. They are measured initially and subsequently at fair value; transaction costs are included directly in finance costs. Gains or losses on derivatives are recognised in the profit or loss in net change in fair value of financial instruments at fair value through profit or loss.

The Company assesses at each financial position date whether there is objective evidence that a financial asset or group of financial assets is impaired. If there is objective evidence (such as significant financial difficulty of the obligor, breach of contract, or it becomes probable that the debtor will enter bankruptcy), the asset is tested for impairment. The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (that is, the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced through use of an allowance account. The amount of the loss is recognised in the statement of profit or loss and other comprehensive income.

In relation to trade receivables, a provision for impairment is made when there is objective evidence (such as the probability of insolvency or significant financial difficulties of the debtor) that the Company will not be able to collect all of the amounts due under the original terms of the invoice. Impaired debts are derecognised when they are assessed as uncollectible.

If in a subsequent period the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date. Any subsequent reversal of an impairment loss is recognised in the statement of profit or loss and other comprehensive income.

1 Summary of significant accounting policies (continued)

(d) Financial instruments (continued)

(ii) Financial liabilities

Liabilities within the scope of NZ IAS 39 are classified as financial liabilities at amortised cost.

All financial liabilities of the Company other than derivative financial liabilities are measured at amortised cost.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

All loans and borrowings are initially recognised at fair value less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method (see Note 1 (h) for the accounting policy on borrowings).

Financial liabilities included in trade and other payables are recognised initially at fair value and subsequently at amortised cost. The fair value of a non-interest bearing liability is its discounted repayment amount. If the due date of the liability is less than one year, discounting is omitted.

(e) Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

(f) Share capital

Shares are classified as equity when there is no obligation to transfer cash or other assets.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction from the proceeds.

(g) Trade and other payables

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

(h) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised as finance cost over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the date of the statement of financial position.

(i) Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the statement of profit or loss and other comprehensive income, except to the extent that it relates to items recognised directly in other comprehensive income or equity — in which case, the tax is also recognised in other comprehensive income or equity.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the date of the statement of financial position. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation, and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

1 Summary of significant accounting policies (continued)

(i) Current and deferred income tax (continued)

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the date of the statement of financial position and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities.

(j) Revenue recognition

Revenue includes rental income from the investment property held by the Company. Rental income from operating leases is recognised on a straight-line basis over the lease term.

(k) Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved.

(l) Interest income and expense

Interest income and expense are recognised within 'finance income' and 'finance costs' in profit or loss using the effective interest rate method.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts throughout the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Company estimates cash flows considering all contractual terms of the financial instrument (for example, pre-payment options) but does not consider future credit losses. The calculation includes all fees and points 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.

(m) Other expenses

Expenses include legal, accounting, auditing and other fees. They are recognised in the statement of profit or loss and other comprehensive income in the period in which they are incurred (on an accruals basis).

(n) GST

As the Property comprises residential accommodation, GST on those costs and expenses directly attributable to the portion of the Property utilised for residential accommodation is not able to be claimed by the Company and will therefore be non-recoverable.

Approximately 96% of all costs and expenses incurred by the Company (excluding interest on bank borrowing) are related to the residential portion of the Property and are therefore included in the statement of profit or loss and other comprehensive income at the GST exclusive amount (if applicable).

2 Financial risk management

2.1 Financial risk factors

The risk management function within the Company is carried out in respect of financial risks. Financial risks are risks arising from financial instruments to which the Company is exposed during or at the end of the reporting period. Financial risk comprises market risk, credit risk and liquidity risk. The primary objectives of the financial risk management function are to establish risk limits, and then ensure that exposure to risks stays within these limits.

(a) Market risk

Interest rate risk

The Company's interest rate risk principally arises from long-term borrowings of \$5.1 million from ANZ maturing in February 2019.

The Directors and management review interest rate risk at Board meetings. The Company's policy is to cover at least 50% of interest rate risk on borrowings at fixed rates through the use of interest rate swaps.

As at balance date, the Company had the following liabilities exposed to interest rate risk:

	2017 \$'	2016 \$'
Borrowings covered by fixed interest or interest rate swaps	2,750,000	2,750,000
Borrowings subject to interest rate risk	2,350,000	2,350,000

The following demonstrates the sensitivity on the Company's profit and loss, resulting from a change in interest rates, with all other variables held constant.

For financial year ended 31 March 2017	Carrying value	+0.5%	-0.5%
<i>Financial liabilities</i>			
Loans and borrowings	2,350,000	11,750	(11,750)

Trade and other receivables and trade and other payables are interest free and with a term of less than one year, so it is assumed that there is no interest rate risk associated with these financial instruments.

Interest rate risk is the risk that the values and future cashflows of the Company's assets and liabilities will fluctuate due to changes in market interest rates.

As at balance date, the Company had the following assets exposed to interest rate risk:

	2017 \$'	2016 \$'
Cash and cash equivalents	248,557	203,934

2 Financial risk management (continued)

The following demonstrates the sensitivity on the Company's profit and loss, resulting from a change in interest rates, with all other variables held constant.

	Carrying value	+0.5%	-0.5%
For financial year ended 31 March 2017:			
<i>Financial assets</i>			
Cash and cash equivalents	\$248,557	1,243	(1,243)

(b) Credit risk

Credit risk is the risk that the counterparty to a transaction with the Company will fail to discharge its obligations, causing the Company to incur a financial loss. Financial instruments which potentially subject the Company to credit risk consist of cash and cash equivalents and loans and receivables. The Company's policy is to assess the creditworthiness of prospective tenants and rent payments are required in advance. The Company manages its exposure to credit risk on an ongoing basis.

For banks, only banks with a Standard and Poor's credit rating of 'A+' or above are accepted.

Maximum exposures to credit risk at balance date are the carrying amounts of financial assets in the statement of financial position.

The Company has no concentration of credit risk.

No financial assets are past due or impaired except those that are provided for.

(c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Prudent liquidity risk management implies maintaining sufficient cash, the availability of funding through an adequate amount of committed credit facilities, and the ability to close out market positions. The Company's liquidity position is monitored on a regular basis and reviewed by the Board to ensure compliance with banking covenants per the Company's lending facility.

The Company generates sufficient cash flows from its operating activities to meet its obligations arising from its financial liabilities and has reserves on bank deposit to cover potential shortfalls.

The amounts disclosed in the below tables are the contractual undiscounted cash flows. Undiscounted cash flows in respect of balances due within 12 months generally equal their carrying amounts in the statement of financial position as the impact of discounting is not significant.

2 Financial risk management (continued)

The maturity analysis of financial instruments is as follows:

At 31 March 2017

	Less than 1 year \$'	1 - 5 years \$'	Total \$'
Financial assets			
Cash	248,557	-	248,557
Receivables	<u>22,017</u>	<u>-</u>	<u>22,017</u>
Total financial assets	<u>270,574</u>	<u>-</u>	<u>270,574</u>

Financial liabilities

Payables	103,836	-	103,836
Interest rate swap (@ 5.13% p.a.)	94,050	-	94,050
Interest rate swap (@ 5.59% p.a.)	51,242	256,208	307,450
Borrowings	-	5,100,000	5,100,000
Interest payable	<u>-</u>	<u>-</u>	<u>-</u>
Total financial liabilities	<u>249,128</u>	<u>5,356,208</u>	<u>5,605,336</u>

At 31 March 2016

	Less than 1 year \$'	1 - 5 years \$'	Total \$'
Financial assets			
Cash	203,934	-	203,934
Receivables	<u>24,026</u>	<u>-</u>	<u>24,026</u>
Total financial assets	<u>227,960</u>	<u>-</u>	<u>227,960</u>

Financial liabilities

Payables	132,604	-	132,604
Interest rate swap (@ 5.13% p.a.)	141,075	94,050	235,125
Interest rate swap (@ 5.59% p.a.)	-	307,450	307,450
Borrowings	-	5,100,000	5,100,000
Interest payable	<u>130,308</u>	<u>260,615</u>	<u>390,923</u>
Total financial liabilities	<u>403,987</u>	<u>5,762,115</u>	<u>6,166,102</u>

2.2 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders.

The Company has one significant asset domiciled in Wellington meaning any event that impacts the assets or region exposes shareholders to risk through loss of asset value. Any loss value due to an event that physically damages the asset is mitigated through prudent insurance coverage.

2.3 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).

2 Financial risk management (continued)

- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

2 Financial risk management (continued)

	Level 1 \$'	Level 2 \$'	Level 3 \$'
As at 31 March 2017			
Derivative financial liabilities	-	225,051	-
	-	225,051	-
	Level 1 \$'	Level 2 \$'	Level 3 \$'
As at 31 March 2016			
Derivative financial liabilities	-	307,096	-
	-	307,096	-

There were no transfers between levels 1 and 2 during 2017 or 2016.

Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments;
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves;

Assets and liabilities not carried at fair value but for which fair value is disclosed

The carrying values of the following financial instruments are a reasonable approximation of fair value because, for example, they are short-term in nature or re-price to current market rates frequently: cash and cash equivalents, due from other financial institutions, other financial assets, due to other financial institutions and other financial liabilities. As at 31 March 2017 the approximate fair value of borrowings held by the entity is \$5,100,000 (Level 2) (2016; \$5,100,000)

3 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience as adjusted for current market conditions and other factors.

Management makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates, assumptions and management judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below:

(a) Investment property

The fair value of the investment property is determined by using valuation techniques. Further detail of the judgements and assumptions made, see Note 4.

4 Investment property

	2017 \$'	2016 \$'
Fair value hierarchy	Level 3	Level 3
Fair value at 1 April	12,000,000	11,600,000
Net gain from fair value adjustments	300,000	400,000
Fair value at 31 March	<u>12,300,000</u>	<u>12,000,000</u>

The Company's policy is to recognise transfers into and out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

Valuation process

The Company's investment property was revalued at 31 March 2017 by Colliers International, an independent professionally qualified valuer who holds a recognised relevant professional qualification and has recent experience in the locations and categories of the investment property valued. The investment property's current use equates to the highest and best use.

At each financial year end the Company:

- verifies all major inputs to the independent valuation report;
- assesses property valuation movements when compared to the prior year valuation report;
- holds discussions with the independent valuer.

Information about fair value measures using significant unobservable inputs (Level3):

The key assumptions used in the valuation of the investment property are:

	2017 %	2016 %
Occupancy	97.50	97.50
Discount rate	9.75	10.00
Rental growth rates	2.54	2.60
Terminal capitalisation rate	8.75	8.75
Capitalisation rate	8.13	8.25
Sensitivity	0.25	-

The following demonstrates the sensitivity to the Company's profit, equity and fair value of the investment property resulting from a change in the capitalisation rate and a change in the discount rate.

	2017	2017	2016	2016
	-0.125 %	0.125 %	-0.125 %	0.125 %
Change in capitalisation rate	193,515	(187,651)	189,111	(183,466)
	-0.250 %	0.250 %	-0.250 %	0.250 %
Change in discount rate	203,014	(198,542)	199,145	(194,766)

There are inter-relationships between unobservable inputs. Expected vacancy rates may impact the yield with higher vacancy rates resulting in higher yields. The lower the capitalisation rate, the higher the fair value. The lower the discount rate, the higher the fair value.

4 Investment property (continued)

Valuation techniques underlying managements estimation of fair value

The fair value of the investment property at 31 March 2017 of \$12,300,000 (2016: \$12,000,000) agrees to the valuation reported by the external valuer. The valuation was determined using both the capitalisation of passing income and discounted cashflow projections based on significant unobservable inputs. These inputs include:

Future rental cash inflows - based on the actual location, type and quality of the property and supported by the terms of existing leases and external evidence such as current market rents for similar properties;

Discount rate - reflecting current market assessments of the uncertainty in the amount and timing of cash flows;

Estimated occupancy rates - includes necessary investments to maintain functionality of the property for its expected useful life;

Capital expenditure - includes necessary investments to maintain functionality of the property for its expected useful life;

Capitalisation rates - based on actual location, size and quality of the property and taking into account market data at the valuation date;

Terminal value - taking into account assumptions regarding capital expenditure, occupancy rates and market rents;

There were no changes to the valuation techniques during the year.

5 Income tax

	2017 \$'	2016 \$'
Current tax	171,730	168,690
Deferred tax	<u>22,722</u>	<u>(83,440)</u>
Total	<u>194,452</u>	<u>85,250</u>

The deferred tax asset relates to temporary differences arising from doubtful debts and fair value loss on derivatives.

Profit before income tax	<u>993,633</u>	<u>865,088</u>
Tax calculated at domestic tax rate (28%)	<u>278,217</u>	<u>242,225</u>
Tax effect of:		
- Income not subject to tax:		
• Fair value adjustment of investment property	(83,765)	(112,000)
• Fair value adjustment of financial instruments	-	41,026
• Prior year over-estimate of tax	<u>-</u>	<u>(86,000)</u>
Income tax expenses	<u>194,452</u>	<u>85,251</u>

(a) Imputation credits

Imputation credits available for subsequent reporting periods based on a tax rate of 28% 159,969 153,235
The above amounts represent the balance of the imputation account as at the end of the reporting period, adjusted for:

- Imputation credits that will arise from the payment of the amount of the provision for income tax;
- Imputation debits that will arise from the payment of dividends recognised as a liability at the reporting date; and
- Imputation credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

6 Expenses

Audit fee of \$16,000 (GST exclusive) (2016: \$16,500) is included in operating and administration costs.

7 Trade and other receivables

	2017 \$'	2016 \$'
Rent receivables from leases	-	(758)
Trade debtors	23,205	12,437
Provision for doubtful debts	(7,581)	(6,692)
Interest receivable	-	6,201
Prepaid insurance	6,393	12,838
	<u>22,017</u>	<u>24,026</u>

The estimated fair values of receivables approximate their carrying amounts

8 Share capital

	Number of Shares	Offer Shares	Subordinated Shares	Total shares (excl transaction costs)
As at 31 March 2016 and 2017	<u>5,750,000</u>	<u>4,625,000</u>	<u>1,125,000</u>	<u>5,750,000</u>

The total authorised number of ordinary shares is 5,750,000 with a par value of \$1 per share. All issued shares are fully paid. Share issue costs were \$250,000 and have been deducted from share capital.

The Subordinated Shares are ordinary shares of the Company and rank equally with the Offer Shares other than in the event of a liquidation of the Company, in which case they will rank behind the Offer Shares for payment of their issue price. That is, the Offer Shares will rank in priority to the Subordinated Shares for payment of their issue price of \$1.00 each on the liquidation of the Company.

If the issue price of the Offer Shares and the Subordinated Shares is paid in full, the surplus funds would be distributed amongst the holders of the Offer Shares and the Subordinated Shares in proportion to their respective shareholdings, with the Offer Shares and the Subordinated Shares ranking equally with each other in respect of such distribution.

The Subordinated Shares may only be sold, transferred or otherwise disposed of with the prior written approval of the independent directors of the Board or with approval by ordinary resolution of the holders of the Offer Shares (unless a partial or full offer is made by a third party under the Takeovers Code for shares in the Company).

9 Borrowings

The Company has entered into a loan of \$5,100,000 with ANZ for a term of three years expiring in February 2019. There is also a \$100,000 overdraft facility that has not been drawn on. The loan is on an interest-only basis. The approximate fair value of this borrowing is \$5,100,000.

The loan is secured by a first ranking charge over the Property and a first ranking general security agreement over the Company.

The company has given the following key undertakings under the loan facility provided by ANZ:

- If at any time ANZ determines that the amount of the Bank Facility exceeds 50% of the value of its security, it may require the Company to reduce the loan amount, or provide such additional security acceptable to ANZ, to ensure that this ratio is no longer exceeded;
- net rentals from the Property must not fall below 2.00 times the amount of annual interest payable under the bank facility;

9 Borrowings (continued)

- the Property must be insured in accordance with good commercial practice including 24 months of business interruption insurance; and
- an updated valuation of the Property must be provided to ANZ every two years, with the first such valuation due February 2018.

The Company has complied with The Loan Value Ratio, Interest Leverage Ratio and Valuation covenants and has received dispensation or an 18 month business interruption insurance policy. (2016: no breaches).

10 Trade and other payables

	2017 \$'	2016 \$'
<i>Financial liabilities</i>		
Trade payables	30,952	41,034
Audit accrual	15,123	16,500
Interest accrual	20,913	22,085
Other accruals	26,147	8,777
Other payables	<u>10,701</u>	<u>44,208</u>
	103,836	132,604
<i>Non-financial liabilities</i>		
Income received in advance	10,805	6,981
GST	<u>(706)</u>	<u>(4,318)</u>
Total trade and other payables	<u>113,935</u>	<u>135,267</u>

The estimated fair values of the above financial liabilities are the discounted amounts of the estimated future cash flows expected to be paid and approximate their carrying amounts.

11 Finance income and expenses

Interest expense is charged at an effective interest rate of 5.41% p.a. on ANZ borrowings of \$5,100,000 (2016: 5.43%).

12 Contractual lease revenue

The future aggregate minimum lease receipts under non-cancellable operating leases are as follows:

	2017 \$'	2016 \$'
No later than 1 year	<u>1,058,340</u>	<u>1,065,881</u>
	<u>1,058,340</u>	<u>1,065,881</u>

Lease terms are set at 12 months.

13 Dividends per share

Total dividends paid out in 2017 were \$393,376 (or \$0.0684 per share) (2016: \$381,147 or \$0.0663 per share).

14 Contingencies and commitments

Under the original sale and purchase agreement, in the event that the investment property is sold, the Company would have to pay the original vendor from whom the Company purchased the investment property the first (up to) \$500,000 of any sale proceeds received by the Company over and above \$10,500,000.

15 Related party transactions

Ian Cassels, a non-remunerated director of the Company and key management personnel, is also a shareholder and director of the entities listed in the table below outlining related party transactions during the year. The table also shows the type of transaction together with the transaction value and balance at year end:

Name of related party and nature	Transaction		Year-end	
	2017 \$'	2016 \$'	2017 \$'	2016 \$'
The Wellington Company Limited				
• Legal Fees paid on behalf of The Wellington Company Limited	-	1,293	-	1,293
• Rates payment made on behalf of TWC Quantum Apartments	8,464	24,796	(8,464)	(27,315)
• Electricity rebates owed to The Wellington Company Limited	1,632	18,186	(1,632)	(18,186)
The Wellington Company Asset Management Limited				
• Building and emergency lighting inspections	3,209	2,846	-	259
• Facilities management fee payable to The Wellington Company Asset Management Limited.	15,000	15,000	(15,000)	(15,000)
Neil Bramley				
• Directors Expenses	2,465	5,465	2,465	2,465

The Wellington Company Asset Management Limited has sub-contracted the property, leasing and tenancy management obligations under the Management Agreement to Te Aro Tenancies Limited. Te Aro Tenancies is owned and operated by Alex Cassels, the son of Ian Cassels. The following transactions took place with Te Aro Tenancies during the year:

Name of related party	Arrangement	Transaction		Year-end	
		2017 \$'	2016 \$'	2017 \$'	2016 \$'
Te Aro Tenancies Limited	Buildings and repairs paid to Te Aro Tenancies Limited	67,722	43,684	-	(3,586)
Te Aro Tenancies Limited	Management fee paid to Te Aro Tenancies Limited	27,000	27,000	-	(2,342)
Te Aro Tenancies Limited	Leasing management fee paid to Te Aro Tenancies Limited	74,798	75,316	-	(5,684)
Te Aro Tenancies Limited	On-charge of building services and repairs	1,253	-	-	-

16 Events after the date of the statement of financial position

The Company declared a dividend on 20 April 2017 of \$98,308.

There were no other material events after the date of the statement of financial position that have a bearing on the understanding of these financial statements.

17 Reconciliation of net profit with net cash flow from operating activities

	2017 \$'	2016 \$'
Net profit	799,181	779,838
Add back:		
Deferred tax	22,728	(83,440)
Fair value gains on investment property	(300,000)	(400,000)
Change in fair value of financial instruments	(82,045)	146,520
Movement in working capital items:		
Decrease (increase) in trade and other receivables	2,009	12,010
Increase (decrease) in trade and other payables	(21,331)	35,964
Increase (decrease) in tax payable	<u>17,457</u>	<u>(28,910)</u>
Net cash flow received from operating activities	<u>437,999</u>	<u>461,982</u>

18 Derivative financial instruments

The Company does not apply hedge accounting in accordance to NZ IAS 39. Nevertheless, interest rate swap contracts are part of economic hedge relationships. Interest rate swaps are used to fix the interest payments of variable debt instruments.

The Company entered into an interest rate swap contract on 10 February 2014 for a notional principal amount of \$2,750,000 and a maturity date of 1 December 2017. The Company entered into another interest rate swap contract on 7 April 2014, effective from 1 December 2017, for a notional principal amount of \$2,750,000 and a maturity date of 2 December 2019. At 31 March 2017 the fair value loss on both interest rate swaps was \$225,051 (2016 loss of \$307,096).