MIDLANDS MORTGAGE TRUST

GROUP INVESTMENT FUND

FINANCIAL ACCOUNTS

FOR THE YEAR ENDED

31 MARCH 2019

MIDLANDS

MORTGAGE TRUST

Midlands Mortgage Trust Group Investment Fund
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Midlands Mortgage Trust Group Investment Fund

Business Directory

Nature of Business	Midlands Mortgage Trust is a Group Investment Fund which aims to provide a competitive return to its stakeholders by investing in first ranking mortgage securities over New Zealand land and buildings.
Registered office of Fund Manager	Fund Managers Central Limited 120 Karamu Road PO Box 609 Hastings 4156
Directors of the Manager	Peter James Ellis (Chairman) John Baird Campbell Steven Wyn-Harris Graham Hunter Throp Kenneth Alan Horner Peter James Hutchison (resigned 15/10/18) Dinah Mary Clifford Kennedy
Supervisor	Trustees Executors Limited Level 5 10 Customhouse Quay Wellington
Auditor	Baker Tilly Staples Rodway Audit Limited PO Box 46 Hastings 4156
Accountant	Moore Stephens Markhams Hawkes Bay PO Box 40 Hastings 4156
Bankers	ANZ Bank NZ Limited
Solicitors to the Supervisor	D L A Piper 50-64 Customhouse Quay Wellington
Solicitors to the Manager	Anthony Harper Lawyers Level 8, Chorus House 66 Wyndham Street Auckland

Statement of Comprehensive Income

For the year ended 31 March 2019

	Note	2019 $	2018 $
Interest Revenue	4	3,602,827	2,842,179
Bad Debts Recovered	6	12,500	6,250
Total Income		**3,615,327**	**2,848,429**
Administrative Expenses	5	45,937	81,724
Audit and Assurance Fees	5	69,102	34,317
Movement in Provision for Loan Impairment	6	110,000	99,404
Management Fees	3	836,288	683,053
Supervisor Fees	3	81,123	66,334
Total Expenditure		**1,142,451**	**964,832**
Surplus Before Tax		**2,472,876**	**1,883,597**
Tax Expense/(Credit)	8	34,061	-
Surplus After Tax		**2,438,815**	**1,883,597**
Other Comprehensive Income		-	-
Total Comprehensive Income		**2,438,815**	**1,883,597**

This statement should be read in conjunction with the notes to the financial statements.

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Statement of Changes in Equity

For the year ended 31 March 2019

	Unitholder Funds $	Accumulated Funds $	Total Equity $
Balance at 1 April 2017	39,595,356	(3,629,143)	35,966,213
Unitholder Funds Invested	10,044,358	-	10,044,358
Unitholder Funds Withdrawn	(3,610,900)	-	(3,610,900)
Net Surplus/Total Comprehensive Income	-	1,883,597	1,883,597
Distributions	-	(1,915,378)	(1,915,378)
Balance at 31 March 2018	46,028,814	(3,660,924)	42,367,890
Distribution per unit = 4.59c			
Balance at 1 April 2018	46,028,814	(3,660,924)	42,367,890
Unitholder Funds Invested	17,451,362	-	17,451,362
Unitholder Funds Withdrawn	(7,553,462)	-	(7,553,462)
Net Surplus/Total Comprehensive Income	-	2,438,815	2,438,815
Distributions	-	(2,469,604)	(2,469,604)
Balance at 31 March 2019	55,926,714	(3,691,713)	52,235,001
Distribution per unit = 4.91c			

This statement should be read in conjunction with the notes to the financial statements.

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Statement of Financial Position

As at 31 March 2019

	Note	2019 $	2018 $
ASSETS			
Cash and Cash Equivalents		3,031,441	1,630,806
Short-Term Bank Deposits	9	7,864,744	2,422,386
Advances on Mortgage	7	41,528,866	38,441,222
Deferred Tax Assets	8	-	34,061
TOTAL ASSETS		**52,425,051**	**42,528,475**
LIABILITIES			
Trade and other payables	10	170,723	139,452
Intercompany payables		19,326	21,133
TOTAL LIABILITIES		**190,050**	**160,585**
NET ASSETS		**52,235,001**	**42,367,890**
EQUITY			
Unitholders' Funds	11	55,926,714	46,028,814
Accumulated Funds	12	(3,691,713)	(3,660,924)
TOTAL EQUITY		**52,235,001**	**42,367,890**

Signed for and on behalf of the Manager, Fund Managers Central Limited

Director

Date: 29/07/2019

Director

Date: 29/07/2019

This statement should be read in conjunction with the notes to the financial statements.

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Statement of Cash Flows

As at 31 March 2019

	Note	2019 $	2018 $
Cashflows From Operating Activities			
Cash was provided from:			
Bad Debts Recovered		12,500	6,250
Interest Received		3,468,954	2,774,073
		3,481,454	2,780,323
Cash was applied to:			
Payments to Suppliers		(1,002,987)	(814,163)
		(1,002,987)	(814,163)
Net Cash From Operating Activities Before Changes In Operating Assets		2,478,467	1,966,160
Net cash was applied to:			
Short Term Bank Deposit Investments		(5,400,000)	191,926
Mortgage Advances		(3,081,516)	(8,067,391)
Net Cash Inflow/(Outflow) From Operating Activities	13	(6,003,049)	(5,909,305)
Cashflows From Financing Activities			
Cash was provided from:			
Unitholder Funds Invested		17,451,362	10,044,358
Cash was applied to:			
Unitholder Funds Withdrawals		(7,553,468)	(3,610,900)
Distributions to Unitholders		(1,894,408)	(1,915,378)
Net Cash Inflow/(Outflow) From Financing Activities		8,003,486	4,518,080
Net Increase/(Decrease) in Cash and Cash Equivalents held		2,000,437	(1,391,225)
Plus Opening Cash and Cash Equivalents		1,031,004	3,022,031
Closing Cash and Cash Equivalents		3,031,441	1,630,806

This statement should be read in conjunction with the notes to the financial statements.

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2019

1. REPORTING ENTITY

Midlands Mortgage Trust Group Investment Fund (the Fund) is a group investment fund which was formed on October 1, 2004 and commenced operation on November 1, 2004. It is incorporated in New Zealand under the Trustee Companies Act 1967 and domiciled in New Zealand. The principal place of business is 120 Karamu Road North, Hastings.

The Fund is an issuer for the purposes of the Financial Markets Conduct Act 2013. The financial statements have been prepared in accordance with the requirements of the Financial Markets Conduct Act 2013.

The financial statements of the Fund, as an individual entity, have been prepared by the Manager (Fund Managers Central Limited) on behalf of the Supervisor (Trustees Executors Limited) in accordance with the Financial Markets Conduct Act 2013, the Trustee Companies Act 1967 and the provisions of the Trust Deed.

The principal activity of the Fund is to facilitate collective investment secured by registered first mortgages over land.

2. BASIS OF PREPARATION

Statement of Compliance

These financial statements comply with generally accepted accounting practice in New Zealand ("NZ GAAP"). For the purposes of complying with NZ GAAP, the Fund is a for-profit entity. The financial statements comply with New Zealand equivalents to International Financial Reporting Standards ("NZ IFRS") and International Financial Reporting Standards ("IFRS").

Measurement Basis

These financial statements have been prepared under the historical cost convention, unless modified by the revaluation of certain assets and liabilities as identified in specific accounting

Presentation Basis

Assets and liabilities are presented in the Statement of Financial Position in liquidity order. With the exception of Advances on Mortgages and Deferred Tax, all assets and liabilities are current.

Functional and Presentation Currency

The financial statements are presented in New Zealand dollars which is the functional currency of the Fund. All values are rounded to the nearest dollar, unless otherwise stated.

Critical Accounting Estimates and Judgements

The preparation of the financial statements requires the use of management estimates and judgements that affect reported amounts and the application of policies. The estimates and underlying assumptions are based on historical experience and various other factors that are believed to be reasonable.

Accounting policies requiring estimates and judgements subject to significant uncertainty relate to the determination of impairment provisions (refer note 6) and the probability of recovery of Deferred Tax assets (refer note 8).

Comparatives

Where applicable, certain comparatives have been restated to comply with the accounting presentation adopted in the current year.

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2019

2. BASIS OF PREPARATION CONT.

Changes in Accounting Policies

The Fund has applied NZ IFRS 9 *Financial Instruments* for the first time in the current period. In accordance with the transitional provisions of NZIFRS 9 comparative figures have not been restated. (Refer note 20 for details on the impact of the change in accounting policy).

There has been no other significant changes in accounting policies in the 2019 financial year.

NZ IFRS issued but not yet effective.

NZIFRS 16 *Leases* has been issued and will be effective for the 31 March 2020 year but will have no effect on the Fund as it is not party to any lease contracts.

3. RELATED PARTY TRANSACTIONS

The related parties are Trustees Executors Limited (related by virtue of having influence over the Fund in its role as Supervisor), who provide Supervisor services to the Fund, Fund Managers Central Limited (related by virtue of having significant influence over the Fund in its role as Manager), who provide management services to the Fund and the Directors and senior management of Fund Managers Central Limited and their close family members. Transactions during the period under review in regard to parties directly related to the Fund:

Transactions with related parties:		**2019**		**2018**
Supervisor Fees To Trustees Executors Ltd	$	81,123	$	66,334
Management Fees to Fund Managers Central Ltd	$	836,288	$	683,053
Fund Managers Central Ltd Directors' & Officers' net (withdrawals)/investments of unitholders'		381,531 Units		668,707 Units
Advances on mortgage purchased from an entity in which Peter Hutchison is a director		689,231		
Balances of related parties as at 31 March:		**2019**		**2018**
Fund Managers Central Ltd Directors' & Officers' Investments of unitholders' funds		3,017,093 Units		1,537,380 Units
Balances owed to Fund Managers Central Ltd	$	19,326	$	21,133

Related party investments and balances are on normal commercial terms. The balances are unsecured and the Fund has given no guarantees to related parties. Management fees are payable on demand and management and Supervisor fees are expected to be paid within one month of being invoiced. The management fee charge during the period was 1.75% (2018; 1.75%) per annum of unitholders funds at the prevailing unit price. The Manager is entitled to on-charge certain loan management costs at its discretion but does not on charge all allowable costs. The Supervisor fee charge during the period was 0.15% (2018: 0.15%) of the value of the Fund for the year. Investments are redeemable within 90 days of notification of withdrawal.

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Midlands Mortgage Trust Group Investment Fund

Notes to the financial statements
For the year ended 31 March 2019

4. REVENUE

Interest income is recognised on a time-proportion basis using the effective interest method.

	2019 $	2018 $
Interest Revenue - Advances on Mortgage	3,410,162	2,714,448
Interest Revenue - Bank Deposits	192,665	127,731
	3,602,827	2,842,179

5. EXPENSES

All expenses are recognised in profit or loss on an accrual basis.

Administrative Expenses	2019 $	2018 $
Accountancy Fee	7,711	21,821
Finance Expenses	1,893	1,563
Legal & Professional	1,768	27,510
Other Administrative Expenses	19,440	18,330
Service Fee	15,125	12,500
Total Administrative Expenses	45,937	81,724

Audit & Assurance Fees	2019 $	2018 $
Audit of Financial Statements (Baker Tilly Staples Rodway)	41,634	31,787
Other Assurance Services (Baker Tilly Staples Rodway)	4,741	2,530
Other services (Baker Tilly Staples Rodway)	690	-
	47,065	34,317
Other		
Custodian controls assurance (PWC)	22,037	-
Total Audit & Assurance Fees	69,102	34,317

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6. IMPAIRMENT OF FINANCIAL ASSETS

The Funds seeks to provide credit across its core customer base that is retail, agribusiness and the commercial and business sector, in the form of first mortgages. The Funds only offers credit to customers who meet the lending criteria of the Fund. A crucial part of the lending assessment is that the client exhibits the intent, willingness and ability to repay. The Fund manages its credit exposures by maintaining an awareness of the prevailing economic conditions, monitoring repayment requirements and communicating closely with borrowers when necessary taking into account its obligations under the Credit Contracts and Consumer Finance Act and the Responsible Lending code.

Application of NZ IFRS 9 has resulted in changes in the Fund's impairment methodology. A provision for impairment is measured based on the standard's expected credit loss (ECL) model, as opposed to an incurred credit loss model under NZ IAS 39. The Fund applies a three-stage model in accordance with NZ IFRS 9 to measure the expected credit losses associated with its financial assets (advances on mortgage, short term deposits and cash & cash equivalents) by assessing the changes in credit quality of those financial assets since initial recognition.

Three-stage model is as follows:

- Stage 1 (12 month ECL): applies to all items resulting from possible default events within 12 months after reporting date.
- Stage 2 (Lifetime ECL): represents the ECL that results from all possible default events over the expected life of a financial instrument. If a financial instrument experiences a significant increase in credit risk since initial recognition then is moved to Stage 2 but is not yet deemed to be credit-impaired
- Stage 3 (Lifetime ECL):.when objective evidence of credit-impairment emerges with one or more events that have a detrimental impact on the estimated future cash flows of the financial assets then the asset is considered credit impaired and moved to Stage 3.

A significant change in the credit quality of a financial asset results in movements between the three stages. Financial assets which are known to be uncollectible are written off as an expense in the profit or loss. These are only written off after all the necessary procedures have been completed and the amount of the loss has been determined.

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 (such as an improvement in the borrowers credit rating), the previously recognised impairment loss is reversed by adjusting the allowance amount, with the reversal being recognised in the profit or loss.

For stage 2 and 3 financial instruments, the interest revenue is recognised using the effective interest rate on the gross carrying amount. For stage 3 financial instruments, the interest revenue is recognised using the effective interest rate on the net carrying amount (gross carrying amount less provision).

The Fund considers the probability of default upon initial recognition of an asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Fund compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.
The following indicators are incorporated in the review of credit risk:

- actual significant adverse changes in any conditions that are expected to cause a significant change in a borrower's ability to meet its obligations
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements
- significant changes in the expected performance and behaviour of a borrower, including changes in the payment status of borrowers and changes in the operating results of borrowers.

Credit risk is managed through the use of licensed brokers, structured approval processes considering the character, capacity, capability, collateral and condition applicable to the borrower; validation of this information; hindsight reviews; and portfolio and exposure performance management.

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6. IMPAIRMENT OF FINANCIAL ASSETS CONT.

Credit risk governance is managed through a delegation framework from the Board to the Loans Committee. Regular weekly meetings are undertaken and reports from the management are provided to the Loans Committee to ensure that risks arising from credit activities are within parameters set by the Board and agreed with the supervisor and meet the terms of the offer documents. The loans are also risk graded at initiation

The Fund manager employs a range of policies and practices to mitigate credit risk. The most common of these is accepting collateral for funds advanced. The Fund manager has internal policies on the acceptability of specific classes of collateral or credit risk mitigation.
The Fund's policies regarding obtaining collateral have not significantly changed during the reporting period and there has been no significant change in the overall quality of the collateral held by the Fund since the prior period.

A significant increase in credit risk is considered to have occurred when the borrower meets one or more of the following criteria:

- direct debit cancellation or dishonour
- extension of the terms initially granted
- arrears of repayments in excess of 30 days within the last 12 months
- significant adverse changes in business or economic conditions in which the borrower operates.

The Fund measures expected credit loss (ECL) for collectively assessed stage 1 & 2 advances by estimating the probability of default (PD), likely loss given default (LGD), and the exposure at default (ED). The following indicators are incorporated in the calculation of PD and LGD:

- actual or expected significant changes in the financial circumstances of the borrower
- significant changes in the value of the collateral supporting the loan obligation
- significant adverse changes in business or economic conditions
- historical loss experience over the past 10 years
- geographical location of the properties
- the length of life of the loan

The Fund considers the underlying value of securities and credit assessments on borrowers while assessing the lifetime expected credit loss. Where loans or receivables have been written off, the Fund continues to engage in enforcement activity to attempt to recover the receivable due where appropriate. Where recoveries are made, these are recognised in profit or loss.

The Fund uses three categories for loans which reflect their credit risk and how the loan loss provision is determined for each of those categories. A summary of the assumptions underpinning the Fund's expected credit loss model is as follows.

Category	Key assumptions	Basis for recognition of expected credit loss provision
Stage 1	Loans from borrowers with a low risk of default and a strong capacity to meet contractual cash flows.	12 month expected losses. Where the expected lifetime of an asset is less than 12 months, expected losses are measured at its expected lifetime.
Stage 2	Loans for which there is a significant increase in credit risk which is presumed if interest and/or principal repayments are 30 days	Lifetime expected losses.

6. IMPAIRMENT OF FINANCIAL ASSETS CONT.

Category	Key assumptions	Basis for recognition of expected credit loss provision
Stage 3	Loans which are deemed credit impaired with any of the following characteristics - they are over 90 days past due in making a contractual payment and, - there is objective evidence of events that indicate the borrower is in significant financial difficulty - the borrower is insolvent - the borrower is in breach of financial covenants - concessions have been made by the Fund - becoming probable that the borrower will enter bankruptcy and - the Fund has exhausted all options to rehabilitate a mortgage debt and/or expects to incur a loss.	Lifetime expected losses along with impaired assets being specifically provided for on an individual basis.
Write-off	Loans are written off when there is no reasonable expectation of recovery.	Loan less any related provision is written off.

Over the term of the loans, the Fund accounts for its credit risk by appropriately providing for expected credit losses on a timely basis. In calculating the expected credit loss rates, the Fund considers historical loss rates for each category of customers and adjusts for forward looking macro economic data. The Fund provides for credit losses against loans to customers as follows:

As at 31 March 2019	Stage 1 12 month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	Specific Loans Stage 3 Lifetime ECL	Total
Advances on mortgages (gross)	35,807,173	2,607,499	-	3,020,487	41,435,159
Advances on mortgages (net of provision)	35,599,491	2,575,181	-	3,020,487	41,195,159
Expected credit loss rate	0.58%	1.24%	0.00%	0.00%	0.00%
Cash and Cash Equivalent	3,031,441	-	-	-	3,031,441
Short-term Deposits	7,864,744	-	-	-	7,864,744
Expected credit loss rate	0.00%	0.00%	0.00%	0.00%	0.00%

6. IMPAIRMENT OF FINANCIAL ASSETS CONT.

No significant changes to estimation techniques or assumptions were made during the reporting period. The loss allowance for loans to customers as at 31 March 2019 reconciles to the opening loss allowance for that provision as follows:

	Collective Provision	Stage 1	Stage 2	Stage 3	Total
Closing loss allowance as at 31 March 2018 (calculated under IAS 39)	180,000	-	-	69,402	249,402
Amounts restated for adoption of NZ IFRS 9	(180,000)	180,000	-	69,402	249,402
Opening loss allowance as at 1 April 2018 (calculated under IFRS 9)	-	180,000	-	69,402	249,402
Individual financial assets transferred to Stage 1 (12 month ECL)	-	60,000	-	-	60,000
Individual financial assets transferred to Stage 2 (lifetime ECL)	-	-	-	-	-
Individual financial assets transferred to Stage 3 (credit-impaired financial assets)	-	-	-	-	-
Charged/(credited) to profit or loss	-	-	-	-	-
Write-offs	-	-	-	(69,402)	(69,402)
Recovery	-	-	-	-	-
Closing loss allowance as at 31 March 2019 (calculated under IFRS 9)	**-**	**240,000**	**-**	**-**	**240,000**

As at 31 March 2019	Residential	Commercial	Rural	Total
Neither past due or impaired	21,928,934	11,699,609	6,577,116	**40,205,659**
Past due assets not impaired:				
less than 30 days	1,229,500	-	-	**1,229,500**
30 to 59 days	-	-	-	**-**
60 to 89 days	-	-	-	**-**
90 days and over	-	-	-	**-**
Balance of past due but not impaired assets at the end of the year	**1,229,500**	**-**	**-**	**1,229,500**
Movements in individually impaired assets:				
Balance at the beginning of period	-	582,000	-	**582,000**
Additions	-	-	-	**-**
Amounts written off / loans closed	-	(582,000)	-	**(582,000)**
Balance of impaired assets at the end of the year	**-**	**-**	**-**	**-**
Total gross advances on mortgages				**41,435,159**

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6. IMPAIRMENT OF FINANCIAL ASSETS CONT.

Movement in balances of credit impairment allowances
As at 31 March 2019

	Collective	Individual	Total
Balance at beginning of period	180,000	69,402	249,402
Add: new provisions	60,000		60,000
Current year amounts written off		(69,402)	(69,402)
Reversal of previously recognised			
Provision balance at end of period	**240,000.00**	**-**	**240,000.00**

Impairment losses recognised in profit or loss	**2019**
Individual impairment expenses	119,402
Movement in provision	(9,402)
Total advances on mortgages	110,000

Credit Quality - Ageing Analysis

March 2018

Residential	**LVR ≤ 75%**	**LVR > 75%**	**Total**
Commercial	**LVR ≤ 66.67%**	**LVR > 66.67%**	
Rural	**LVR ≤ 60%**	**LVR > 60%**	
	$	**$**	**$**
Fully Compliant Loan Principal	32,966,393	3,470,853	36,437,246
Renegotiated Loan Principal	-	-	-
Past Due but not Impaired Principal			-
0-89 Days	1,406,800	-	1,406,800
90 Days - 6 Months	-	-	-
6 - 12 Months	-	-	-
Over 12 Months	-	-	-
Impaired Loan Principal	582,000	-	582,000
	34,955,193	3,470,853	38,426,046
Accrued Interest Unimpaired Loans			264,578
Accrued Interest Impaired Loans			-
			38,690,624
Less:			
Net Provision for Impairment			(249,402)
			38,441,222

	Gross Loans	March 2018 Provisions	Carrying Value
	$	**$**	**$**
Opening Balance	-	-	-
New/Increased Impaired Loans	582,000	69,402	512,598
Repayments/impairment Reduction	-	-	-
Written Off	-	-	-
Net Movement	582,000	69,402	512,598
Closing Balance	**582,000**	**69,402**	**512,598**

6. IMPAIRMENT OF FINANCIAL ASSETS CONT.

Uncertainty Factors
Volatility in property market prices and realisation costs could materially affect potential recoveries of overdue loans and the time taken to realise securities.

The critical estimates in determining specific loan impairment provisions involve estimating the amounts and timing of future cash flows for security realisations. Amounts are based on valuations or agents' estimates of security properties or recent realisations of similar properties. Timing of future cash flows is based on historical sales patterns or expected activity based on recent interest. The actual cashflows could range from full collection of all gross impaired loans and interest through to not receiving any cashflows.

The collective provision is assessed on all loans that are not individually impaired.

7. ADVANCES ON MORTGAGE

Financial Assets

(i) Classification
The Fund classifies its financial assets as amortised cost. The classification is based on the Fund's business model for managing the financial assets. Management determines the classification at initial recognition and re-evaluates this designation at every reporting date.

(ii) Initial Recognition and Derecognition
Financial assets are initially measured at fair value plus or minus transactions costs. A financial asset is recognised only when the Fund becomes a party to the contractual provisions of the financial asset. Purchases and sales of financial assets are recognised on settlement date – the date on which the Fund receives the asset.
Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the Fund has transferred substantially all the contractual rights to receive the cashflows of the financial asset.

(iii) Subsequent Measurement
Financial assets at amortised cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Fund provides money directly to a debtor with no intention of selling the receivable.

Subsequent to initial recognition they are stated at amortised cost using the effective interest rate method less accumulated impairment losses. Cash and Cash Equivalents, Short Term Bank Deposits and Advances on Mortgage listed in the Fund's statement of financial position are classified as financial assets at amortised cost.

Analyses of Advances on Mortgage
(gross principal balances)

	2019 $	2018 $
(i) Security Property Classification		
Residential		
Owner Occupied	13,569,340	12,976,551
Development	936,000	1,282,424
Property for Sale	-	198,750
Rental	8,653,094	5,577,870
Commercial		
Accommodation	390,000	390,000
Industrial	3,795,389	1,927,325
Office/Retail	5,081,220	4,940,220
Other	2,433,000	3,313,000
Rural		
Farming/Horticulture	1,046,910	1,046,910
Other	5,530,206	6,772,996
Total	41,435,159	38,426,04

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7. ADVANCES CONT.

(ii) Geographic Region

Auckland	7,135,395	7,900,035
Hawke's Bay	11,713,943	10,259,093
Wellington/Kapiti	5,117,545	2,900,633
Wairarapa	956,920	2,637,670
Taranaki/Manawatu	2,596,000	3,244,800
Canterbury	5,953,040	3,568,000
Other	7,962,316	7,915,815
Total	41,435,159	38,426,046

(iii) Maturity

The split of Advances on Mortgages between current and non-current is detailed as below.

Current	17,778,051	19,889,507
Non-Current	23,657,108	18,536,539
Total	41,435,159	38,426,046

(iv) Reconciliation of Gross Advances to Carrying Value

Loan Principal	41,435,159	38,426,046
Accrued Interest	333,707	264,578
Net Impairment Loss	(240,000)	(249,402)
Total	41,528,866	38,441,222

Credit Quality - Concentration

Lending policy prohibits advances to individuals, entities or related groups in excess of 5% of unitholders funds. There is no exposure to a single counterparty with loan principal values above this threshold. (March 2018: None.)

Credit Quality – Loan to Security Value

All advances are secured by first registered mortgage at the inception of the loan in accordance with the lending policy outlined in note 14. It is impracticable to provide a current valuation of the collateral security held against the loans in all instances because this information is normally only updated at the time of review and because of the complexity and potential volatility of the security values. A breakdown of the current loan to security value ratio, including where new valuations have been undertaken, is as follows.

March 2019

Residential	**LVR ≤ 75%**	**LVR > 75%**	**Total**
Commercial	**LVR ≤ 66.67%**	**LVR > 66.67%**	
Rural	**LVR ≤ 60%**	**LVR > 60%**	
	$	**$**	**$**
Residential	23,158,434	-	23,158,434
Commercial	9,180,282	2,519,327	11,699,609
Rural	6,577,116	-	6,577,116
	38,915,832	2,519,327	41,435,159

March 2018

Residential	**LVR ≤ 75%**	**LVR > 75%**	**Total**
Commercial	**LVR ≤ 66.67%**	**LVR > 66.67%**	
Rural	**LVR ≤ 60%**	**LVR > 60%**	
	$	**$**	**$**
Residential	20,035,595	-	20,035,595
Commercial	7,543,917	3,026,628	10,570,545
Rural	7,375,682	444,225	7,819,907
	34,955,194	3,470,853	38,426,047

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7. ADVANCES CONT.

Effective Interest Rates
The weighted average effective interest rates on the first mortgage investments as at balance date were as follows: -

	March 2019	March 2018
Residential Mortgages	8.50%	8.42%
Commercial Mortgages	8.38%	7.57%
Rural Mortgages	8.40%	8.38%

8. TAXATION

Income Tax Expense
Income tax on profits for the period comprises current tax, deferred tax and any adjustment for tax payable in previous periods. Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items that are recognised outside profit or loss (whether in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss.

The entity is a widely-held group investment fund and derives Category B income for the purposes of section HR 2(3) of the Income Tax Act 2007.

Usually all income of the Fund will be allocated to unitholders throughout the income year, or is paid and applied within six months of the year end. In these circumstances the Fund will have no liability for income tax. To the extent income is retained by the Fund it will be taxable to the Fund at 28%.

Current Tax
Current tax is the expected tax payable on the income for the period, based on tax rates and tax laws which are enacted or substantively enacted by the reporting date.

Deferred Tax
Deferred tax is provided using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amounts of assets and liabilities, using tax rates enacted or substantively enacted at the balance date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised in the foreseeable future.

Goods and Services Tax
The Fund provides financial services. As such it cannot recover any GST incurred on expenditure. The non-recoverable GST is therefore included in the amounts recognised as expenses, liabilities and assets. There is no GST charged on revenue.

BTSR

8. TAXATION CONT.

	2019 $	2018 $
Current Period Tax		
Surplus/(Deficit) for the period	2,438,815	1,883,597
Distribution to Unitholders	(2,469,604)	(1,915,378)
Temporary Difference Not Recognised:		
Impairment Provision Movement	(9,402)	99,402
Tax Losses Not Recognised/(Utilised)	6,129	(67,621)
Taxable Surplus	(34,061)	-
Tax Expense/(Credit) at 28%	-	-
Effective Tax Rate	28%	28%
Comprising of:		
Current Tax Payable	-	-
Deferred Tax	34,061	-
Total Tax Expense/(Credit)	34,061	-

Deferred Tax

March 2019	**Impairment**	**Total**
Balance as at 1 April 2018	34,061	34,061
Current year movement	(34,061)	-
Balance as at 31 March 2019	-	**34,061**

March 2018	**Impairment**	**Total**
Balance as at 1 April 2017	34,061	34,061
Current year movement	-	-
Balance as at 31 March 2018	**34,061**	**34,061**

The Fund has tax losses to carry forward of $4,196,016 (March 2018: $4,189,886). Management has determined that no deferred tax asset be recognised, as under current distribution policy, there is considered to be low probablity of realising the benefits of tax losses.

9. SHORT-TERM BANK DEPOSITS

Short-Term Bank Deposits with initial maturities greater than 90 days and held for liquidity purposes are separately classified as they do not meet the definition of Cash & Cash Equivalents

	2019 $	2018 $
Short-Term Bank Deposits	7,864,744	2,422,386
Total	7,864,744	2,422,386

Terms range from 180-240 days. The effective interest rates on term deposits held as at 31 March 2019 were in the range of 3.2% - 3.45% with a weighted average of 3.39%.
(March 2018 range of 2.13% - 3.25% with a weighted average of 2.98%).

10. TRADE AND OTHER PAYABLES

These amounts represent unsecured liabilities for goods and services provided to the Fund prior to the end of the financial year which are unpaid. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. As trade and other payables are usually paid within 30 days, they are carried at face value.

	2019	2018
	$	$
Accruals	47,225	37,000
Resident Withholding Tax	123,498	102,452
Total	170,723	139,452

11. UNITHOLDERS' FUNDS

Unitholder funds are classified as equity as they meet the definition of equity in NZ IAS 32 *Financial Instruments: Presentation*, in that they are puttable financial instruments, the unitholders are entitled to receive a pro-rata share of the Fund's net assets on winding up, unitholders' funds are subordinate to all liabilities of the Fund, units have identical features, apart from the contractual obligation for the Fund to redeem the units for cash the units do not include any contractual obligation to deliver cash and the total expected cash flows over the life of the units are substantially based on the profit or loss of the Fund.

	2019	2018
	#	#
Opening Units	46,037,367	39,044,478
Units Issued	18,946,578	10,917,781
Units Redeemed	(8,187,992)	(3,924,891)
Closing Units	56,795,953	46,037,368
Unitholder Funds	$55,926,714	$46,028,814

Each unitholder is entitled to one vote (irrespective of the number of units held) on matters concerning the Fund, but the Manager and Supervisor are not bound to follow the directions of the unitholders. The Manager and Supervisor can be removed by an extraordinary resolution of unitholders.

The assets of the Fund are held in the name of the Supervisor on behalf of the unitholders, in accordance with the Trust Deed. Deposits not in whole dollars are deemed to be advance subscriptions for units. Distributions not paid in cash (i.e. reinvested by members) are deemed to be subscriptions for units and add to the unitholders' unit balance in the Fund. The Trust Deed requires that withdrawals are paid out within 90 days of notification. The Manager generally processes withdrawals in a timely manner. The Trust Deed also provides for the suspension of withdrawals for 90 days or longer in certain circumstances.

The current price of units in the Fund is $0.92 (2018: $0.92). All units issued are fully paid. The price of units in the Fund is determined by the net asset value of the Fund divided by the total units in the Fund.

The average annualised income distribution per unit for the relevant accounting period is 4.83c/unit (March 2018: 4.59c/unit).

BTSR

12. ACCUMULATED FUNDS

The Trust Deed allows the Manager to establish a reserve to meet losses on individual loans by setting aside a part of the Fund's income for that purpose. The amount to be set aside is at the discretion of the Manager and Supervisor and will be reviewed from time to time. Cumulative distributions have exceeded cumulative net surpluses due to losses on loan realisations and as a result there is an accumulated deficit. Distributions are determined by consideration of the surplus income in the Fund for a period and market rates of return for similar instruments.

13. STATEMENT OF CASHFLOWS

The statement of cash flows has been prepared using the direct method and is inclusive of GST, which is consistent with the method used in the statement of comprehensive income and the statement of financial position.

The following are the definitions of the terms used in the statement of cash flows:

(a) Cash and cash equivalents are considered to be cash on hand and current accounts in banks, net of bank overdrafts;

(b) Investing activities are those activities relating to the acquisition, holding and disposal of long term assets;

(c) Financing activities are those activities that result in changes in the size and composition of the capital structure of the Fund; and

(d) Operating activities include all transactions and other events that are not investing or financing activities. Cashflows relating to Advances on Mortgage and Short Term Bank Deposits are considered operating activities.

Reconciliation of Surplus After Tax With Net Cash From Operations

	2019 $	2018 $
Surplus after Tax	2,438,815	1,883,597
Plus/(Less) Non-Cash Items		
Bad Debts	119,402	2
Impairment Provision Movement	(9,402)	99,402
Deferred Tax Movement	34,061	-
	2,582,876	1,983,001
Plus/(Less) Cashflow Effect of Movement in Operating Assets and Liabilities		
Trade and Other Payables	29,464	51,265
Interest Accrued	(133,873)	(15,098)
Short Term Bank Deposits	(5,400,000)	
Mortgage Advances	(3,081,506)	(8,120,399)
Net Cash Inflow/(Outflows) From Operating Activities	(6,003,039)	(6,101,231)

BTSR

14. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Manager has a policy of compliance and risk management to suit the risk profile of the Fund. Key risk management policies encompassed in the overall risk management framework include:

Market risk management
Credit risk management
Liquidity risk management
Operational risk management

The Manager has implemented the following strategies to mitigate these risks

Market Risk
The Fund is exposed to interest rate risk arising from changes in market interest rates. Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The policy of the Manager is to manage the risk by placing loans at variable interest rates reviewable at short periods of notice (7 days minimum). Interest rate risk to the Fund is minimised because returns to unitholders are determined by the Fund's net income for the period.

Interest Rate Re-Pricing
The contractual re-pricing or maturity information for financial assets is as follows. The Fund does not have interest bearing liabilities subject to interest rate re-pricing.

- Advances on Mortgages are re-priced at the Fund's discretion with a minimum of 7 days' notice.
- Short Term Bank Deposits maturities do not exceed eight months.
- Cash and Cash Equivalents are generally at call.

There has been no significant change to the Fund's exposure to market risk or the way the Manager manages and measures market risk in the reporting period.

The Fund is not exposed to currency risk and other price risk.

Interest Rate Sensitivity
The distributions to unitholders are determined by the returns of the invested funds. The financial position of the Fund itself is therefore not materially sensitive to interest rate changes. If interest rates were to increase/decrease this would be offset to a large extent by an increased/decreased distribution to unitholders, therefore the impact on equity would be minimal. The following table summarises the sensitivity of the Fund's profit and equity to 0.5% movement in interest rates assuming all net profit is paid out in distributions. The Fund does not have any interest sensitive liabilities.

31 March 2019

Financial Assets (Principal Value)	**Carrying Amount**	**-0.5% Net Surplus**	**-0.5% Net Equity**	**+0.5% Net Surplus**	**+0.5% Net Equity**
	$	**$**	**$**	**$**	**$**
Cash & Cash Equivalents	3,031,441	-	-	-	-
Short Term Bank Deposits	7,864,744	(41,672)	-	41,672	-
Advances on Mortgages	41,435,159	(207,176)	-	207,176	-
Total (Decrease)/Increase		**(248,848)**		**248,848**	

31 March 2018

Financial Assets (Principal Value)	**Carrying Amount**	**-0.5% Net Surplus**	**-0.5% Net Equity**	**+0.5% Net Surplus**	**+0.5% Net Equity**
	$	**$**	**$**	**$**	**$**
Cash & Cash Equivalents	1,653,192				
Short Term Bank Deposits	2,400,000	(18,407)	-	18,407	-
Advances on Mortgages	37,844,046	(189,220)	-	189,220	-
Total (Decrease)/Increase		**(207,627)**		**207,627**	

BTSR

14. RISK MANAGEMENT OBJECTIVES AND POLICIES

The method used in determining the sensitivity was to evaluate the profit based on the timing of the interest repricing on advances on mortgages, short term bank deposits and cash and cash equivalents for the next 12 months. In doing the calculation the following assumptions applied:

- Short term bank deposits and cash and cash equivalents would reprice to the new interest rate at maturity.
- Advances on mortgage rate change would be on 7 days notice from the beginning of the 12-month period .
- The value and mix of advances on mortgages will be unchanged.
- Impaired loans would not generate a profit effect from interest rate changes.

Credit Risk

Credit risk is the risk that the other party to a financial instrument will fail to discharge their obligation resulting in the Fund incurring a financial loss. This usually occurs when debtors fail to settle their obligations owing to the Fund.

Advances on Mortgages

The Manager has established policies or procedures over the:

- credit assessment and approval of loans and facilities covering acceptable risk assessment and security requirements.
- reassessing and review of the credit exposures on loans and facilities.
- establishing appropriate provisions to recognise the impairment of loans.
- debt recovery procedures.
- review of compliance with the above policies.

The credit policy is that loans are only made to borrowers that are credit worthy and against the security of a first registered mortgage over land. The policy requires that all loans, when advanced, comply with the following lending limits:-

- 75% of a registered valuation for owner occupied dwellings, residential investment properties and developed land in fee simple or 50% of the value of a lessee's interest and 50% of the value of vacant land;
- 60% of a registered valuation for farming properties in fee simple but in certain circumstances 66.67% of a registered valuation for farming land used for dairy purposes, or 50% of the value of a lessee's interest.
- 66.67% of a registered valuation for other commercial properties or 50% of the value of the lessee's interest in the case of a leasehold property.

There has been no significant change to the Fund's exposure to credit risk with respect to loans and receivables or the way the Manager manages and measures credit risk in the reporting period. Daily reports monitor loan repayments to detect delays in repayments and recovery action is undertaken after 14 days if not rectified.

Geographical and security property concentration of credit risk is analysed in Note 7(i) and (ii).

Regular review of compliance is conducted by the Manager.

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14. RISK MANAGEMENT OBJECTIVES AND POLICIES CONT.

Short Term Bank Deposits and Cash

The Fund has a policy that ensures bank investments are only made with credit worthy commercial banks. ANZ Bank NZ Limited, the Fund's primary banker, is rated AA - by Standard and Poors. The risk of losses from bank investments is mitigated by the nature and quality of the independent rating of these banks.

There has been no significant change to the Fund's exposure to credit risk with respect to banks or the way the Manager manages and measures such credit risk in the reporting period.

There is a concentration of credit risk with respect to banks as all short term bank deposits and cash and cash equivalents are placed with ANZ Bank NZ Limited. The total exposure to ANZ Bank NZ Limited $10,896,185 (2018: $4,053,192)

Maximum Credit Risk

The maximum exposure to credit risk is the carrying value of financial assets as detailed in the Statement of Financial Position.

	2019	2018
	$	$
Cash and Cash Equivalents	3,031,441	1,031,004
Short-Term Bank Deposits	7,864,744	3,022,188
Advances on Mortgages	41,433,749	38,441,222
Maximum Credit Risk	**52,329,934**	**42,494,414**

Counterparty Exposure

The Fund has exposure to single counterparties (in respect of advances on mortgages, short term bank deposits and cash and cash equivalents) in bands of 10% of equity as follows.

% of Equity	31 Mar 2019 Advances	31 Mar 2019 Banks	31 Mar 2018 Advances	31 Mar 2018 Banks
0% to 10%	104		101	1
10% to 20%			-	-
20% to 30%		1	-	-

Liquidity Risk

Liquidity risk is the risk that the Fund may encounter difficulties raising funds to meet commitments associated with financial instruments e.g. loan commitments, or unitholder withdrawals.

The Manager manages liquidity risk by:
- Monitoring forecast and actual daily cash flows
- Monitoring unitholder requests for withdrawals
- Reviewing the maturities of financial assets and liabilities
- Maintaining adequate cash reserves.

It is the policy of the Manager to maintain cash reserves (cash and cash equivalents and short-term bank deposits) so as to meet the anticipated withdrawal demands when requested. A minimum of 5% of the total gross asset value of the Fund is to be held in cash reserves as a requirement of the Supervisor (actual March 2019: 20.75%, March 2018: 9.53%). The Manager's current internal policy is to maintain cash reserves at 7.5% of unitholder funds (actual March 2019: 19.48%, March 2018: 8.81%). The funds are to be held with New Zealand registered trading banks.

Maturity Profile

The maturity profile of the financial assets and financial liabilities are set out in note 15.

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14. RISK MANAGEMENT OBJECTIVES AND POLICIES CONT.

Funding Concentration

There is a concentration of unitholders in Hawkes Bay 54% (March 2018: 56%), and Tarnaki 23% (March 2018: 21%), with the remainder spread throughout other areas of New Zealand. 2% are based overseas (March 2018: 2%).

There has been no significant change to the Fund's exposure to liquidity risk or the way the Manager manages and measures liquidity risk, in the reporting period.

Capital Management

The Fund has no externally imposed capital requirements. Capital includes unitholder funds and accumulated income. Any undistributed income forms part of the Fund's capital. (Refer also note 11). Unitholders ordinarily have the right to redeem their assets at their discretion. The Manager cannot therefore directly manage the capital, however the Manager may under the Trust Deed suspend withdrawals for 90 days or longer in certain circumstances. Distributions must be approved by the Supervisor.

Operational Risk

Operational risks relate to those risks arising from a number of sources including from legal compliance, business continuity, data infrastructure, outsourced services failures and Manager's employee errors.

These risks are managed through the implementation of policies and systems to monitor the likelihood of the events and minimise the impact. Systems of internal control are enhanced through:

- the segregation of duties between the Manager's employee duties and functions, including approval and
- documentation of the policies and procedures, employee job descriptions and responsibilities, to reduce the incidence of errors and inappropriate behaviour.
- effective dispute resolution procedures to respond to unitholder complaints.
- effective insurance arrangements to reduce the impact of losses
- contingency plans for dealing with the loss of functionality of systems, premises or staff.

15. MATURITY PROFILE

The following tables are based on contractual maturities.
Advances of $3,704,389 (March 2018: $5,846,490) have matured. This amount includes accrued interest and other fees due less each loan's individual impairment provision.

31 March 2019 ($000's)

Financial Assets	Matured	On Demand	< 1 Month	1-6 Months	6-12 Months	1-2 Years	2-5 Years	>5 Years	Total
Cash and cash equivalents	-	3,031				-	-	-	3,031
Short term bank deposits			1,000	5800	1000				7,800
Advances on mortgage	3,704	-	231	5,631	8,545	17,130	5,844	350	41,435
Future interest receivable	-	-	17	231	501	2,233	1,230	982	5,194
Total Financial Assets	***3,704***	***3,031***	***1,248***	***11,661***	***10,046***	***19,363***	***7,074***	***1,332***	***57,460***

Financial Liabilities	Matured	On Demand	< 1 Month	1-6 Months	6-12 Months	1-2 Years	2-5 Years	>5 Years	Total
Payables (excluding accruals)	-	-	143	-	-	-	-	-	143
Total Financial Liabilities	***-***	***-***	***143***	***-***	***-***	***-***	***-***	***-***	***143***
Loans Approved but not disbursed	-	-	1,271	1,794	-	-	-	-	3,065
Net contractual cash flow	***3,704***	***3,031***	***(166)***	***9,868***	***10,046***	***19,363***	***7,074***	***1,332***	***54,252***
Cumulative contractual cash flow	**3,704**	**6,736**	**6,570**	**16,437**	**26,484**	**45,846**	**52,921**	**54,252**	**54,252**

31 March 2018 ($000's)

Financial Assets	Matured	On Demand	< 1 Month	1-6 Months	6-12 Months	1-2 Years	2-5 Years	>5 Years	Total
Cash and cash equivalents	-	1,031	1,500	1500	-	-	-	-	4,031
Short term bank deposits									
Advances on mortgage	5,846	-	1,153	4687	7725	12,916	6,294	-	38,621
Future interest receivable	-	-	195	899	850	958	747	-	3,649
Total Financial Assets	***5,846***	***1,031***	***2,848***	***7,086***	***8,575***	***13,874***	***7,041***	***-***	***46,301***

Financial Liabilities	Matured	On Demand	< 1 Month	1-6 Months	6-12 Months	1-2 Years	2-5 Years	>5 Years	Total
Payables (excluding accruals)	-	-	124	-	-	-	-	-	124
Total Financial Liabilities	***-***	***-***	***124***	***-***	***-***	***-***	***-***	***-***	***124***
Loans Approved but not disbursed	-	-	1,915	1187	-	-	-	-	3,102
Net contractual cash flow	***5,846***	***1,031***	***809***	***5,899***	***8,575***	***13,874***	***7,041***	***-***	***43,075***
Cumulative contractual cash flow	**5,846**	**6,877**	**7,686**	**13,585**	**22,160**	**36,034**	**43,075**	**43,075**	**43,075**

15. MATURITY PROFILE CONT.

Additional information regarding expected maturities of loans

Advances of $3,704,389 at 31 March 2019 (2018: $5,846,490) have matured comprising of loans that are past due or impaired. The Manager anticipates repayment/refinance of the carrying value of these loans (based on expected future cash flows) to be as follows:

	2019 $	2018 $
0-6 Months	2,647,000	1,566,741
7-12 Months	1,057,389	3,213,420
1-2 Years	-	1,066,328
2-5 Years	-	-
Total	3,704,389	5,846,489

16. COMMITMENTS

	2019 $	2018 $
Approved loans to be advanced after balance date	2,813,360	3,101,581
Withdrawal applications to hand to process after balance date	1,009,384	2,080

17. FAIR VALUES

The carrying value of all financial assets and liabilities approximates fair value, due to the short term nature of the financial instruments, or the fact that they have a floating interest rate and the fact that they are assessed for impairment.

Advances on mortgage are carried at amortised cost less accumulated impairment losses. Any differences between fair value and carrying value of loans is not material as the interest rate is floating and the loans can be changed to "on demand". Impairment charges moderate the value of loans to estimated recoverable value.

Cash and cash equivalents and *short-term bank deposits* are available either on demand or within a short period. They are earning market interest rates, therefore carrying value approximates fair value.

Trade and other payables are short term, therefore carrying value approximates fair value.

18. EVENTS SUBSEQUENT TO BALANCE DATE

There have been no disclosable subsequent events. (2018: Dinah Mary Clifford Kennedy was appointed as a Director of the Manager on 18 April 2018).

19. CONTINGENT ASSETS/LIABILITIES

A complaint against the Fund, was lodged by a borrower with Financial Services Complaints Ltd, for errors identified as part of their mortgagee sale in November 2018. The preliminary notice of recommendation has been received in July 2019. The report recommended repayment of $23,110 and for the parties to negotiate a settlement sum. At the date of authorisation of these financial statements, the matter has not been sufficiently concluded to determine the financial outcome. Legal advice is being received and it is anticipated that the case will be concluded by the end of August 2019. (March 2018: Nil).

20. IMPLEMENTATION OF NZ IFRS 9 FINANCIAL INSTRUMENTS

As noted in the Changes in Accounting Policies paragraph (refer note 2), the Fund has implemented NZ IFRS 9 *Financial instruments* during the year ended 31 March 2019.

The Fund has taken advantage of the exemptions from restating prior periods in respect of NZ IFRS 9's classification and measurements (including impairment) requirements, due to the Fund meeting all the exemption requirements. Therefore the reclassifications and the adjustments arising from the new impairment rules are not reflected in restated balances as at 31 March 2018. The opening balance of equity as at 1 April 2018 has been adjusted for the adoption of NZ IFRS 9.

The Fund has assessed the contractual cash flow characteristics and a business model test of its financial instruments to determine any changes in classification and changes in measurement. The identified changes, in accordance with transition from NZ IAS 39 to NZ IFRS 9, at 1 April 2018 were that the Cash and Cash Equivalents, Short Term Bank Deposits and Advances on Mortgages change in classification from Loans & receivables to Amortised cost. Trade and other payables remain at Amortised cost.

BTSR

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INDEPENDENT AUDITOR'S REPORT

To the Members of Midlands Mortgage Trust Group Investment Fund

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Midlands Mortgage Trust Group Investment Fund ('the Fund') on pages 4 to 27, which comprise the statement of financial position as at 31 March 2019, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Fund as at 31 March 2019, and its financial performance and its 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').

Our report is made solely to the Members of Midlands Mortgage Trust Group Investment Fund, in accordance with the Financial Markets Conduct Act 2013. Our audit work has been undertaken so that we might state those matters which 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 Members of Midlands Mortgage Trust Group Investment Fund, for our audit work, for our report or for the opinions we have formed.

Basis for Opinion

We conducted our audit in accordance with 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 are independent of the Fund 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* ('IESBA Code'), and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other than in our capacity as auditor, provider of other assurance services and some minor advisory services, we have no relationship with, or interests in, Midlands Mortgage Trust Group Investment Fund. The provision of these other services has not impaired our independence.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Key audit matters are selected from the matters communicated with the Directors of the Manager, but are not intended to represent all matters that were discussed with them.

Key Audit Matter	How our audit addressed the key audit matter
Valuation of advances on mortgage As disclosed in Note 6 of the financial statements, the Fund has advances on mortgage assets of \$41.5m. Advances on mortgage assets were significant to our audit due to the size of the assets and the subjectivity, complexity and uncertainty involved in estimating impairment provisions against these loans The assessment of impairment is made using the 3 stage model as prescribed under NZ IFRS 9: *Financial Instruments* ("NZ IFRS 9), which the Fund adopted during the year. This forward looking basis of assessment involves complex and subjective estimation and judgement by management in calculating expected credit losses from loans, probabilities of default and defining what constitutes a significant increase in credit risk	Our audit procedures among others included: ▪ Evaluating the design and operating effectiveness of the key controls over advances on mortgage origination, ongoing administration and monitoring of loan arrears; ▪ Assessing the Fund's methodology used in the Expected Credit Loss (ECL) model to calculate the credit impairment provision against the requirements of NZ IFRS 9; ▪ Re-performing the impairment provision calculations. We challenged management's assessment of loan recoverability and the impact on the provision. ▪ Testing the accuracy of key inputs into the ECL model by checking historic data from internal data sources; ▪ Assessing forward-looking economic assumptions against external economic information and its application into the ECL model; ▪ Assessing the Fund's significant accounting policies and disclosures in the financial statements against the requirements of NZ IFRS 9.

Responsibilities of the Directors of the Manager for the Financial Statements

The Directors of the Manager are responsible on behalf of the Fund 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 of the Manager determine is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors of the Manager are responsible on behalf of the Fund for assessing the Fund'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 of the Manager either intend to liquidate the Fund or to cease operations, or has 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 (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 the auditor's responsibilities for the audit of the financial statements is located at the External Reporting Board's website at:
https://xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-2/

The engagement partner on the audit resulting in this independent auditor's report is Stuart Signal.

Baker Tilly Staples Rodway

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