

APN AREIT PIE FUND

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

APN AREIT PIE FUND

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APN AREIT PIE FUND

DIRECTORY

THE MANAGER

Implemented Investment Solutions Limited
Level 2, 1 Woodward Street
Wellington

This is also the address of the registered office.

THE SUPERVISOR

Public Trust
Level 8, 22 Willeston Street, Wellington Central
Private Bag,
Wellington, New Zealand 6140

DIRECTORS OF THE MANAGER

Anthony R J Edmonds
Ian H Russon
Jeremy B Valentine
Elizabeth C Maguire (appointed 10 June 2020)

BANKS

ANZ Bank New Zealand Limited (ANZ) (effective 22 February 2021)
Westpac New Zealand Limited (Westpac) (terminated 21 February 2021)
BNP Paribas Securities Services

INVESTMENT MANAGER

APN Funds Management Limited

FUND ADMINISTRATOR & CUSTODIAN

BNP Paribas Fund Services Australasia Pty Ltd, New Zealand branch

AUDITOR

PricewaterhouseCoopers
10 Waterloo Quay
PO Box 243
Wellington 6140, New Zealand

CORRESPONDENCE

All correspondence and enquiries about the APN AREIT PIE Fund should be addressed to the Manager, Implemented Investment Solutions Limited, at the above address.

APN AREIT PIE FUND

Implemented Investment Solutions Limited (the "Manager") and Public Trust (the "Supervisor") are parties to a deed dated 1 December 2016 (the "Trust Deed") which sets out the terms and conditions applicable to APN Investment Funds Scheme (the "Scheme") and funds established by the Manager and the Supervisor within that Scheme.

The Trust Deed provides that each fund is to be established by the Manager and the Supervisor entering into an Establishment Deed setting out the specific terms and conditions relating to that fund.

The Manager has resolved to establish a fund to be known as the APN AREIT PIE Fund (the "Fund").

STATEMENT BY THE MANAGER

In our opinion, the accompanying financial statements and notes are drawn up in accordance with generally accepted accounting practice in New Zealand and present fairly the financial position of the Fund as at 31 March 2021, and of the results of its financial performance and cash flows for the year ended on that date in accordance with the requirement of the Trust Deed and Establishment Deed, each dated 1 December 2016.

It is believed that there are no circumstances that may materially and adversely affect any interest of the Unitholders.

For and on behalf of:
Implemented Investment Solutions Limited



Director



Director

This Statement was approved for signing at a meeting of the Directors on 19 July 2021.

APN AREIT PIE FUND

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 \$'000	2020 \$'000
INCOME			
Distributions		940	869
Interest income		-	1
Net changes in fair value of financial assets and financial liabilities at fair value through profit or loss		3,510	(6,729)
Foreign exchange gains/(losses)		13	(4)
Other income	3	<u>125</u>	<u>122</u>
TOTAL INCOME/(LOSS)		<u>4,588</u>	<u>(5,741)</u>
EXPENSES			
Management fees	14	<u>164</u>	<u>163</u>
TOTAL EXPENSES		<u>164</u>	<u>163</u>
NET PROFIT/(LOSS)		4,424	(5,904)
Other comprehensive income		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME/(LOSS)		<u>4,424</u>	<u>(5,904)</u>

The accompanying notes form part of and should be read in conjunction with these Financial Statements.

APN AREIT PIE FUND

STATEMENT OF CHANGES IN UNITHOLDERS' FUNDS FOR THE YEAR ENDED 31 MARCH 2021

	2021 \$'000	2020 \$'000
UNITHOLDERS' FUNDS AT THE BEGINNING OF THE YEAR	11,080	10,240
Net profit/(loss) and other comprehensive income for the year	<u>4,424</u>	<u>(5,904)</u>
Total comprehensive income/(loss)	4,424	(5,904)
Subscriptions from Unitholders	4,411	9,375
Redemptions by Unitholders	(3,456)	(1,773)
Distributions to Unitholders	<u>(913)</u>	<u>(858)</u>
	42	6,744
UNITHOLDERS' FUNDS AT THE END OF THE YEAR	10b <u>15,546</u>	<u>11,080</u>

The accompanying notes form part of and should be read in conjunction with these Financial Statements.

APN AREIT PIE FUND

**STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2021**

	Note	As at 31 March 2021 \$'000	As at 31 March 2020 \$'000
ASSETS			
Cash and cash equivalents		78	143
Receivables	6	91	109
Financial assets at fair value through profit or loss			
Investment securities	4	15,804	10,752
Derivatives	5	<u>5</u>	<u>240</u>
TOTAL ASSETS		<u>15,978</u>	<u>11,244</u>
LIABILITIES			
Financial liabilities at fair value through profit or loss			
Derivatives	5	340	52
Payables	7	<u>92</u>	<u>112</u>
TOTAL LIABILITIES		432	164
UNITHOLDERS' FUNDS	10b	<u>15,546</u>	<u>11,080</u>
TOTAL LIABILITIES AND UNITHOLDERS' FUNDS		<u>15,978</u>	<u>11,244</u>

For and on behalf of the Manager, Implemented Investment Solutions Limited, who authorised the issue of the Financial Statements on 19 July 2021.



Director



Director

The accompanying notes form part of and should be read in conjunction with these Financial Statements.

APN AREIT PIE FUND

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 \$'000	2020 \$'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Distributions		-	1
Interest income		-	1
Realisation of investment securities		2,701	470
Other income		135	107
Operating expenses		(172)	(148)
Purchase of investment securities		(2,560)	(7,289)
Net settlement of derivatives		(199)	149
NET CASH OUTFLOW FROM OPERATING ACTIVITIES	11	(95)	(6,709)
CASH FLOWS FROM FINANCING ACTIVITIES			
Subscriptions from Unitholders		4,411	9,375
Redemptions by Unitholders		(3,456)	(1,773)
Distributions to Unitholders	9	(925)	(822)
NET CASH INFLOW FROM FINANCING ACTIVITIES		30	6,780
Net (decrease)/increase in cash and cash equivalents held		(65)	71
Cash and cash equivalents at beginning of the year		143	72
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		<u>78</u>	<u>143</u>
Cash and cash equivalents comprise of:			
Cash at bank		78	143
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		<u>78</u>	<u>143</u>

The accompanying notes form part of and should be read in conjunction with these Financial Statements.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1. GENERAL INFORMATION

The APN AREIT PIE Fund (the "Fund") is a for-profit managed investment scheme domiciled in New Zealand and established under the Financial Market Conduct Act 2013 ("FMC Act 2013").

The Fund was established under a Trust Deed and unit trust Establishment Deed, each dated 1 December 2016, and commenced operations on 3 March 2017.

The investment objective of the Fund is to provide investors with a consistent, relatively high level of income combined with some capital growth, sourced primarily from AREITs listed on the Australian Securities Exchange ("ASX"). The Fund aims to:

- have a gross annual income yield (before management fees and expenses) that equates to at least 110% of the average yield of the S&P/ASX 200 A-REIT Index dividend yield, measured annually;
- provide investors with a level of capital growth which at least matches increases in the Consumer Price Index (CPI) over a 5-7 year time horizon; and
- provide lower than market volatility.

Statement of Compliance

The financial statements comply with New Zealand equivalents to International Financial Reporting Standards (NZ IFRS) and other New Zealand accounting standards and authoritative notices as appropriate for a for-profit entity.

The financial statements also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

Reporting Period

These financial statements are for the year ended 31 March 2021, with the comparatives for the year ended 31 March 2020.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Basis of Preparation

The financial statements of the Fund have been prepared in accordance with generally accepted accounting practice in New Zealand and the requirements of the FMC Act 2013. The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities at fair value through profit or loss.

The preparation of financial statements in conformity with NZ IFRS requires the use of certain critical accounting estimates. It also requires the Manager to exercise its judgment in the process of applying the Fund's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below.

The financial statements are prepared in New Zealand dollars and all values are rounded to the nearest thousand dollars (\$'000) unless otherwise stated.

Implemented Investment Solutions Limited is the Manager of the Fund. The Manager enters into fund hosting arrangements with various investment managers. The arrangements involve the issuing and managing of funds, under the Manager's Managed Investment Scheme licence, on behalf of an investment manager who wants to provide investors with access to their investment solutions. The Manager contracts with other service providers to provide the services required to be provided directly to the Fund. This includes investment management, trustee/supervisor, custodian, fund administration and audit services. In respect of these services the Manager is acting as an agent of the Fund.

(i) New Standards and amendments to existing standards effective 1 April 2020

There are no new standards, amendments to standards or interpretations that are effective for the annual reporting period commencing beginning on 1 April 2020 that have a material effect on the financial statements of the Fund.

(ii) Issued but not yet effective accounting standards

A number of new accounting standards and amendments to existing standards are issued or revised that are not yet effective as at 31 March 2021. They have been identified as not applicable or relevant to the Fund. Therefore they are not included in the financial statements.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investment Entity

The Fund has multiple investors and holds unit trust investments.

Ownership interests in the Fund are in the form of redeemable units which are classified as equity in accordance with *NZ IAS 32 Financial Instruments: Presentation* and which are exposed to variable returns from changes in the fair value of the Fund's net assets. The Fund has been deemed to meet the definition of an investment entity per *NZ IFRS 10 Consolidated Financial Statements* as the following conditions exist:

- The Fund has obtained funds for the purpose of providing investors with investment management services.
- The Fund's business purpose, which was communicated directly to investors, is investing solely for returns from capital appreciation and investment income, through the unit trust investments.
- The performance of unit trust investments is measured and evaluated on a fair value basis.

Accordingly, investments in subsidiaries are recognised at fair value and subsequently measured at fair value through profit or loss. The Fund had no subsidiaries at 31 March 2021 (31 March 2020: none).

The Fund is considered to meet the typical characteristics of the definition from being an Investment Entity, hence, it is qualified as an Investment Entity.

Foreign Currency Translation

Functional and presentation currency

The Manager considers the New Zealand dollar the currency that most accurately represents the economic effect of the underlying transactions, events and conditions. The New Zealand dollar is the currency in which the Fund measures its performance and reports its results, as well as the currency in which it receives subscriptions from Unitholders.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign currency assets and liabilities are translated into the functional currency using the exchange rate prevailing at the reporting date.

Foreign exchange gains and losses arising from translation are included in profit or loss in the Statement of Profit or Loss and Other Comprehensive Income.

Foreign exchange gains and losses relating to financial assets carried at fair value through profit or loss are presented in the Statement of Profit or Loss and Other Comprehensive Income within 'net changes in fair value of financial assets and financial liabilities at fair value through profit or loss'.

Income Recognition

Distributions

Distributions are recognised when the right to receive payment is established.

Interest

Interest income is recognised as the interest accrues (using the effective interest method, which is the rate or method that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset.

Changes in fair value of investments

Net gains or losses on investment securities at fair value through profit or loss are calculated as the difference between the fair value at sale, or at period end, and the fair value at the previous valuation point or cost. This includes both realised and unrealised gains and losses, but does not include interest and distribution income.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial Instruments

Classification

Assets

The Fund classifies its investments based on both the Fund's business model for managing those financial assets and the contractual cash flow characteristics of the financial assets. The portfolio of financial assets is managed and performance is evaluated on a fair value basis. The Fund is primarily focused on fair value information and uses that information to assess the assets' performance and to make decisions. The Fund does not hold any debt securities. Consequently, all investments are measured at fair value through profit or loss.

Liabilities

The Fund holds derivative financial instruments. Derivative contracts that have a negative fair value are presented as liabilities at fair value through profit or loss.

As such, the Fund classifies all of its investment portfolio as financial assets or liabilities as fair value through profit or loss.

The Fund's policy requires the Investment Manager and the Board of Directors to evaluate the information about these financial assets and liabilities on a fair value basis together with other related financial information.

The Fund does not make short sales in which a borrowed security is sold in anticipation of a decline in the market value of that security, nor does it make use of short sales for various arbitrage transactions.

Recognition, Derecognition and Measurement

Purchases and sales of investments are recognised on the trade date – the date on which the Fund commits to purchase or sell the investment. Financial assets and financial liabilities at fair value through profit or loss (FVTPL) are initially recognised at fair value. Transaction costs are expensed in profit or loss.

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or the Fund has transferred substantially all risks and rewards of ownership.

Subsequent to initial recognition, all financial assets and financial liabilities at FVTPL are measured at fair value. Gains and losses arising from changes in the fair value of the 'financial assets or financial liabilities at fair value through profit or loss' category are presented in the Statement of Profit or Loss and Other Comprehensive Income within net changes in fair value of financial assets and liabilities at fair value through profit or loss in the period in which they arise.

Fair value estimation

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. The fair value of units held by the Fund in managed investment funds is determined by reference to published bid prices at the close of business on the reporting date being the redemption price established by the underlying investment fund manager.

For investments with no active markets, fair values are determined using valuation techniques. Such techniques include: using recent arm's length transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis and option pricing models making as much use of available and supportable market data as possible and keeping judgmental inputs to a minimum.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Fund or the counterparty.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial Assets and Financial Liabilities Measured at Amortised Cost

Financial assets at amortised cost comprise cash and cash equivalents and receivables. These include cash at bank and call deposits, accrued interest and dividends, and proceeds expected from sale transactions where the trade date and settlement date spanned the reporting date. The carrying value closely approximates their fair value.

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

Cash and Cash Equivalents

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank, demand deposits and short-term deposits in banks that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, with an original maturity of three months or less. Bank overdrafts are shown in current liabilities in the Statement of Financial Position.

Receivables

Receivables include amounts where settlement has not yet occurred, and include outstanding settlements on the sale of investments. Receivables are measured initially at fair value and subsequently at amortised cost. Amounts are generally received within thirty days of being recorded as receivables. Given the short-term nature of most receivables, the carrying amount approximates fair value.

Payables

Payables are recognised for amounts to be paid in the future for goods and services received, whether or not billed to the Fund, and include outstanding settlements on the purchase of investments. Payables are measured initially at fair value and subsequently at amortised cost. Amounts are generally paid within thirty days of being recorded as payables. Given the short-term nature of most payables, the carrying amount approximates fair value.

Impairment of Financial Assets at Amortised Cost

In accordance with *NZ IFRS 9: Financial Instruments*, the Fund applies expected credit losses (ECL) provision on all of its receivables, either on a 12-month or lifetime basis.

The Fund holds only receivables with no financing component and which have maturities of less than 12 months at amortised cost and, as such, has chosen to apply an approach similar to the simplified approach for expected credit losses (ECL) under *NZ IFRS 9: Financial Instruments* to all its receivables. Therefore the Fund does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECL at the reporting date.

With short time period and nature of the financial assets, accrued interest, dividends and receivables from sale of investments measured at amortised cost, the Fund does not anticipate any expected credit losses for these assets.

Expenses

All expenses are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Taxation

Income taxation

The Fund has elected to become a Portfolio Investment Entity ("PIE") for the purposes of the Income Tax Act 2007.

Tax treatment applicable to a PIE:

Under current taxation law the Fund pays no income tax on the taxable income of the Fund and all taxable income and associated tax credits applicable are allocated to investors, in proportion to the units they hold on the days when taxable income and credits arise.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The Fund is responsible for deducting tax from each investor's allocation using each investor's Prescribed Investor Rate ("PIR") and pays the tax to the taxation authorities on behalf of the investor, capped at a maximum of 28%. PIE tax assets or liabilities for the current period are measured at the amount expected to be recovered or paid to the taxation authorities on behalf of the investors based on the investors' current period's income and their PIR.

The Fund calculates and deducts tax based on each investor's PIR and pays the tax to the taxation authorities on behalf of the investor. The PIE tax liabilities, at the end of the period, are due for payment on the last day of the next month.

Goods and services tax (GST)

The Fund is not registered for GST and consequently all components of the financial statements are stated inclusive of GST where applicable.

Distributions to Unitholders

The Fund makes distribution declarations on a monthly basis and pays distributions within 10 business days of the end of the month.

Redeemable Units and Net Assets Attributable to Unitholders

The Fund issues units that are redeemable at the Unitholders option and do have identical features and are therefore classified as equity of the Fund. The units can be put back to the Fund at any time for cash equal to the value of the Unitholder's proportionate share in the Fund's net asset value on the redemption date. The redemption unit price is based on different valuation principles to that applied in financial reporting.

The redeemable units are redeemed at the Unitholders' option at a price based on the Fund's net assets valued as per the Unit Pricing Methodology less any spread at the time of redemption.

Presentation of Cash Flows

For the purposes of the Statement of Cash Flows, proceeds from the sale and purchase of investments at fair value through profit or loss are considered operating activities. The sale and purchase of investment securities maintain the operating capability of the Fund even though the investments may not be acquired specifically for resale or trading.

Critical Accounting Estimates and Assumptions

Fair value of financial assets and liabilities

The investments of the Fund have been valued at closing bid value, therefore there are no accounting estimates or assumptions required in the valuation of the carrying amounts of these assets. Where an investment is unlisted the value is based on the relevant redemption price established by underlying investment managers.

Fair value of derivative financial instruments

All of the Fund's derivatives assets and derivatives liabilities are held for the purpose of being traded. Derivative financial instruments are carried at fair value. Forward foreign exchange contracts are marked to market at the forward currency exchange rate at the valuation date.

COVID-19

The Manager continues to closely monitor the impacts of the COVID-19 Pandemic on the Fund. The Manager has evaluated the impact of COVID-19 on the valuation of financial instruments as at 31 March 2021 and has concluded that an adjustment was not required on the basis that the markets were functioning and the redemption price for the financial assets at fair value through profit or loss represented fair value.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

3. OTHER INCOME

	2021 \$'000	2020 \$'000
Investment manager fee rebates	125	122
	<u>125</u>	<u>122</u>

4. INVESTMENT SECURITIES

	2021 \$'000	2020 \$'000
<i>Financial assets at fair value through profit or loss</i>		
Australian unit trust	15,804	10,752
Aggregate investment securities at fair value through profit or loss	<u>15,804</u>	<u>10,752</u>

5. DERIVATIVES

The Fund holds forward foreign exchange contracts which are contractual obligations to buy or sell foreign currencies on a future date at a specified price. Forward foreign exchange contracts are settled on a net basis.

	2021 \$'000	2020 \$'000
Assets		
<i>Derivatives:</i>		
Forward foreign exchange contracts	5	240
	<u>5</u>	<u>240</u>
Liabilities		
<i>Derivatives:</i>		
Forward foreign exchange contracts	340	52
	<u>340</u>	<u>52</u>

6. RECEIVABLES

	2021 \$'000	2020 \$'000
Accrued investment income	77	85
PIE tax receivable from Unitholders	2	2
Other receivables	12	22
	<u>91</u>	<u>109</u>

7. PAYABLES

	2021 \$'000	2020 \$'000
Due to Manager	15	24
PIE tax payable to Inland Revenue	2	2
Distribution payable	74	86
Other expenses payable	1	-
	<u>92</u>	<u>112</u>

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

8. AUDIT FEES

PricewaterhouseCoopers fees for the audit of the financial statements for the year ended 31 March 2021 amounted to \$15,500 (31 March 2020: \$14,500) excluding GST.

9. NON-CASH TRANSACTIONS

Differences in cash flows from financing activities as per the statement of cash flows and statement of changes in unitholders' funds is due to accruals.

The amount of distribution outstanding at year end refers to note 7.

10. UNITHOLDERS' FUNDS

10a. Units on issue

	2021 '000	2020 '000
Units on issue at the beginning of the year	17,123	9,931
Subscriptions from Unitholders	5,691	8,923
Redemptions by Unitholders	<u>(4,317)</u>	<u>(1,731)</u>
Units on issue at the end of the year	<u>18,497</u>	<u>17,123</u>

10b. Units in dollar value

	2021 \$'000	2020 \$'000
Unitholders' Funds at the end of the year	<u>15,546</u>	<u>11,080</u>
Unit price NAV at the end of the year	<u>15,401</u>	<u>10,876</u>

Redeemable Units and Capital Risk Management

The Fund issues redeemable units. The net asset value of the units is shown in the Statement of Financial Position as Unitholders' Funds. Each Unitholder is entitled to payment based on the value of the Unitholder's share in the Fund's net asset value on the redemption date. The Fund has no restrictions or specific capital requirements on the subscription and redemption of units.

The relevant movements are shown on the Statement of Changes in Unitholders' Funds. In accordance with the objectives outlined in the Accounting Policies and the risk management policies in Note 15.

Each unit in the Fund ranks equally and provides Unitholders with a beneficial interest of the Fund. Unitholders have various rights under the Trust Deed of the Fund, including the rights to:

- Have their units redeemed;
- Receive the Unitholders' funds of the Fund upon termination of the Fund; and
- Receive distributions distributed by the Fund.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

11. RECONCILIATION OF NET PROFIT/(LOSS) TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2021 \$'000	2020 \$'000
Net profit/(loss)	4,424	(5,904)
<i>Adjustments for:</i>		
Payments for the purchase of investment securities	(2,560)	(7,289)
Proceeds from realisation of investment securities	2,701	470
Net settlement of derivatives	(199)	149
Net changes in fair value of financial assets and financial liabilities at fair value through profit or loss	(3,510)	6,729
Non-cash distributions	(948)	(833)
Foreign exchange (gain)/loss	(13)	4
<i>Changes in assets and liabilities:</i>		
Decrease/(increase) in receivables	18	(50)
(Decrease)/increase in payables	<u>(8)</u>	<u>15</u>
Net cash (outflow) from operating activities	<u>(95)</u>	<u>(6,709)</u>

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

12. CLASSIFICATION OF FINANCIAL INSTRUMENTS

	2021				Total
	Financial liabilities at fair value through profit or loss	Financial assets at fair value through profit or loss	Financial assets at amortised cost	Financial liabilities at amortised cost	
	\$'000	\$'000	\$'000	\$'000	
ASSETS					
Cash and cash equivalents	-	-	78	-	78
Receivables	-	-	89	-	89
Investment securities at fair value through profit or loss	-	15,804	-	-	15,804
Derivatives	-	5	-	-	5
Total Assets	-	15,809	167	-	15,976
LIABILITIES					
Derivatives held for trading	340	-	-	-	340
Payables	-	-	-	90	90
Total Liabilities	340	-	-	90	430
	2020				Total
	Financial liabilities at fair value through profit or loss	Financial assets at fair value through profit or loss	Financial assets at amortised cost	Financial liabilities at amortised cost	
	\$'000	\$'000	\$'000	\$'000	
ASSETS					
Cash and cash equivalents	-	-	143	-	143
Receivables	-	-	107	-	107
Investment securities at fair value through profit or loss	-	10,752	-	-	10,752
Derivatives	-	240	-	-	240
Total Assets	-	10,992	250	-	11,242
LIABILITIES					
Derivatives held for trading	52	-	-	-	52
Payables	-	-	-	110	110
Total Liabilities	52	-	-	110	162

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

13. MATURITY ANALYSIS

Funds attributable to Unitholders do not have a maturity date. However, the Fund is required to settle the amount due to and when the Unitholders exercise their right to redeem units.

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

	2021			Total \$'000
	Within 12 months \$'000	Over 12 months \$'000	Maturity not specified \$'000	
ASSETS				
Cash and cash equivalents	78	-	-	78
Receivables	91	-	-	91
Financial assets at fair value through profit or loss	5	-	15,804	15,809
Total Assets	174	-	15,804	15,978
LIABILITIES				
Financial liabilities at fair value through profit or loss	340	-	-	340
Payables	92	-	-	92
Total Liabilities	432	-	-	432
	2020			Total \$'000
	Within 12 months \$'000	Over 12 months \$'000	Maturity not specified \$'000	
ASSETS				
Cash and cash equivalents	143	-	-	143
Receivables	109	-	-	109
Financial assets at fair value through profit or loss	240	-	10,752	10,992
Total Assets	492	-	10,752	11,244
LIABILITIES				
Financial liabilities at fair value through profit or loss	52	-	-	52
Payables	112	-	-	112
Total Liabilities	164	-	-	164

14. RELATED PARTY TRANSACTIONS

Management fees

As outlined in the Fund's Product Disclosure Statement, the Fund incurs management fees fixed at 1.10% of net asset value excluding GST. GST is currently charged at various rates driven by the nature of the service provided including exempt services such as custody, 10% of 15% for Investment Management services and 15% for other services. The management fees include fees paid to the Investment Manager, the Manager for hosting the Fund, the Supervisor, the Custodian and Administration Manager, bank charges and other various costs and expenses incurred.

The Supervisor of the Fund is Public Trust. For the year ended 31 March 2021 the Supervisor fee charged to the Fund amounted to \$23,000 (31 March 2020: \$23,000).

During the year, no other funds managed by the Manager invested in the Fund (31 March 2020: none); the Fund did not hold investments in the funds that were managed by the Manager (31 March 2020: none).

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

14. RELATED PARTY TRANSACTIONS (Continued)

The APN AREIT PIE Fund invests into units of the APN AREIT Fund, which is managed by APN Funds Management Limited, a related party of the Fund.

APN AREIT Fund	APN AREIT PIE Fund	
	2021	2020
Opening value	10,752	10,159
Purchase of investments	3,607	8,031
Sale of investments	(2,700)	(470)
Change in fair value	4,145	(6,968)
Closing value	15,804	10,752

15. FINANCIAL RISK MANAGEMENT

Strategy in Using Financial Instruments

The investment objective of the Fund is to provide investors with a consistent, relatively high level of income combined with some capital growth, sourced primarily from AREITs listed on the ASX.

The Fund's activities expose it to a variety of financial risks: market risk (including market price risk, currency risk and interest rate risk), credit risk and liquidity risk. The Fund's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Fund's financial performance.

15a. Market Price Risk

Market price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

The Fund's overall market positions are monitored on a daily basis by the Investment Manager. The Fund's unit trust investments are susceptible to market price risk arising from uncertainties about future values of the investments.

At 31 March 2021 and 31 March 2020 the overall market exposure was as follows:

	2021 Fair value \$'000	2020 Fair value \$'000
Unit trust investment	15,804	10,752

The tables below show the sensitivity analysis to a reasonably possible change in market price with all other variables held constant. As at 31 March 2021, the analysis is based on the assumptions that the unit market price movement increased or decreased by 10%. The Manager believes the 10% market price movement assumption to be management's best estimate of reasonable possible change in current market condition. The analysis is performed on the same basis for 31 March 2020.

	2021		2020	
	Profit or loss or Changes in Unitholders' Funds 10% increase \$'000	10% decrease \$'000	Profit or loss or Changes in Unitholders' Funds 10% increase \$'000	10% decrease \$'000
Unit trust investments	1,580	(1,580)	1,075	(1,075)

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

15. FINANCIAL RISK MANAGEMENT (Continued)

15b. Currency Risk

Currency risk is the risk that the value of the financial instruments will fluctuate due to changes in foreign exchange rates.

The Fund holds financial instruments denominated in currencies other than the New Zealand dollar, the functional currency, as at year end. It is therefore exposed to currency risk, as the value of the financial instruments denominated in other currencies will fluctuate due to changes in exchange rates. The foreign currency in which the Fund primarily transacts is the Australian dollar.

The Fund invests in Australian unit trusts which invest in property securities listed on ASX. The Fund is therefore subject to risk due to fluctuations in the prevailing currency exchange rates between New Zealand and Australian dollars. A change in exchange rates would impact the New Zealand dollar equivalent market price of the unit trusts in which the Fund invests.

The Fund targets a position of being fully hedged back to New Zealand dollars.

The table below summarises the Fund's exposure to foreign currency risk in New Zealand dollar value of the monetary and non-monetary financial assets and liabilities.

	2021 AUD \$'000	2020 AUD \$'000
Non-monetary assets and liabilities		
Unit trust investments	<u>15,804</u>	<u>10,752</u>
Net position	<u><u>15,804</u></u>	<u><u>10,752</u></u>
Forward foreign exchange contracts		
Notional value	<u><u>(15,756)</u></u>	<u><u>(10,359)*</u></u>

The table below shows the sensitivity analysis in NZD currency with all other variables remaining constant, where the Fund has significant exposure. The analysis is based on the assumption that the relevant foreign exchange rate increase/decrease by the percentage disclosed in the table below. The analysis shows the impact of a reasonably possible change in the New Zealand dollar to foreign currency exchange rates. The analysis is performed on the same basis for 31 March 2020.

	2021			
	Monetary assets & liabilities		Non-monetary assets & liabilities	
	Profit or loss or Unitholders' Funds		Profit or loss or Unitholders' Funds	
	10% increase	10% decrease	10% increase	10% decrease
	\$'000	\$'000	\$'000	\$'000
AUD	1,575	(1,575)	(1,580)	1,580

	2020			
	Monetary assets & liabilities		Non-monetary assets & liabilities	
	Profit or loss or Unitholders' Funds		Profit or loss or Unitholders' Funds	
	10% increase	10% decrease	10% increase	10% decrease
	\$'000	\$'000	\$'000	\$'000
AUD	1,036 *	(1,036)*	(1,075)	1,075

* The comparative figures have been adjusted to conform with the changes in presentation in the financial statements.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

15. FINANCIAL RISK MANAGEMENT (Continued)

15c. Interest Rate Risk

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

The majority of the Fund's financial assets are non-interest bearing. As a result, the Fund is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates. Any excess cash and cash equivalents are invested at short-term market interest rates.

The interest rate risk on cash and cash equivalents is immaterial.

15d. Credit Risk

Credit risk represents the risk that a counterparty to the financial instrument will fail to perform contractual obligations under a contract and cause the Fund to incur a financial loss.

With respect to credit risk arising from the financial assets of the Fund, the Fund's exposure to credit risk arises from the default of the counterparty, with the current exposure equal to the fair value of these instruments as disclosed in the Statement of Financial Position. This does not represent the maximum risk exposure that could arise in the future as a result of changes in values, but best represents the current maximum exposure at the reporting date.

The Fund holds no collateral as security or any other credit enhancements. There are no financial assets that are past due or impaired, or would otherwise be past due or impaired except for the terms having been renegotiated.

The Fund measures credit risk and expected credit losses using probability of default, exposure at default and loss given default. The Manager considers both historical analysis and forward looking information in determining any expected credit loss.

The Fund does not use credit derivatives to mitigate credit risk.

The Fund's cash and cash equivalents balances are held with ANZ (AA- Standard & Poor's ("S&P") credit Rating) (31 March 2020: Westpac AA-) and BNP Paribas Securities Services (A+ S&P credit rating) (31 March 2020: A+).

As at 31 March 2021 and 31 March 2020, substantially all assets are placed in custody with BNP Paribas, which has a S&P credit rating of A+ (31 March 2020: A+).

As at 31 March 2021 and 31 March 2020, all amounts due from brokers, cash and short-term deposits are held with counterparties with a credit rating of A or higher and are due to be settled within 1 week. The Manager considers the probability of default to be close to zero as these instruments have a low risk of default and the counterparties have a strong capacity to meet their contractual obligations in the near term. As a result, no loss allowance has been recognised based on lifetime expected credit losses as any such impairment would be wholly insignificant to the Fund.

15e. Liquidity Risk

Liquidity risk is the risk that the Fund will not be able to meet its financial obligations as they fall due.

The Fund is exposed to daily cash redemptions of redeemable units. The Fund invests in Australian APN AREIT Fund (underlying Fund), which invests in listed property securities, these are quoted on the Australian Securities Exchange and can be readily disposed of. The Investment Manager, at their discretion, has the ability to suspend withdrawals from the underlying Fund if they believe that it is in the best interests of investors to do so.

All financial liabilities have a contractual maturity of 12 months or less.

Liquidity risk for the Fund therefore is considered low.

APN AREIT PIE FUND

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

15. FINANCIAL RISK MANAGEMENT (Continued)

15f. Fair Value of Financial Instruments

The Fund measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements.

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The following table analyses financial instruments measured at fair value at the reporting date by the level in the fair value hierarchy into which the fair value measured at 31 March 2021 and 31 March 2020.

	2021			
	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<i>Financial asset at fair value through profit or loss</i>				
Australian unit trust	-	15,804	-	15,804
Forward foreign exchange contracts	-	5	-	5
	<u>-</u>	<u>15,809</u>	<u>-</u>	<u>15,809</u>
<i>Financial liabilities at fair value through profit or loss</i>				
Forward foreign exchange contracts	-	340	-	340
	<u>-</u>	<u>340</u>	<u>-</u>	<u>340</u>
	2020			
	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<i>Financial assets at fair value through profit or loss</i>				
Australian unit trust	-	10,752	-	10,752
Forward foreign exchange contracts	-	240	-	240
	<u>-</u>	<u>10,992</u>	<u>-</u>	<u>10,992</u>
<i>Financial liabilities at fair value through profit or loss</i>				
<i>Derivatives:</i>				
Forward foreign exchange contracts	-	52	-	52
	<u>-</u>	<u>52</u>	<u>-</u>	<u>52</u>

The fair value of units held in managed investment funds is determined by reference to published bid prices being the redemption price established by the underlying fund's manager and are included within level 2.

Due to their short term nature, carrying amounts of cash and cash equivalents, receivables and payables are stated in the Statement of Financial Position approximate their fair value.

Transfers between levels of the fair value hierarchy

There were no transfers between levels in the year ended 31 March 2021 (31 March 2020: none).

16. CONTINGENT LIABILITIES AND COMMITMENTS

The Fund had no material commitments or contingencies at 31 March 2021 (31 March 2020: nil).

17. EVENTS SUBSEQUENT TO BALANCE DATE

No significant events occurred after balance date.



Independent auditor's report

To the unitholders of APN AREIT PIE Fund (the Fund)

Our opinion

In our opinion, the accompanying financial statements of the Fund present fairly, in all material respects, the financial position of the Fund as at 31 March 2021, 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).

What we have audited

The Fund's financial statements comprise:

- the statement of financial position as at 31 March 2021;
- the statement of profit or loss and other comprehensive income for the year then ended;
- the statement of changes in unitholders' funds for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand) (ISAs (NZ)) and International Standards on Auditing (ISAs). 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.

Independence

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

We have provided the following services to Implemented Investment Solutions Limited (the Manager): agreed upon procedures on the net tangible assets calculation, controls assurance reporting, registry compliance assurance, and the audit of the financial statements of the Manager and other funds managed by the Manager. Subject to certain restrictions, employees of the firm may invest in the Fund on normal market terms. These services and relationships have not impaired our independence as auditor of the Fund. Other than in our capacity as auditor, we have no other relationships with, or interests in, the Fund.

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. We have one key audit matter: Valuation and existence of financial assets and financial liabilities at fair value through profit or loss. This matter was 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 this matter.



Description of the key audit matter	How our audit addressed the key audit matter
<p>Valuation and existence of financial assets and financial liabilities at fair value through profit or loss</p> <p>Refer to notes 4 and 5 in the financial statements for disclosures of financial assets and financial liabilities at fair value through profit or loss (financial instruments).</p> <p>This was an area of focus for our audit as it represents the majority of the net assets of the Fund.</p> <p>The fair value of the financial instruments that are not traded in an active market are determined using valuation techniques. The valuation technique depends on the underlying asset or liability and includes assumptions that are based on market conditions existing at 31 March 2021. Financial instruments with inputs to the valuation that are observable either directly or indirectly are categorised as level 2 in the fair value hierarchy.</p> <p>The Fund’s level 2 financial instruments include forward foreign exchange contracts and investment in an unlisted Australian unit trust.</p> <p>The fair value of the unlisted Australian unit trust is based on the redemption price established by the investment fund manager. In assessing the fair value, the Manager uses information provided by the investment fund manager.</p> <p>The Fund has no investments where there are no observable inputs.</p> <p>For financial instruments quoted in foreign currencies, these are then translated to New Zealand dollars using the exchange rate at 31 March 2021.</p> <p>Holdings of all financial instruments are either held by the Custodian on behalf of the Fund or entered into with counterparties.</p>	<p>We assessed the processes employed by the Manager, for recording and valuing the financial instruments including the relevant controls operated by the third-party service organisations. The third-party service organisations include the Administrator and the Custodian.</p> <p>Our assessment of the business processes included obtaining the internal control reports over custody and investment accounting services provided by the third-party service organisations. We evaluated the evidence provided by the internal controls reports over the design and operating effectiveness of the key controls operated by the third-party service organisations for the year.</p> <p>Valuation</p> <p>For investments in forward foreign exchange contracts we agreed the observable inputs to third party pricing sources and used our own valuation experts to test the fair value using independent valuation models.</p> <p>For the investment in the unlisted Australian unit trust, we agreed the redemption price at 31 March 2021 to the confirmation provided by the investment fund manager. We evaluated the redemption price represents fair value by:</p> <ul style="list-style-type: none"> • comparing the redemption price at 31 March 2021 to recent transactions to support the fair value of the unlisted unit trust; • comparing the Net Asset Value per unit calculated based on the latest reviewed financial statements of the underlying unlisted unit trust to the published unit price on that date to provide evidence on reliability of unit pricing; and • assessing whether the fair value of underlying assets and liabilities of the unlisted unit trust are primarily determined through observable market data. <p>We have assessed the reasonableness of the exchange rate used to translate financial instruments quoted in foreign currencies.</p> <p>Existence</p> <p>We obtained confirmation from the Custodian and counterparties of the holdings of the financial instruments held by the Fund as at 31 March 2021.</p>



Our audit approach

Overview

Materiality	<p>Our materiality for the Fund is calculated based on approximately 1% of the unitholders' funds.</p> <p>We chose unitholders' funds as the benchmark because, in our view, the objective of the Fund is to provide members with a total return on the Fund's net assets, taking into account both capital and income returns.</p>
Key audit matters	<p>As reported above, because of the significance of the financial instruments to the financial statements, we have determined that there is one key audit matter: valuation and existence of financial assets and liabilities at fair value through profit or loss.</p>

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance about whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall materiality for the financial statements of the Fund as a whole as set out above. These, together with qualitative considerations, helped us to determine the scope of our audit, the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate, on the financial statements of the Fund as a whole.

How we tailored our audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements of the Fund as a whole, taking into account the structure of the Fund, the Fund's investments and the accounting and registry processes and controls.

The Manager is responsible for the governance and control activities of the Fund. The Fund's investments are held by a Custodian. The Manager has outsourced investment accounting (Administrator) and registry services (Registrar) to a third party service organisation.

In completing our audit, we performed relevant audit procedures over the control environment of the Manager, the Custodian, the Administrator and the Registrar to support our audit conclusions.

Other information

The Manager is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

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



In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Manager for the financial statements

The Manager is responsible for the preparation and fair presentation of the financial statements in accordance with NZ IFRS and IFRS, and for such internal control as the Manager determines 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 Manager is responsible 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 Manager either intends 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) and ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located at the External Reporting Board's website at:

<https://www.xrb.govt.nz/assurance-standards/auditors-responsibilities/audit-report-2/>

This description forms part of our auditor's report.

Who we report to

This report is made solely to the Fund's unitholders, as a body. 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 Fund's unitholders, as a body, for our audit work, for this report or for the opinions we have formed.

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

For and on behalf of:

Chartered Accountants
21 July 2021

Wellington