



INDEPENDENT ASSURANCE REPORT ON DISCLOSURE INFORMATION

To the Directors of WEL Networks Limited

We have examined the attached reports (“the disclosure information”), which relate to disclosure information prepared by WEL Networks Limited (the Company) for the year ended 31 March 2011 and dated 23 August 2011 for the purposes of information requirements set out in clauses 3, 4(1), 6(1) and 7(5) of the Electricity Distribution (Information Disclosure) Requirements 2008 (“the Requirements”). In this report the attached reports are called “the disclosure information”.

Directors’ Responsibilities

The Directors are responsible for preparing disclosure information which complies with the Requirements.

Responsibilities of the Independent Accountant

It is our responsibility to express an independent opinion on the disclosure information and report our opinion to you.

Basis of Examination

We conducted the engagement in accordance with the Standard on Assurance Engagements (New Zealand) 3100: *Compliance engagements* issued by the New Zealand Institute of Chartered Accountants.

Historical financial information included in reports FS1, FS2, FS3, AV1, AV2, AV3, AV4, MP2, MP3 and AM1

Our procedures included examination, on a test basis, of evidence relevant to the historical amounts and disclosures contained in reports FS1, FS2, FS3, AV1, AV2, AV3, AV4, MP2, MP3 and AM1 of the disclosure information.

It also included an assessment of the significant estimates and judgements, if any, made by the Company in the preparation of the disclosure information.

We planned and performed our examination of the disclosure information so as to obtain all the information and explanations which we considered necessary, including for the purpose of obtaining sufficient evidence to give reasonable assurance that the disclosure information has been prepared and presented in accordance with the Requirements in all material respects. In forming our opinion we also evaluated the overall adequacy of the presentation of supporting information and explanations in the disclosure information.

Historical non-financial information included in reports MP1, MP2 and MP3

In relation to the historical non-financial information for the year ended 31 March 2011 which is disclosed pursuant to clause 6(1) of the Requirements, we have undertaken procedures to provide reasonable assurance that the amounts and disclosures in reports MP1, MP2 and MP3 have been:

- compiled in accordance with guidance issued pursuant to the Requirements; and
- calculated based on the source data provide by the Company. We have not performed audit procedures on the source data.

Prospective financial and non-financial information included in reports MP3 and AM1

Our work has been limited to assessing whether the information has been presented on a basis consistent with the regulatory accounting or technical measurement requirements used for disclosures



for the financial year ended 31 March 2011 and the immediately preceding financial year, and that the information has been calculated based on source data provided by the company. We have not performed audit procedures on the source data.

We acknowledge that it is likely that actual results will vary from those forecasted, since anticipated events frequently do not occur as expected (and those variations may be significant).

Relationship and Interests

We have no relationship with or interests in the Company other than in our capacities as auditors under the Companies Act 1993, independent accountants providing an assurance opinion on the disclosure information, and in the provision of other professional advisory services. We are not aware of any relationships between our firm and the Company that, in our professional judgment, may reasonably be thought to impair our independence.

Opinions

Unqualified Opinions

We have obtained all the information and explanations we have required. In our opinion:

- the disclosure information for the financial year ended 31 March 2011 complies with the Requirements; and
- proper records to enable the complete and accurate compilation of the disclosure information have been kept by the Company.

Historical financial information included in reports FS1, FS2, FS3, AV1, AV2, AV3, AV4, MP2, MP3 and AM1

In our opinion, having made all reasonable enquiry, to the best of our knowledge the historical financial information set out in the disclosure information in reports FS1, FS2, FS3, AV1, AV2, AV3, AV4, MP2, MP3 and AM1 has been presented in all material respects in accordance with the Requirements.

Historical non-financial information included in reports MP1, MP2 and MP3

In our opinion, having made all reasonable enquiry, to the best of our knowledge the historical non-financial information included in reports MP1, MP2 and MP3 relating to the year ended 31 March 2011 in accordance with clause 6(1) of the Requirements has been:

- a) compiled in accordance with guidance issued pursuant to the Requirements; and
- b) calculated based on the unaudited source data provided by the Company.

Prospective financial and non-financial information included in reports MP3 and AM1

In our opinion, having made all reasonable enquiry, to the best of our knowledge the prospective financial and non-financial information included in reports MP3 and AM1 in accordance with clauses 6(1) and 7(5) of the Requirements has been:

- a) presented on a basis consistent with the regulatory accounting or technical measurement requirements used for disclosures for the 31 March 2011 financial year; and
- b) calculated based on the unaudited source data provided by the Company.



Restriction on Distribution or Use

This report is made solely to the Company's Directors in accordance with the Requirements. Our assurance work has been undertaken so that we might state to the Company's Directors those matters which we are required to state to them in an independent assurance report issued in accordance with the Requirements and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company's Directors, for our assurance procedures, for this report or for the opinions we have formed.

The assurance engagement was completed on 23 August 2011 and our unqualified opinions are expressed as at that date.

A handwritten signature in black ink that reads 'PricewaterhouseCoopers'.

PricewaterhouseCoopers
23 August 2011

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