

WEL NETWORKS LIMITED

Statement of Financial Performance For the year ended 31 March 2006

	Note	Line Business	
		2006 (\$000s)	2005 (\$000s)
Operating revenue	1	51,215	46,123
Operating expenses	2	(31,474)	(28,402)
Operating surplus before interest & taxation		19,741	17,721
Interest expense	3	(4,130)	(3,696)
Operating surplus before taxation		15,611	14,025
Taxation expense	4	(5,273)	(5,719)
Net surplus attributable to the shareholders of the parent company		10,338	8,306

Statement of Movements in Equity For the year ended 31 March 2006

	Note	Line Business	
		2006 (\$000s)	2005 (\$000s)
Equity as at 1 April		154,904	176,988
Net Surplus for the year		10,338	8,306
Total Recognised Revenue and Expenses		10,338	8,306
Dividends		-	(30,390)
		-	(30,390)
Equity as at 31 March		165,242	154,904

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Statement of Financial Position As at 31 March 2006

	Note	Line Business	
		2006 (\$000s)	2005 (\$000s)
Tangible assets			
Current assets	6	23,344	25,975
Fixed assets	7	223,025	202,731
Total tangible assets		246,369	228,706
Intangible assets			
Goodwill		-	-
Other intangible assets		-	-
Total intangible assets		-	-
Total Assets		246,369	228,706
Liabilities			
Current liabilities	8	26,821	22,641
Non current liabilities	9	54,306	51,161
Total liabilities		81,127	73,802
Equity			
Capital Notes		-	-
Equity	5	165,242	154,904
Total capital funds		165,242	154,904
Total equity and liabilities		246,369	228,706

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Statements of Cash Flows For the year ended 31 March 2006

	Note	Line Business	
		2006 (\$000s)	2005 (\$000s)
Cash Flows From Operating Activities			
Cash received from operations			
Receipts from customers		54,210	47,867
Interest received		837	1,051
Total cash received from operations		<u>55,047</u>	<u>48,918</u>
Cash disbursed on operations			
Payments to employees and suppliers		(25,125)	(20,113)
Interest paid		(4,130)	(3,696)
Income tax paid		(1,504)	(4,756)
Total cash disbursed on operations		<u>(30,759)</u>	<u>(28,565)</u>
Net cash flow from operations (refer to reconciliation below)		<u>24,288</u>	<u>20,353</u>
Cash Flows From Investing Activities			
Cash received from investing activities			
Sale of fixed assets		-	-
Investments maturing		-	-
Total cash from investing activities		<u>-</u>	<u>-</u>
Cash disbursed on investing activities			
Investments made		-	-
Fixed asset purchases		(27,984)	(21,138)
Total cash disbursed on investing activities		<u>(27,984)</u>	<u>(21,138)</u>
Net cash flow applied to/(from) investing activities		<u>(27,984)</u>	<u>(21,138)</u>
Cash Flows From Financing Activities			
Cash received from financing activities			
Loans raised		-	36,546
Total cash received from financing activities		<u>-</u>	<u>36,546</u>
Cash disbursed on financing activities			
Loans repaid		-	-
Dividend Paid		-	(32,549)
Total cash disbursed on financing activities		<u>-</u>	<u>(32,549)</u>
Net cash flow applied to/(from) financing activities		<u>-</u>	<u>3,997</u>
Net increase/(decrease) in cash held		(3,696)	3,212
Cash at the beginning of the year		21,727	18,515
Cash at the end of the year	6	<u>18,031</u>	<u>21,727</u>

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Statements of Cash Flows (continued)
For the year ended 31 March 2006

		Line Business	
	Note	2006 (\$000s)	2005 (\$000s)
Reconciliation of net cash flows from operating activities with surplus after taxation.			
Surplus after taxation		10,338	8,306
Non cash items			
Depreciation	2	7,221	6,438
Deferred tax	4	3,145	2,217
Total non cash items		10,366	8,655
(Increase)/decrease in working capital			
Trade Debtors		(1,062)	(208)
Other current assets		(3)	(19)
Trade & other creditors		3,535	4,579
Customer deposits		-	-
Annual and long service leave provision		21	(30)
Provision for taxation		624	(1,254)
Net decrease/(increase) in working capital		3,115	3,068
Items classified as investing activities			
Net loss/(gain) on sale of fixed assets		469	324
Net cash inflow from operating activities		24,288	20,353

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Statement of Accounting Policies For the year ended 31 March 2006

These financial statements are prepared and presented in accordance with the Electricity Information Disclosure Requirements 2004.

A. General Accounting Policies

The general accounting policies recognised as appropriate for the measurement and reporting of results and the financial position have been followed in the preparation of these financial statements.

The historical cost method, as modified by the revaluation of certain assets, has been followed.

The Electricity Information Disclosure Handbook 2004 has been followed in the preparation of these financial statements.

B. Particular Accounting Policies

The particular accounting policies which have a significant effect on the financial performance and financial position are as follows:

(a) Income Tax

The income tax expense charged to the Statement of Financial Performance includes both current and deferred tax. Deferred tax is calculated using the liability method, and is accounted for using the comprehensive basis, except that deferred tax is not provided on asset revaluations of the distribution system.

(b) Trade Debtors

Trade debtors are stated at their estimated realisable value after adequate provision for doubtful debts. Bad debts are written off in the period they are identified.

(c) Revenue Recognition

Line revenues include an accrual for charges incurred by customers but not billed at balance date.

(d) Inventories

Inventories are valued at the lower of weighted average cost and net realisable value. Work in Progress is valued at cost comprising direct labour, materials, freight and a proportion of production overheads based on a normal level of activity.

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(e) Fixed Assets

The distribution system is revalued by independent valuers every three years based on an optimised deprival value basis. Additions to the distribution system are stated at cost.

Land and buildings are revalued by independent valuers every three years on the basis of open market value for existing use.

Cost for internally constructed assets comprise direct labour, materials, freight, and a proportion of production overheads based on a normal level of activity. All other fixed assets are recorded at cost less accumulated depreciation.

(f) Depreciation of Fixed Assets

Depreciation of the distribution system and buildings is provided for on a straight line basis over their estimated useful lives as follows:

Buildings	3.0%
Distribution system	2.9%

Depreciation of other fixed assets is provided for on a diminishing value basis as follows:

Plant and Equipment	20 - 50%
Vehicles	25%

(g) Principles of Line Business Split

The line business forms a segment of the operations of the Group. The allocation of costs, revenue, assets and liabilities was carried out on a basis which reflects the items attributable to this segment of the Group.

Where possible, financial statement items were allocated directly to the line business. In those instances where direct allocation was not possible, the avoidable cost allocation methodology was employed, which has resulted in allocations as follows:

Corporate Overheads

Corporate overhead costs were allocated as follows:

Directors fees and associated costs	Weighted fixed assets
Chief executive and associated costs	Weighted fixed assets
Consultants and business analysts	Weighted fixed assets
All other costs	Weighted staff numbers

Items have been weighted by multiplying the value attributable to Other by 33%

Property Costs

Allocated using market based rentals.

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Expenditure

Where a segment of the Group performs line activities in addition to other functions each item of expenditure incurred by that segment has been allocated to the line business in proportion to the total level of line business activity undertaken by the segment. This has been achieved using the following methodologies:

Customer services/billing	10% Lines
Marketing	Revenue

Bank Balances

Cash and bank balances have been allocated based on cash movements as per the cash flow statement.

Fixed Assets

Fixed assets used by both the line and another activity have been allocated to the line business on the following basis:

Motor vehicles	Weighted staff numbers
Plant, Furniture and equipment	Weighted staff numbers

Items have been weighted by multiplying the value attributable to Other by 33%

Creditors

Creditors not directly attributable to the line business have been allocated in proportion to the expenditure allocation as noted above.

Provision for Annual and Long Service Leave

The amount of the provision attributable to employees working on both the line business and other activities has been allocated to the line business in proportion to wages expenditure.

(h) Leased Assets

Operating Leases

Operating Lease payments are recognised as an expense in the period the amount is payable.

C. Changes in Accounting Policy

There have been no changes in accounting policies applied during the year under review.

Certain comparatives have been re-classified to ensure greater transparency and comparability between periods.

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2006

	Line Business	
	2006	2005
	(\$000s)	(\$000s)
1 Operating Revenue		
Revenue from Other	-	-
Line access charges	63,381	57,938
Discount	(18,600)	(14,100)
AC Rental Rebates	2,521	1,234
Interest	837	1,051
Revenue from other business	-	-
Other operating revenue	3,076	-
Total Operating Revenue	51,215	46,123
2 Operating Expenditure		
Transmission charges	12,950	11,755
Transfer payments to Other business for:		
Asset Maintenance	4,920	3,813
Disconnections/Reconnection services	-	-
Meter data	-	-
Consumer based load control services	-	-
Avoided transmission (own generation)	-	-
Royalty & patent expenses	-	-
Other goods/services	-	-
Total transfer payment to Other business	4,920	3,813
Expenses to entities that are not related parties for:		
Asset Maintenance	-	-
Disconnections/Reconnection services	-	-
Meter data	-	-
Consumer based load control services	-	-
Royalty & patent expenses	-	-
Other goods/services	-	-
Total of specified expenses to non-related parties	-	-
Employee salaries, wages and redundancies	3,692	3,555
Customer billing & Information System expense		
Depreciation on:		
System fixed assets	6,222	5,690
Other assets	999	748
Total depreciation	7,221	6,438
Amortisation of:		
Goodwill	-	-
Other Intangibles	-	-
Total amortisation of intangibles	-	-
Corporate & administration	642	467
Human resource expenses	318	248
Marketing/advertising	132	245
Merger and acquisition expenses	-	-
Takeover defence expenses	-	-
Research & development expenses	-	-
Consultancy & legal expenses	456	911

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	Line Business	
	2006	2005
	(\$000s)	(\$000s)
Operating Expenditure (continued)		
Donations	-	-
Directors' Fees	229	241
Auditors' Fees		
Audit Fees to principal auditors	20	20
Audit Fees to other auditors	-	-
Other services provided by principal and other auditors	61	79
Total auditors' fees	81	99
Net loss on sale of fixed assets	469	324
Cost of offering credit		
Bad Debts written off	-	-
Increase in estimated doubtful debts	-	-
Total cost of offering credit	-	-
Local Authority rates expense	212	216
AC Loss-rental rebates (distribution to retailers/customers) expense	-	-
Rebates to customers due to ownership interest	-	-
Subvention payments	-	-
Unusual expenses	-	-
Other expenditure	152	90
Total operating expenditure	31,474	28,402
3 Interest expense		
Interest expense on borrowings	4,130	3,696
Finance charges relating to finance leases	-	-
Other interest expenses	-	-
Total interest expense	4,130	3,696

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	Line Business	
	2006 (\$000s)	2005 (\$000s)
4 Taxation		
Profit before taxation	15,611	14,025
Tax on profit at 33%	5,152	4,628
Tax effect of permanent differences	121	1,091
Total taxation expense	5,273	5,719
Represented by:		
Deferred income tax liability	3,145	2,217
Current taxation provision	2,128	3,502
	5,273	5,719
Deferred income tax liability		
Balance at the beginning of the year	14,615	12,393
Adjustments for prior periods	(21)	5
Current year timing differences	3,166	2,217
Balance at the end of the year	17,760	14,615
The tax effect of timing differences arising from asset revaluations of the distribution system approximating \$28,036,000, which would only crystallise on disposal, have not been recognised.		
5 Shareholders Funds		
Issued and Paid In Capital	41,504	41,504
All ordinary shares carry equal voting rights		
Asset revaluation reserve	104,612	104,612
Retained earnings	19,126	8,788
Minority interests in subsidiaries	-	-
Total Equity	165,242	154,904
Asset Revaluation Reserve		
Balance at the beginning of the year	104,612	104,612
Asset revaluation	-	-
Transfer to Retained Earnings	-	-
Balance at the end of the year	104,612	104,612
Retained Earnings		
Balance at the beginning of the year	8,788	30,872
Net surplus after tax	10,338	8,306
Dividends	-	(30,390)
Transfer from Revaluation Reserve		
Balance at the end of the year	19,126	8,788

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		Line Business	
		2006 (\$000s)	2005 (\$000s)
6	Current assets		
	Cash and Bank	18,031	21,727
	Trade debtors	5,307	4,245
	Short term investments	-	-
	Inventories	-	-
	Other current assets	6	3
	Tax recoverable	-	-
	Total current assets	23,344	25,975
7	Fixed Assets		
	System Fixed assets		
	Distribution System		
	At cost	37,858	14,302
	At valuation	182,188	182,189
	Land		
	At cost	-	-
	At valuation	1,276	1,276
	Buildings		
	At cost	-	-
	At valuation	1,402	1,403
	Furniture Plant & Equipment		
	At cost	-	-
	At valuation	-	-
	Accumulated depreciation	222,724	199,170
	Distribution System		
	At cost	(3,675)	(213)
	At valuation	(7,921)	(5,283)
	Buildings		
	At cost	-	-
	At valuation	(84)	(42)
	Furniture Plant & Equipment		
	At cost	-	-
	At valuation	-	-
	Total System Fixed Assets	(11,680)	(5,538)
	Capital Spares	944	161
	Vehicles		
	Cost	567	411
	Accumulated depreciation	(174)	(152)
	Net book value	393	259

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	Line Business	
	2006	2005
	(\$000s)	(\$000s)
Fixed Assets (continued)		
Furniture, Plant and Equipment		
Cost	12,642	11,730
Accumulated depreciation	(10,630)	(9,829)
Net book value	2,012	1,901
Total before assets under construction	214,393	195,953
Capital assets under construction	7,954	6,060
Consumer billing & information system assets	-	-
Other fixed assets		
Cost	1,355	1,355
Accumulated depreciation	(677)	(637)
Net book value	678	718
Total net book value	223,025	202,731

Land and Buildings were revalued on 31 March 2004 by DTZ Registered Valuers.

The distribution system was revalued on 31 March 2004 by Sinclair Knight Merz (NZ) Limited Registered Engineers.

Other fixed assets represent the amount paid to Hamilton City Council in 1989 for the use of substations buildings. This amount is being depreciated over a period of 33 years.

Centralised load control equipment (included as part of the distribution system)	1,145	1,180
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8 Current liabilities

Bank overdraft & short term borrowings	-	-
Trade creditors	24,956	21,430
Provision for annual and long service leave	199	178
Provision for dividend	-	-
Provision for tax	1,248	624
Other current liabilities	418	409
Total current liabilities	26,821	22,641

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		Line Business	
		2006	2005
		(\$000s)	(\$000s)
9 Non-current Liabilities			
Payables and accruals		-	-
Borrowings (refer note 17)		36,546	36,546
Deferred tax		17,760	14,615
Other non-current liabilities		-	-
Total non-current liabilities		54,306	51,161

10 Contingencies

There are no contingent liabilities (2005: nil).

11 Capital commitments

Capital expenditure

Capital commitments as at 31 March 2006 are estimated at \$1,499,000 (2005: \$4,314,000).

Operating Leases

Non-cancellable operating lease commitments:

Within one year	54	73
Later than one, not later than two years	43	54
Later than two, not later than five years	120	123
Later than five years	759	799
Total Operating Leases	976	1,049

The Group leases land and premises. Operating leases held over properties give the Group the right to renew the lease subject to a predetermination of the lease rental by the lessor. There are no options to purchase in respect of land and premises held under operating leases.

12 Financial Instruments

(a) Risk

Nature of activities and management policies with respect to financial instruments:

(i) Concentrations of Credit Risk

In the normal course of its business, the Group incurs credit risk from trade receivables from customers and transactions with financial institutions. A provision has been set up for trade receivables which are unlikely to be collected.

The Group has a credit policy which is used to manage this exposure to credit risk. As part of this policy, limits on exposures with counterparties have been set and are monitored on a regular basis.

The Group has in excess of 90% of its trade debtors owing from the incumbent retailer. This debt is subject to a written agreement and regular credit checks. The Group does not require any collateral.

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Financial Instruments *(continued)*

(b) Fair Values

The Directors estimate that the carrying amounts of financial instruments in the Statement of Financial Position equal their fair values.

13 Related Party Transactions

The Lines Business has received services from WEL Networks Operations Division. Both entities form part of WEL Networks. All transactions between the two parties are at arms length and at market rates. There have been no transactions at nil or nominal value.

There are no outstanding balances between the two parties. No debts were forgiven or written off.

Details of the transactions are as follows:

	Line Business	
	2006	2005
	(\$000s)	(\$000s)
(a) Construction of subtransmission assets	7,539	5,897
(b) Construction of zone substations	1,955	260
(c) Construction of distribution lines and cables.	7,051	6,975
(d) Construction of medium voltage switchgear	475	856
(e) Construction of distribution transformers.	836	773
(f) Construction of distribution substations	398	91
(g) Construction of Low voltage lines & cables	3,640	3,007
WEL Networks was involved in connecting new consumers to its network and the following costs were incurred:		
(h) Relays for new connections	947	-
Consumer connections	3,840	4,020
(i) Maintenance of distribution system	4,920	3,813
	31,601	25,692

In some cases estimates have been used to apportion costs between the categories listed above.

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	Line Business	
	2006	2005
	(\$000s)	(\$000s)
14 Imputation Credit Memorandum Account		
Balance at the beginning of the year	20,739	31,747
Dividends allocated	-	(15,988)
Taxation paid	1,717	4,980
Taxation refunds received	(200)	-
Balance at the end of the year	22,256	20,739
15 Adjusted net working capital	(20,260)	(17,607)
16 Interest tax shield	1,087	873
17 Convertible Note		

On 30 June 2004 the Company paid a dividend of \$37.4m to its 100% shareholder, WEL Energy Trust. On the same day the Company issued \$37.4m of convertible notes to the WEL Energy Trust. The Notes are subordinated to all other forms of debt. They are unsecured and bear interest of 8.3% p.a, accrued monthly. The Notes are convertible into an amount of ordinary shares equal to the face value of the Notes, divided by the assessed fair value of WEL shares at the date of conversion. Conversion is at the discretion of the Directors provided 30 business days notice is given.

The Line Business share of the above transaction was \$36,546,000.