THEPOWERCOMPANYLTD

ANNUAL REPORT
2022

Front cover: Allendale Regulator.

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Registered Office
251 Racecourse Road
P O Box 1748
Invercargill 9840
New Zealand
Telephone: 03 2111899
Email: enquiries@powernet.co.nz
Website: www.tpcl.co.nz

Principal Bankers
ANZ Bank New Zealand Ltd
Westpac New Zealand Ltd
Pricoa United States Private Placement

Auditors
Elizabeth Adriana (Adri) Smit
PricewaterhouseCoopers
Christchurch

Solicitors
AWS Legal
Invercargill

About The Power Company Limited

The Power Company Limited (TPCL) continues to be one of New Zealand's best-performing, predominantly rural networks.

Established in 1991, The Power Company Limited (TPCL) is one of New Zealand's best-performing, predominantly rural networks, delivering a safe, efficient and reliable power supply to over 37,100 homes and businesses across rural Southland and West Otago.

We are fully owned by the customers connected to TPCL's network through our Trust owners, the Southland Electric Power Supply Consumer Trust (Southland Power Trust). The Trust ownership structure ensures TPCL's connected customers remain intrinsic to our company and the decisions we make – to ensure our customers receive a resilient, reliable and future-ready electricity supply. In the past, the company has operated as the Southland Electric Power Board and Southland Electric Power Supply.

TPCL owns 50% of PowerNet Limited (PowerNet), the joint venture network management company also owned 50% by Electricity Invercargill Limited. We also own 75.1% of the OtagoNet Joint Venture (OJV) network, 75.1% of the Lakeland Network Limited (LNL) in Queenstown Lakes, Wānaka and Cromwell, and we have a 25% share in the Southern Generation Limited Partnership (SGLP).

Investment and diversification in new generation assets continues to be an important strategic driver for our company. Our 25% share in the Southern Generation Limited Partnership (SGLP) actively supports New Zealand's decarbonisation efforts, where the acquisition of renewable electricity generation assets continues to contribute to the country's net-zero carbon footprint goals and adds significant value to TPCL's balance sheet.

With a Regulatory Value of $398 million, TPCL contracts our joint venture company PowerNet Limited (PowerNet) to develop, manage, construct, and maintain our network and metering assets. Our asset base is made up of 8,862km of power lines and 11,339 distribution transformers, with a capacity of 470MVA. In 2021-22, we spent $35.1million on capital and maintenance works to enhance and improve TPCL's network.

Our network manager, PowerNet, recovers its costs through a charging regime on capital and maintenance work, and through an agency fee for management services. PowerNet charges line and metering charges to electricity retailers, pays transmission costs, and passes the revenue and expenses through to TPCL. The revenue provides a return on investment for TPCL and recovers our overheads, depreciation and operating costs.

Other revenue is derived from capital contributions made by customers wanting to connect to TPCL's network, together with commercial returns from the company's investments in OJV, LNL and PowerNet, as well as returns from the new SGLP assets we own in conjunction with Electricity Invercargill Limited (EIL) and Pioneer Energy Limited.

TPCL Statistics as at 31 March 2022	
Total Connected Consumers	**37,102**
Residential	27,534
Industrial	213
Commercial	9,355
Network length	8,862km
Consumer density	4.19 consumers/km
Number of distribution transformers	11,339
Distribution transformer capacity	470.4MVA
Maximum demand	160MW
Total energy conveyed	836GWh
Regulatory Value	$398 million

Flat Hill, Bluff.

Our Investments

PowerNet Limited (PowerNet)

The Power Company Limited (TPCL) has a 50% shareholding in the region's electricity asset management company, PowerNet. The remaining equal share is held by TPCL's joint venture partner, Electricity Invercargill Limited (EIL).

PowerNet is contracted to manage the TPCL network - primarily its capital and maintenance works programme, and its metering assets.

PowerNet continues to deliver for TPCL, with its performance judged by the value and efficiency of its network asset management, and its commercial growth and business development focus. This is supported through its active commitment to serving our customers with a safe, reliable and efficient power supply by continued development of the network, operating a 24/7 network control and faults centre, and supporting the decarbonisation of our region through investment in new energy technologies and solutions.

Lakeland Network Limited (formerly Electricity Southland Limited)

Lakeland Network Limited (LNL) is based in the Queenstown Lakes area and provides the network that powers the region, delivering electricity and the capacity required to meet the needs of the growing local community.

Established in 1995 by TPCL and EIL, formerly as Electricity Southland Limited (ESL), it was rebranded in 2021-22 to the 'Lakeland Network'. The rebrand has been integral to promoting the network to the public and developers.

LNL's assets now total $41.7 million, and TPCL holds a 75.1% share. Regulatory reporting is under the OJV network.

With continuous growth, we believe our network is the network of choice in the region, with over 3,400 installation connection points. The modern Lakeland Network (LNL) is built completely underground and has invested over $35 million in electricity infrastructure.

The network is reticulated on the Frankton Flats area. It extends to the eastern corridor, across the Shotover River to supply the Shotover Country subdivision, the Queenstown Country Club retirement village, Bridesdale and Kawarau Heights subdivisions, with future growth planned for the Ladies Mile area.

It also brings electricity to the southern corridor – from the Kawarau bridge to the Kawarau Falls area (including the Hilton Queenstown Resort) and extends south to supply to the fast-growing Hanley's Farm subdivision.

The Remarkables Park development continues, with construction for a new Hyatt Centric Hotel, a Research and Innovation Centre, and the Hawthorne North commercial subdivision planned for 2022-23. LNL also supported the electricity supply needs of the growing health and medical services in the region during the reporting year, helping enable the opening of a new Southern Cross Hospital and Club House by Queenstown Country Club (which includes a new aged care facility).

LNL also manages the embedded networks in Wānaka, comprising Northlake (900), Clearview (112) and Hikuwai (250) subdivisions, as well as the Wooing Tree (250) subdivision in Cromwell.

OtagoNet Joint Venture (OJV)

OJV was formed in 2002 after the purchase of electricity network assets from shareholders of the consumer co-operative company, Otago Power Limited. OJV is jointly owned by TPCL (75.1%) and EIL (24.9%).

OJV has 15,446 customers spread over a vast area of coastal and inland Otago, from Shag Point in the north-east, through to St Bathans, and south to the Chaslands.

OJV's presence in South Otago was consolidated with the official opening of a new purpose-built $8.5 million PowerNet Balclutha facility in May 2021.

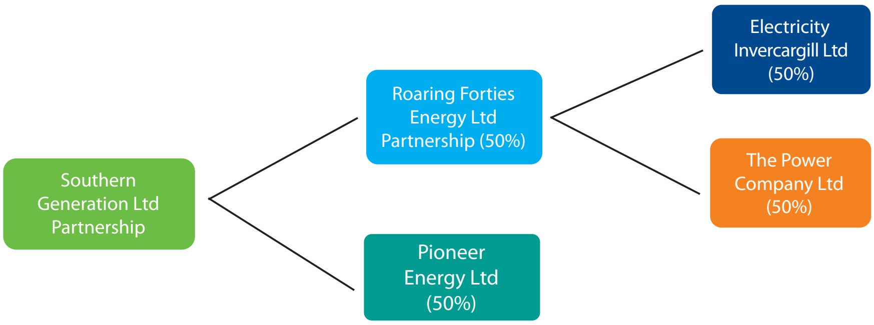
OJV has a Regulatory Value of $198 million.

Our Investments *continued*

Southern Generation Limited Partnership (SGLP)

We remain steadfast to our commitment to decarbonisation, and to helping New Zealand transition from fossil fuels to renewable energy. As part of our core strategic focus, we continue to build our wind and hydro power generation portfolio as part of the SGLP, where we have been partners with EIL and Pioneer Energy Ltd since 2015 to ensure clean, green renewable electricity assets continue to grow.

Our renewable energy portfolio is managed by our partner, Pioneer Energy Ltd. TPCL and EIL jointly own 50 percent of SGLP (25% each) through the joint venture, Roaring Forties Energy Limited Partnership (RFELP). Pioneer Energy Ltd owns the remaining 50 percent. The total value of SGLP assets is $170 million.



Southern Generation Limited Partnership structure

In July 2021, the partnership invested $15.5 million in purchasing three small hydro electric assets located across the Central North Island - two in the King Country (at Speedys Road and Mangapehi), and one near Matawai (between Gisborne and Opotiki). The hydro electric stations combined can generate up to 24 GWh of electricity each year.

In 2021-22 the total generation output of SGLP's two wind generation sites, together with the six hydro power stations, was 218.2 GWh.

This was made up of:

- Mt Stuart - 17.6 GWh
- Flat Hill - 23.5 GWh
- Aniwhenua - 110.3 GWh
- Upper Fraser - 34.6 GWh
- Matiri - 20.5 GWh

The three new hydro stations (Speedys Road, Mangapehi, and Matawai) provided generation of 11.7 GWh, from July 2021.

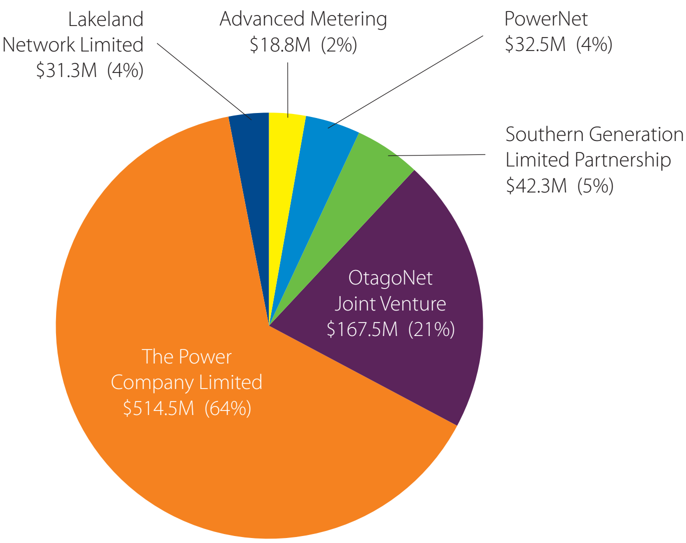
Southern Generation Limited Partnership assets.

Our Investments *continued*

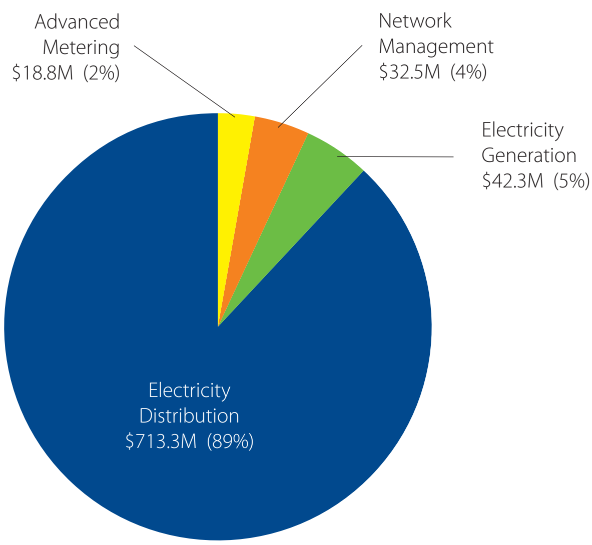
TPCL Group – Asset Breakdown

The investment make-up by asset investment and investment type clearly illustrates TPCL's strategy of diversification being achieved within the electricity sector. Historically, TPCL's predominant investment has been in the TPCL electricity network, and this now makes up 64% of TPCL's investment portfolio. While renewable electricity distribution is by far the predominant investment type accounting for 89% of all investment, advanced metering and network management make up 6% of TPCL's investments, and there is now significant diversification into electricity generation. This diversification is important to secure long-term sustainable investment return.

Asset Investment $806.9million



Investment Type $806.9 million



Seaward Bush Switchroom.

The Year in Review

Operational Performance

In 2021-22, significant investment continued in new and existing assets on TPCL's network. Many projects were completed to maintain and improve service levels and to create additional network capacity. Capital expenditure totalled $24.8 million with a further $10.3 million spent on maintenance.

Significant milestones on TPCL's network this year included work to upgrade the Seaward Bush 33kV substation to improve its protection systems, and our continued efforts to upgrade the Athol 5 Feeder. We also carried out a $4 million earth upgrade programme across our network to reduce network risks during faults.

Seaward Bush 33kV Structure Substation Upgrade

The obsolete Remote Terminal Unit has now been renewed. The aged 33kV overhead structure has been replaced with 33kV Ring Main Units and the protection has been upgraded to provide arc flash protection of the 11kV indoor switchboard.

Athol 5 Feeder Upgrade

This is a multi-year project. The upgrade of the Athol 5 Feeder began in January 2021 and the first 5km of line upgrade was completed in March 2021. The second phase to establish two voltage regulators (one of which is Allendale) within the circuit was progressed in the 2021-22 year.

Earth Upgrades

Ensuring satisfactory and safe ground resistance for an earth system requires regular monitoring. A $4 million programme on TPCL's network was carried out to improve installations and reduce network risk during faults. Upgrade works included installation of additional earthing rods or banks, replacing surface material (asphalt or gravel) and regular testing and inspection of all network earth locations and conductive fences.

Customer Connections and Asset Replacements

TPCL invested $3.7 million in new customer connections in 2021-22, an increased investment from the 2020-21 year.

The Power Company Projects

Project	Approximate Expenditure
Line and pole replacement and renewal	$7,636,000
Earth upgrades	$4,058,000
New customer connections and subdivisions	$3,701,000
Air break switch renewals	$1,755,000
Transformer replacements	$1,219,000
Seaward Bush remote terminal unit	$889,000

The Year in Review *continued*

SAIDI and SAIFI

As a consumer owned business, TPCL is exempt from the requirement to comply with the Commerce Commission's price quality regime. Nonetheless, TPCL calculates and measures itself against the quality limit that would have been in effect had it not been exempt.

There are two reliability metrics that are commonly used by electricity distribution businesses. They are SAIDI (system average interruption duration index) and SAIFI (system average interruption frequency index).

SAIDI measures the average outage duration for each customer served and is measured in minutes or hours over the course of a year. The SAIDI and SAIFI metrics guide a distributor's consideration of investment in quality that reflects consumer expectations of price and quality.

SAIFI measures the average number of interruptions that a customer would experience over a year, measured in units of interruptions per customer. Unplanned interruptions are also subject to normalisation.

Normalisation limits the impact of unpredictable major events, such as severe weather events, being mistaken for signs of deterioration. To ensure we track TPCL's reliability performance according to SAIDI and SAIFI metrics, PowerNet investigates all significant events and outages on the network, on our behalf. This helps to identify failure modes so we can implement improvement plans to mitigate future occurrences.

PowerNet also has a web interface which displays the location of planned interruptions on a map with key information. This means TPCL's customers can easily understand the impact of planned disruptions.

SAIDI results for both planned and unplanned outages are assessed against an overall limit and a revenue incentive target. For non-exempt businesses, like EIL and OJV, the incentive target allows for additional revenue to be available to the EDB, based on improved service to customers.

Planned outage results have annual limits and targets, but are ultimately assessed against a limit set for the full regulatory period – in this case 2020-2025.

TPCL exceeded the SAIDI Unplanned and SAIFI Planned annual limits. The planned results indicate a high number of planned outages of shorter duration, as well as good usage of early customer notification.

The SAIDI Planned and SAIFI Unplanned interruptions were within the annual limits.

	Actual	Limit	Incentive Target
TPCL SAIDI Planned	109.43	141.81	47.27
TPCL SAIFI Planned	0.8422	0.6640	
TPCL SAIDI Unplanned	159.83	156.53	128.66
TPCL SAIFI Unplanned	2.6161	3.5640	

Regulatory Environment

Through our management agreement with PowerNet, TPCL continues to ensure all business operations are delivered within the scope of relevant regulations and standards. We work to ensure our business complies with rules set by our industry regulators, the Commerce Commission and the Electricity Authority, as well as ensuring we conduct our business according to the relevant guidelines of WorkSafe New Zealand. PowerNet, on behalf of TPCL, also works with the wider industry's representative organisations, such as the Electricity Networks Association, to engage and contribute to the direction of electricity distribution in New Zealand.

We are committed to a proactive approach to applying regulations in our work – through ensuring awareness and understanding of regulations and, where appropriate, input to regulations to ensure they are targeted, efficient and effective, and result in safe outcomes. Through PowerNet, TPCL also reviews staff awareness and compliance with relevant Acts and Regulations via the ComplyWith legal compliance survey.

Alongside defined regulatory reporting requirements, TPCL's regulatory work programme includes consideration of proposed changes to areas such as information disclosure reporting; distribution pricing; and the impact and implications of changes to the Resource Management Act. TPCL looks forward to implementation of the newly announced Transmission Pricing Methodology and the removal of the low fixed charge regulations, both of which are scheduled to commence in 2023.

The Year in Review *continued*

Company Constitution Review

Southland Electric Power Supply Consumer Trust (Southland Power Trust) adopted a new Constitution for the Company on 10 June 2022.

As disclosed in the subsequent event note to the financial statements the Company's bank facility agreements require written consent for a change in Constitution. Retrospective consent was obtained by the Board from the banks.

The Board is considering the implications of aspects of the changes in the Constitution on the operation of the Group.

Financial Performance

The Group operating surplus before discount, fair value adjustments and tax was $19.3 million for the year ended 31 March 2022 .

Fair value adjustments of $9.9 million provided a favourable contribution to the net surplus after tax (last year a favorable $5.5 million). This was due to the value of interest rate derivatives improving but was offset by an increase in the value of the onerous contract provision from the penny-a-unit contract due to increased consumption under this contract.

The consolidated result for TPCL is:

	31 March 2022 $'000	31 March 2021 $'000
Operating Surplus Before Discount and Fair Value Adjustments	19,257	19,858
Less Discount to Customers	(7,955)	(8,197)
Surplus Before Tax and Fair Value Adjustments	11,302	11,661
Fair Value Adjustments		
Unrealised (Loss)/Gain on Derivatives (NZ)	10,972	5,864
Derivatives Financial Instrument (Loss)/Gain(US)	(565)	2,237
Loss on Onerous Contract	(521)	(2,553)
	9,886	5,548
Net Surplus Before Tax	**21,188**	**17,209**
Taxation Expense	(5,621)	(4,164)
Net Surplus After Tax	**15,567**	**13,045**

COVID-19

The COVID-19 pandemic had minor impacts on our results in 2021-22. With the global pandemic now in its second year, TPCL's continued response to COVID-19 was well managed by PowerNet – showing their ability to adapt and respond with agility to the challenges it posed. The lessons learnt last year were applied to 2021-22, with improvements made as the PowerNet team traversed the fluctuating pandemic environment and the traffic light changes throughout the year. As an essential services provider, PowerNet's dedication, hard work and collaboration through the COVID-19 challenges ensured customers on TPCL's network continued to receive a safe, efficient, and reliable power supply.

Acknowledgements

The relationships we have forged continue to be intrinsic to the successful results TPCL delivers.

This is particularly due to the steadfast dedication and commitment of the PowerNet team. Their expertise and focus in managing our network continues to help TPCL realise its goal of being one of the best performing predominantly rural networks in New Zealand.

The affiliation we have with EIL is valued, as this collaboration will continue to provide long term benefits for the wider Southland region.

TPCL's Board and the Southland Power Trust have commenced a process of identifying their respective roles, as part of the constitution renewal process.

A positive working relationship is integral to executing our strategic goals, and critical to ensuring we remain focused on delivering an efficient and reliable power supply for our connected customers.

Our Community

Asset Management Plan

TPCL's Asset Management Plan (AMP) outlines how network assets will be managed and developed to provide a safe, efficient, and reliable electricity supply and service to our connected customers in the future. Through its governance and management framework, it outlines projects and operating expenditure planned for TPCL's network over the next 10 years.

TPCL continues to give customers the opportunity to have their say and provide input that enhances our business activities. Feedback from customers is used to develop our AMP and assists in our planning efforts to meet customer needs. As part of this, we work closely with customers and developers wanting to connect to TPCL's network so we can understand their requirements, and use that information to assist us in our asset management planning.

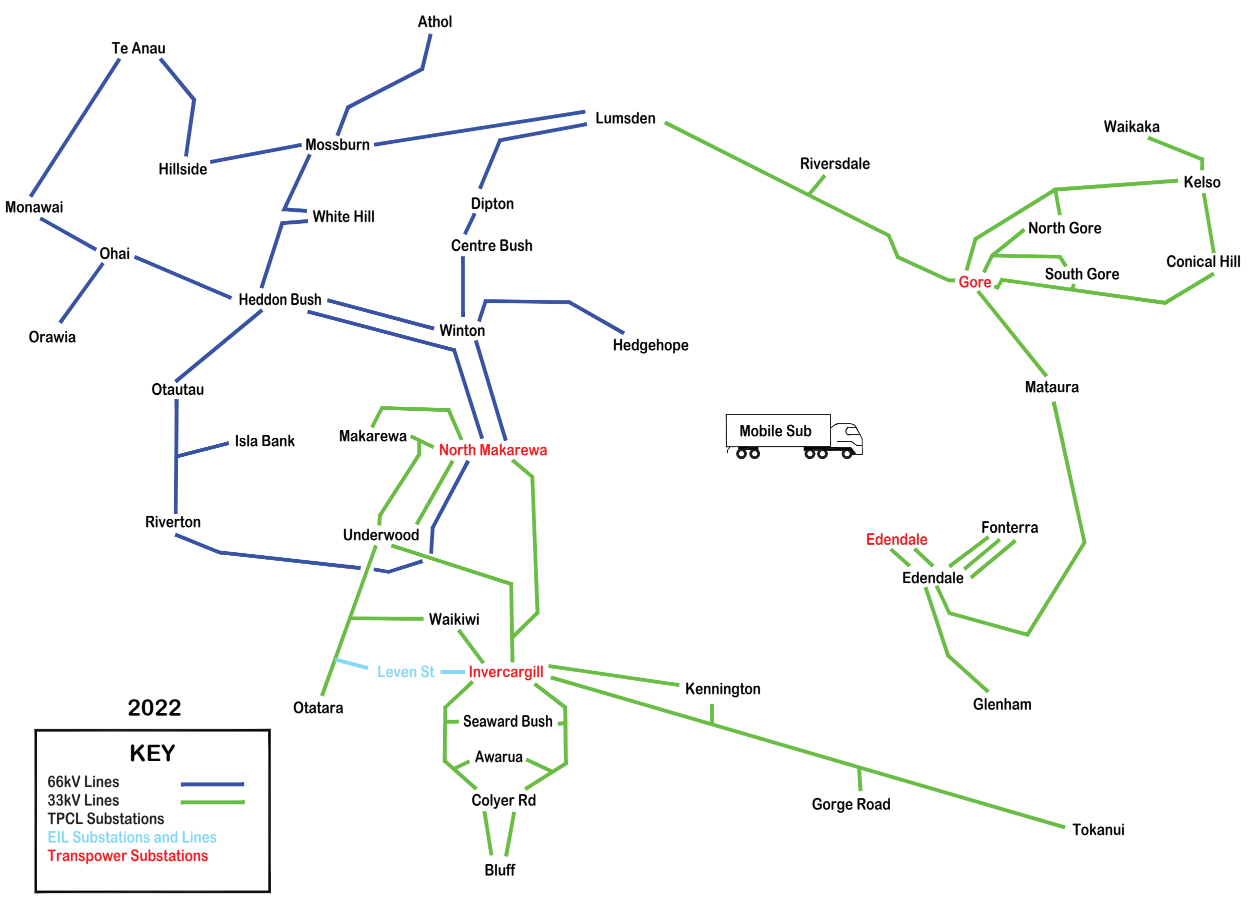
Our AMP identifies key short to medium-term projects and the service levels that need to be provided and maintained. The projects outlined in our AMP acknowledge the different customers that TPCL services, from small residential properties to major industries. The Plan identifies future needs, outlining the best options to meet customer requirements and to provide capacity for projected network growth.

Network capital expenditure outlined in our 10-year AMP is forecast at $34 million in 2022-23, and $23-$33 million in each of the following years. Investments outlined in the AMP include:

Investments outlined in the AMP include:

- New customer connections to the network ($2.4 million annually);
- Upgrading distribution lines in the Waimea Plains area to 22kV ($1.4 million);
- Continued upgrade of the supply from Athol to Kingston ($6.3 million);
- Asset replacements and renewals ($11.1 million - $18.9 million annually);
- Quality of supply projects ($0.5 million - $0.7 million annually); and
- Safety, environmental, and other projects ($1.9 million - $4.4 million annually).

TPCL's AMP can be viewed at: https://powernet.co.nz/disclosures/the-power-company/asset-management-plans/



Our Community *continued*

Community Support

Together with the Southland Power Trust, we continue to support the community by providing:

- A significant discount to customers connected to our network
- Supporting the Southland Warm Homes Trust's insulation and heating installations in the Southland and West Otago region
- Providing first aid and mental health first aid training to community groups, and supporting the delivery of the St John Whātuia te Wairoa | Weaving Wellbeing programme through the PowerNet partnership with St John.

Consumer Price Discount

TPCL was again delighted to deliver a price discount to its consumers in 2021, as it has done each year since 2001.

Through the price discount, a total of $9.43 million (including GST) was paid to electricity retailers and onto consumers' accounts across Southland and West Otago. This is a significant amount of money returning to southern communities and the largest amount given back to a community by any consumer/community-based entity in the south.

All residential consumers (connected at midnight on 31 August 2021) received a price discount of 2 cents per kilowatt hour (including GST) based on the power consumption recorded for their property. Eligible general customers (connected at midnight on 31 August 2021) received a price discount based on a combination of a percentage of fixed charges and 1.13 cents per kilowatt hour (including GST). Individual customers (connected at midnight on 31 August 2021) received a price discount on an individually assessed basis (including GST).

Since 2001 our annual price discount has put $126 million back into our southern communities, through consumers' electricity retailers.

Southland Warm Homes Trust (SWHT)

TPCL's annual contribution to support the Southland Warm Homes Trust (SWHT) is $62,500. TPCL supports PowerNet's administration services to the SWHT.

The SWHT, in conjunction with the Energy Efficiency and Conservation Authority (EECA), has completed over 8,000 insulation and heating retrofits in Southland and West Otago since 2008.

The Trust is a contracted insulation service provider in the Southland and West Otago area under the current government programme called Warmer Kiwi Homes. The subsidised insulation programme targets homeowners on low incomes, or homeowners who live in low socio-economic areas. The success of this programme in the first four years has resulted in the Government committing further funding of $73 million in May 2022 to extend the programme out to June 2024. This funding is administered by EECA through service providers who meet installation and health and safety standards.

Under the Warmer Kiwi Homes programme, eligible homeowners can have up to 95% of their ceiling and underfloor insulation cost, or a new efficient heating unit (heat pump or wood/pellet burner) funded by EECA. This includes the Trust contributing 15% of the subsidy from community funding. To be eligible, homes must be built prior to 2008, the homeowner (owner-occupier) must have a community services card, or own and be living in an area identified as low income.

In addition to the EECA/SWHT programme, SWHT and service provider Awarua Synergy offer other subsidies of up to $2,000 for households with high health needs to install insulation or an efficient heating unit.

11kV line at Fortrose.

Corporate Governance Statement

This statement provides an overview of the company's main corporate governance policies, practices and processes adopted or followed by the Board.

Role of the Board of Directors

The Power Company Ltd (TPCL) Board is currently comprised of six non-executive Directors (the "Board") who are appointed by the Southland Electric Power Supply Consumer Trust (SEPSCT).

The Board is responsible for direction and governance, establishing and monitoring the strategic direction of the Company, with day-to-day management delegated to the Group Chief Executive.

The Board's responsibilities include the groups overall objectives, management, stewardship, performance and reporting. The Board acts within the company's Constitution, and is committed to best practice governance, including partaking in ongoing professional development. New Directors undergo an induction process to assist with onboarding, through the management company, PowerNet Ltd (PowerNet).

The SEPSCT Trustees adopted a new Constitution for the Company on 10 June 2022. The Board is considering the implications of the changes on the responsibilities of Directors and Trustees, in particular the alignment with the SEPSCT Trust Deed and the move away from aspects of the previous Constitution based on the sound governance principles in the Energy Companies Act.

The Board meets regularly during the financial year, with additional full meetings as required.

Risk Management

TPCL acknowledges the critical importance of Risk Management within the business, and aligns this with its joint venture management company PowerNet's vision of safe, efficient and reliable Power to Communities.

PowerNet, has a risk management policy and framework incorporating the ISO 31000:2009 risk management processes. Risk management programmes are in place to ensure that risks are identified and mitigated, where possible, and that risk is considered when internal policies and procedures are drafted.

The Board has overall responsibility for the Company's systems of operational and financial control.

The Board monitors the operational and financial aspects of the Company's activities and considers recommendations and advice of external and internal auditors and other external advisors on the operational and financial risks that face the Company.

The Board ensures that recommendations made by the external and internal auditors and other external advisers are investigated and appropriate action is taken to ensure that the Company has an adequate control environment in place to manage the key risks identified.

Health, Safety and Environment Management

Through the PowerNet Health, Safety and Environment Committee, Directors also consider health, safety and environment risks.

The Board has a strong commitment to ensuring contractors, joint venture entities, PowerNet's employees, and the public remain safe and well. The Board monitors the health, safety and environment aspects of the groups activities, including through various Health, Safety and Environment Committees of joint venture entities.

Regular reports to the Board provide information on accidents, near misses and incidents, together with monthly data on health, safety and environment performance.

Risks are further identified through regular monitoring, using internal and external audits, reporting of accidents and near misses and formal risk reviews. Directors also focus on the management of criticial safety risks by undertaking field observation visits using the Risk Mentor tool to ensure the controls identified in the crucial control framework are being consistently applied on-site.

Corporate Governance Statement *continued*

Network Management Agreement Working Group (Special Purpose)

The Network Management Agreement (NMA) Working Group (PowerNet) was formed for a finite period to oversee the development of new Network Management Agreements between PowerNet and its managed Networks. The NMA Working Group is comprised of four non-executive Directors each representing PowerNet and the three Electricity Distribution Businesses (EDBs) that PowerNet acts as agent for, including a representative of TPCL.

The role of the NMA Working Group is to provide support and advice to PowerNet and the EDBs, being Electricity Invercargill Ltd (EIL), TPCL, Lakeland Network Ltd (LNL) (previously Electricity Southland Ltd (ESL)) Boards, and the OtagoNet Joint Venture (OJV) Governing Committee, for the revision and update of new NMAs between PowerNet and each of the EDBs.

It is the Working Group's role to ensure the NMAs are developed in the best interests of the EDBs and PowerNet.

The NMA Working Group met ten times during the past year.

The following Directors were NMA Working Group Members during the year under review:

Donald (Don) Nicolson (Chair/OJV)

Robert (Bob) Taylor (PowerNet)

Paul Kiesanowski (EIL)

Wayne Mackey (TPCL)

External Auditor

The effectiveness, performance and independence of the external auditor is reviewed annually by the Board. The Company's external auditor is PricewaterhouseCoopers (PwC). Adri Smit has been the Audit Partner since 2019.

The Board has determined that there are no matters that have affected the auditor's independence. PwC provide the Board with the required independence declaration for the financial year ended 31 March 2022.

Refer to Note 4 of the Financial Statements for Auditor remuneration.

Internal Auditor

The management company internal audit functions provides independent and objective assurance on the effectiveness of governance, risk management and internal controls across all business operations.

For external expertise, the company works closely with Deloitte on outcomes of the internal audit programme to the extent that they are relevant to the financial statements.

Regular internal monitoring and review of controls and processes is also undertaken.

Directors' Profiles

Douglas (Doug) Fraser *(Chair) BSc (Chemistry) CFInstD*

Self-employed in the primary sector, Doug owns and manages a 595-hectare dairy and sheep farm in Western Southland.

Doug is chair of The Power Company Limited (a director since September 2004), a director on the boards of PowerNet Limited, Lakeland Network Limited, and a member of the OtagoNet Joint Venture governing committee. His previous governance roles include Otago Power Services Limited, NZ Wool Board, Wools of NZ and AgITo.

He has a Bachelor of Science in chemistry and is a chartered fellow of the Institute of Directors.

Doug's wealth of governance, regional and industry experience has contributed to the Group's strategic direction and growth. Under his tenure, joint venture relationships have prospered and Group assets have tripled in size.

Don Nicolson *(Retired 19 July 2022)*

Self-employed in the primary sector since 1979, Don has contributed significantly through many advocacy and governance roles.

A previous Trustee for the Southland Electric Power Supply Consumer Trust (SEPSCT), together with numerous roles within Federated Farmers locally and nationally, his experience culminated in 2008 by becoming the 27th National President of Federated Farmers of New Zealand, and presiding over New Zealand's largest primary sector Union.

Don is a director on the boards of The Power Company Limited (since August 2015), PowerNet Limited (since October 2015), and Lakeland Network Limited (since September 2017). He is also a member of the OtagoNet Joint Venture governing committee (since September 2017). He retired from the role of chair on the PowerNet board on 31 December 2021.

Don's ability to assimilate data and apply his industry knowledge to his governance duties and the company's strategic direction is invaluable.

Duncan Fea *BCom FCA CFInstD (Retired 19 July 2022)*

Duncan is a business advisor with 40 years' experience. He is a managing partner for Findex Central Otago Offices and has lived in Queenstown since 1989.

Duncan is a director on the boards of The Power Company Limited and PowerNet Limited. He chairs the OtagoNet Joint Venture governing committee, Lakeland Network Limited (since September 2011) and the PowerNet Audit and Risk committee. He is also a director on the Southern Generation Limited Partnership board (since April 2015).

He has a Bachelor of Commerce, is a fellow chartered accountant CAANZ FCA, and a chartered fellow of the Institute of Directors.

Duncan's business advisory background provides TPCL with a strong voice in corporate needs around financing, risk analysis, compliance and business practice. He brings an inquisitive mind that adds to the company's strategic thinking, opportunity assessment, business development and growth.

Directors' Profiles *continued*

Peter Moynihan *BAgSc*

After completing his Lincoln degree, Peter embarked on a 33-year banking career where he was running Westpac's South Island Agribusiness team, managing over $5 billion of lending. Peter left in June 2021 but continues to expand his investment within the dairy industry.

Peter is a board director of The Power Company Limited (appointed September 2017), he is deputy chair of PowerNet Limited (appointed January 2022, director since November 2019). He is also chair of the PowerNet Health, Safety and Environment committee.

He is also a member of the Institute of Directors.

Peter has a comprehensive understanding of balance sheets, trading performance, risk and how strategy and strategy implementation is vital for this industry.

Wayne Mackey *BE (Electrical) MIEEE*

Wayne was the CEO of Network Tasman Limited for 18 years. He has also held directorships with Nelson Electricity Limited and SmartCo Limited. From 1991-1998, he was CitiPower's general manager and prior to that city energy engineer with the Nelson City Council.

Wayne is a director on the boards of The Power Company Limited and PowerNet Limited (from September 2017). He is a member of the Institute of Electrical and Electronic Engineers.

Wayne has extensive industry knowledge through his experience leading an electricity network and related directorships.

Wayne McCallum

Wayne commenced as a director of The Power Company Limited in September 2021. He brings a background as an industrial electrician, experience in industrial automation, asset management, lean manufacturing as well as the decarbonising of business operations. With a keen interest in anything to do with energy, he has also been a member of the Wood Energy South Advisory Group.

For over 25 years, Wayne has been the managing director of McCallums Group – a group of family-owned companies based in Invercargill. Industry leaders in innovation, service and sustainable business practices, these companies provide stable employment for over 65 Southlanders.

Statutory Report

The Directors have pleasure in presenting their Annual Report and Financial Statements for the year ended 31 March 2022.

Result and Distribution

The Directors report that the Group's Net Profit after tax for the year under review was $15,567,000.

No dividends have been paid out or declared during the year by the Company.

Principal Activity

The principal activity of the parent entity TPCL is the provision of electricity distribution services. The Company's shareholder is the Southland Electric Power Supply Consumer Trust. The Group consists of TPCL, its subsidiaries, associates and joint ventures.

State of Company's Affair

The Directors consider the state of the Company's affairs to be satisfactory.

Directors' Remuneration

Remuneration paid or due and payable to Directors for services as a Director and in any other capacity for TPCL, during the year was $285,000 and was distributed as follows:

Director	Appointment Date	Retirement Date	2021/2022
Doug Fraser (Chair)	08 September 2004	-	$80,000
Don Nicolson	24 August 2015	19 July 2022	$40,000
Duncan Fea	08 September 2011	19 July 2022	$40,000
Peter Moynihan	06 September 2017	-	$40,000
Wayne Mackey	06 September 2017	-	$40,000
Wayne McCallum	29 September 2021	-	$45,000

Directors' Interests

The following entries were made in the Interests Register of the Company with regard to the Directors [Companies Act 1993, Section 189 (1) (c)]:

General

All Directors are interested in transactions with the Company involving the supply of standard network services, on standard terms and conditions, to premises in which they may have one or more of the following interests:

(a) Owner, either alone or jointly with others.

(b) Parent, child or spouse of another person who may have a material interest in a property.

(c) Director, officer or shareholder of a body corporate which may have a material interest in a property.

(d) Trustee or beneficiary of a trust which may have a material interest in a property.

Because the interest which Directors may have in such transactions is no different in kind, quality, benefit or obligation from transactions which the Company has with other network services customers, it is not intended to list such premises or properties in the Interests Register.

Statistical Report *continued*

Directors' Register

The Directors Register for The Power Company Ltd and its subsidiaries is as follows:

	PowerNet Limited	The Power Company Limited	Electricity Invercargill Limited	OtagoNet Limited	OtagoNet Joint Venture	OtagoNet Properties Limited	Roaring Forties Energy GP Limited	Southern Generation GP Limited	Lakeland Network Limited	Last Tango Limited	Pylon Limited
Doug Fraser	●	●		●	●	●			●	●	
Donald Nicolson	●	●		●	●	●			●	●	
Duncan Fea	●	●		●	●	●	●	●	●	●	
Peter Moynihan	●	●								●	
Wayne Mackey	●	●								●	
Wayne McCallum		●								●	

Directors' Register

Interest Register

Register of Directors External interests – for the year ended 31 March 2022 [Companies Act 1993, Section 189 (1) (c)]

Duncan Fea

Findex Limited	*Partner*

Peter Moynihan

Aerodrome Farm Limited	*Director / Beneficial Shareholder*
Agristrategy Limited	*Director / Shareholder*
Rathmore Farm Limited	*Director*
Ravensdown Limited	*Director*
Westpac (NZ) Ltd	*Employee*

Wayne McCallum

J A McCallum & Son Ltd	*Director / Shareholder*
Selector Uniforms Ltd	*Director*

Employee Remuneration

No employees or former employees received remuneration to the value of $100,000 or greater during the period.

Donations

The Company did not make any donations during the period.

Use of Company Information

During the year the Board received no notices from the Directors of the Company requesting to use Company information received in their capacity as Directors which would not otherwise have been made available to them.

Directors' and Employees' Indemnity and Insurance

Liability insurance was effected for Directors of the Company and its subsidiary companies.

Accounting Policies

There have been no changes in accounting policies during the year. These have been applied on a basis consistent with those used in the previous year.

For and on behalf of the Directors.

Douglas William Fraser

Chair

Southland Power Trust

The Southland Power Trust was established in December 1997 to hold shares in TPCL on behalf of all customers connected to the company's electricity network.

The Trust Deed sets out the rules governing the powers of the Trust. Trustees select board members and are responsible for the company's constitution.

Trustees' duties are to act on behalf of shareholders, that is, the customers connected to the network who are Trust beneficiaries.

Trustees serve a four-year term and elections to fill vacancies are held every two years.

The current trustees (L-R) Wade Devine, David Rose, Carl Findlater (Chair), Stuart Baird and Stephen Canny.

Trustees' Report

Governance and Consultation

After 24 years of operation, of the Southland Electric Power Supply Consumer Trust, (SEPSCT). Trustees are privileged to offer, on behalf of the consumers they represent, comments on the performance outlined in the 2021-2022 TPCL Annual Report.

"The Power Company Limited," (TPCL) is a 100% Trust owned business, managing investments on behalf of the SEPSCT (The Trust). The role of the Trust, is to represent consumers, as the owner of TPCL. The Trust ensures the customer is the priority, combined with the efficient use of power. The Company has afforded the Trust the opportunity to comment, on the Company's Statement of Intent, and Business Plan projections, prior to these being finalised by TPCL's Directors. This is achieved through the Letter of Expectation, which the Board is reviewed against annually.

Focus, as always, is placed on the expectation that expenditure through the asset management plan, in regard to the network, will exceed depreciation. Return on capital investments and acquisitions is acceptable to the Trust, and meets Board predictions. Debt levels are kept at ratios allowing for contingencies, in uncertain times. Most importantly for our network, are the price of distribution, and quality of service our consumers receive, and the commitment to continuous improvement, in the health and safety experience of our consumers, and TPCL's joint venture company employees.

With the changes to the Trust Act, SEPSCT has continued in its endeavour, to review the Company Constitution. The old Constitution was 24 years old, and certainly didn't suitably accommodate the present structure of a multi-faceted investment and holding Company. With investments in networks, generation, metering, and a network management company. The Trust has invited Company input, and the entities have worked together to develop a customer focused purpose to the Constitution. A Constitution that is contemporary, transparent, and fits well with the environment in which the Company operates. Effort is being made to simplify, and use plain English, to produce an enduring result, which will allow flexibility, and Trust stewardship of assets on behalf of our beneficiaries. This will allow the Trust to meet the requirements of the new Act, in representing the consumer.

The new Constitution was adopted on 10 June 2022.

The Trust will be required to make changes to its Trust Deed, and Strategic Plan to bring them into alignment as well. This review spells change for us all, focusing on meeting the requirements of the Act and consumers expectations. The Company's investment in smart metering, is starting to yield results, to better control, manage and maintain the network. The next step, is in reporting of metrics, to assist the Trust in assessing the quality of supply to consumers. Retailer's engagement, in releasing information that consumers can use, to better control and utilise their energy use, is variable. The Trust would hope, that retailers will realise the value of "real time" information to consumers. This affords consumers the opportunity to participate in their energy use, and make decisions to gain the best efficiencies from their power.

Technology offering information is vital to good management of the network, and utilisation of energy in the home or business, is an investment we can't ignore. Information is key, and it must be shared between retailer, distributor, and consumer to ensure efficient use.

Core Business

The core business of TPCL, is the ownership and management of assets involved in the electrical energy sector. Management of the assets, is principally through the joint venture company, PowerNet Limited. PowerNet is the operative company providing asset management, and administrative services to TPCL. These services are supplied to TPCL's partner in PowerNet, Electricity Invercargill Ltd (EIL).

This partnership between the two entities, has survived the test of time, and is looked upon with envy by many in the sector.

Change is always inevitable, however, the relationship between our jointly managed networks, is a cornerstone of who we are. Combining the two entity's network management, gives the scale that provides increasing efficiency. We have benefited from these efficiencies for many years, and the synergy the partnership brings. PowerNet offers administrative and functional services to other joint venture investments, such as the OtagoNet Joint Venture, Lakeland Network Limited and the Roaring Forties Limited Partnership share in Southern Generation Limited Partnership.

Risk

We live in uncertain times, and as the year has progressed shortages, freight difficulty, cost of materials and interest rates, are all increasing. If you add to these difficulties, the Government's requirement to decarbonise the industry, and put COVID-19 in the mix, a perfect storm could be brewing on the horizon.

Investment, in the sector, is based on a life cycle of 40 plus years. Investment is not made lightly, and dramatic change can be disruptive and destructive to investments. Our latent financial ability, must be such that it can react to change.

Reserves are critical in these times, and the Board's ability to keep across the information available is paramount. The Trust is confident, in the assurance from the Board, that future challenges are being anticipated, and planned for.

TPCL assures the Trust it is posturing for the change ahead, and unprecedented increases in demand will have to be anticipated, for a successful future for our consumers.

Trustees' Report *continued*

Financial

The Group achieved a satisfactory operating surplus of $19.3 million before discount, tax, fair value adjustments ($19.1 million in 2021).

Line Charges

The current levels of pricing, provide TPCL, with a sustainable return on investment. This has enabled the Company, to carry out the reinvestment on the network required, to meet the current and projected growth in load, to improve quality of supply, and to provide a high level of service to customers.

Pricing is set, to ensure it is in the best long-term interests, of its consumer owners and network performance.

Trustees believe that the interests of customers are fully protected, by the nature of the Consumer Trust Ownership model, with the regular election of Trustees by consumers. Power distribution is a monopoly business. Trustees feel the Consumer Ownership model is a necessity for this type of asset, and support the Trust's continuation. Trustees are supportive of the price and quality control exemptions for TPCL, due to its consumer ownership under the Commerce Act.

Consumers Discount

An explicit price discount of $9.43 million (including GST) was paid to consumers in September 2021. Trustees believe the consumer price discount should remain relative to the company's growth in asset base and revenue. Price discounts totalling $126 million have been returned to consumers since 2001.

Lines Operation

Decarbonisation, will demand huge investment over time, in the network. Once thought to be a progressively redundant asset, due to embedded generation, i.e. solar panels and wind turbines, the network is now seen as the means to guarantee supply. This is especially so, when the sun doesn't shine and the wind doesn't blow. It is also the means by which energy, can be sold into market or peer to peer trading can occur.

All consumers realise the importance of the network. As consumers only have one set of lines passing their home or business, we also know it is a monopoly business. Connection to the network has inherent cost, which is a balancing act between the consumer paying for everything, or the costs being socialised amongst many consumers over time. These challenges are amongst the many faced by the Company, in attempting to provide equity to the consumers. The Trust supports the programme of major investment in the network it represents, to meet increased demand, maintain the required quality of supply and ensure that the overall investment in network assets is maintained. This will always be made up of capital contributions from consumers, and lines revenue obtained from distribution charges.

It is forecast that demand will rise 68% over the next 10 years to cope with Government plans to decarbonise the economy. This will provide a challenge to the network going forward, and resources will need to be accumulated for long-term investment.

The normalised System Average Interruption Duration Index (SAIDI) for unplanned interruptions on TPCL was 159.8 minutes; which was above the target supply quality limit of 153.4. Planned interruptions had a SAIDI quality limit of 131.5, which TPCL achieved with a result of 109.4 minutes for the year. The normalised System Average Interruption Frequency Index (SAIFI) for unplanned TPCL interruptions was 2.62 events in comparison to the target supply quality limit of 3.42 events. SAIFI for planned interruptions was also above the target limit of 0.61 events with a result of 0.84 events for the year.

Assets outside the Lines Business

These joint venture businesses are owned by TPCL, and are distinctly separate from the Southland and West Otago lines network. The Trust, although owning TPCL, has no input as shareholder, into these businesses. These businesses are PowerNet Limited, Roaring Forties Energy Limited Partnership (Roaring Forties), Southern Generation Limited Partnership, with OtagoNet Joint Venture and Lakeland Network Limited. There are sundry businesses within the group, OtagoNet Properties Limited, and SmartCo Limited (metering).

Comments on these Businesses

OtagoNet, being a regulated network has come under even greater regulatory pressure, reducing cash flows. The acquisition can be viewed as a strategic asset, and does help synergies not available to a single operative company. Integrating servicing and network control, with the assets PowerNet presently controls, has achieved economies of scale.

The Group holds investment through Southern Generation Limited Partnership (Southern Generation) in renewable power generation. Roaring Forties is an equal partner with Pioneer Energy in Southern Generation. The functional work of operating and maintaining the generation assets, is contracted to Pioneer Energy. Southern Generation is a successful business, as demand and cost of electricity grows, the investment's value and return does as well.

Trustees' Report *continued*

Southland Warm Homes Trust

The Trustees continue to support the Southland Warm Homes Trust (SWHT) initiative, which provides subsidies to householders in our network, to foster warmer, healthier homes. Home owners on our network, have the ability to receive a subsidised energy assessment, and insulation and heating installation. To date, over 8,000 homes have been insulated. The SWHT receives funding from local funders, and Central Government via, via the Energy Efficiency and Conservation Authority (EECA) in relation to the Warmer Kiwi Homes programme. Warmer Kiwi Homes subsidies, are delivered through agreements with service providers in each region, such as the SWHT, in our region. Research has shown that every dollar spent, on a warmer, drier home equates to a $4.70 reduction in hospital admission costs and health associated problems. Through the Trust's prudent management of funds, and donations, it has been asked to participate in the governance locally, of the Ministry of Health led Healthier Homes Initiative (South Island) Expansion. Continuing to represent the Trust on SWHT is Jim Hargest, our previous Chair. The Trust thanks Jim for continuing in this role and for achieving the accolades it brings the Trust. Thanks, must go to Allan Beck from PowerNet for administration services and contributing to the management of the SWHT.

Energy Trusts Association

Trustees continue to support the Energy Trusts of New Zealand, (ETNZ), as an effective voice representing the interests of Energy Trusts, and their consumers. Since 2018, the Trust has been represented on the Executive of ETNZ, giving it a voice nationally. ETNZ has been instrumental, in preparing submissions on changes to legislation, and reviews of the industry, undertaken by Government. It has been proactive, in demonstrating the value of the Trust ownership model. ETNZ has been a valuable contributor, in representing Trust-owned electricity distributors. SEPSCT respects and appreciates the support received.

ETNZ has also provided in-service training and guidance, for Trustees of energy Trusts. This has kept Trustees across changes in Trust laws, and provided an opportunity for contact with other Trusts.

Transparency of Line Charges

Trustees support the transparency of line charges, on consumer invoices, and through ETNZ continue to lobby the Electricity Authority for greater transparency. Trustees continue to be disappointed with the lack of progress, in this area. The Trust believes retailers should be open, in providing an itemised account to consumers. This would provide consumers, with the ability to use power efficiently, and to obtain the greatest benefit to themselves.

Directors

Trustees and Directors maintain a sound working relationship. The Trust appreciates working with a Board, who have a "No Surprises Policy". Of course, the Board's objective is to maximise value through reinvestment, maintenance and acquisitions. The Trust is focused on return to consumers, power quality, and availability. Together, through healthy discussion and debate, the best solution is established, for the benefit of Southland consumers. A constructive relationship with the Board, is paramount to the successful operation of the business. Trustees recognise that this professional relationship with the Board, is the cornerstone, to creating year on year benefits to consumers.

Administration

Trustees wish to acknowledge the work of their Secretary, Bernice Carlene, and thank Chris Checketts, for the financial services he provided during the year. This assistance is critical to the smooth running of the Trust. This service is supplied by Findex.

Carl Findlater
Chair
Southland Electric Power Supply
Consumer Trust

Approval by Directors

The Directors have approved the Consolidated Financial Statements of The Power Company Limited for the year ended 31 March 2022 on pages 20 to 50.

For and on behalf of the Board.

Douglas William Fraser	Donald Owen Nicolson
Chair	Director
15 July 2022	15 July 2022

Consolidated Financial Statements

Consolidated Statement of Service Performance

For the year ended 31 March 2022

The objectives of The Power Company Ltd for this financial year are specified in the Statement of Intent, which was set in consultation with the Shareholders. The performance targets and measures identified in the Statement of Intent, along with the performance achieved during the financial year, are detailed below.

Performance Targets	GROUP				
	Target	Achievement			
	2022	2022		2021	
	Inclusive of Discount	Inclusive of Discount	Exclusive of Discount	Inclusive of Discount	Exclusive of Discount
Financial Measures					
EBIT % - Percentage Earnings Before Tax and Interest on Assets Employed	2.76%	3.90%	4.91%	3.34%	4.39%
NPAT % - Percentage Tax Paid Profit on Equity	2.20%	1.98%	3.86%	2.88%	4.84%
Gearing Ratio	38.64	35.43		36.09	
Interest Cover Ratio	5.46	4.95		5.30	

Health & Safety

The Power Company Ltd contracts PowerNet Ltd to manage its operations. The Power Company Ltd employs no staff, therefore PowerNet Ltd's Health and Safety Performance targets are relevant.

Total Recordable Injury Frequency Rate			
Contractors Target (TRIFR)	3.10	1.00	2.70

Workplace health and safety continues to be a business priority and a critical success factor for the Group. PowerNet Ltd safety performance (TRIFR) in 2022 met the target and is lower than the 2021 safety performance level. Achieved through the implementation of the Critical Risk Framework, training and safety observations to mitigate risk and achieve safety targets. No lost time injuries occurred on the The Power Company Ltd network during the 2022 reporting year.

Our health and safety environment risk management system is well embedded in our business activities. The system displays all information about incidents, hazards, risks, actions and audits on one platform, presenting incident workflows with ready access to investigation details and resolution actions. All leaders now use the system, which allows for easier management of public and workplace incidents. This system also identifies actions to ensure they are resolved to prevent future harm.

The Board has a strong commitment to ensuring employees, contractors and the public remain safe and well. The Board monitors the health, safety and environment aspects of the Group's joint venture entities, principally through the Heath, Safety and Environment Committee.

Consolidated Statement of Service Performance *continued*

For the year ended 31 March 2022

	Target	Achievement	
	Year Ended 31 March 2022	Year Ended 31 March 2022	Year Ended 31 March 2021
System Average Interruption Duration Index (SAIDI)			
The average total time in minutes each customer connected to the network is without supply.			
SAIDI Planned	131.50	109.43	135.56
SAIDI Unplanned	153.40	159.83	141.71
System Average Interruption Frequency Index (SAIFI)			
The average number of times each customer connected to the network is without supply.			
SAIFI Planned	0.61	0.84	0.65
SAIFI Unplanned	3.42	2.62	2.73

Both the SAIDI and SAIFI measure for The Power Company Limited were impacted by high winds and an increased level of planned maintenance. The Power Company Limited exceeded the Statement of Intent quality targets.

SAIDI and SAIFI are calculated using the methodology defined in Electricity Distribution Business DPP3 Determination 2020.

	Achievement	
	2022	2021
Supplementary Information		
Network Statistics		
Length of overhead line*	8,462 km	8,461 km
Length of underground cable	397 km	388 km
Total number of interruptions	1,870	1,491
Faults per 100km of line	21.11	16.85
Transformer capacity MVA	470	462
Maximum demand MVA	160	161
Energy into network GWh	836	835
Total Consumers	37,102	36,723

* Excluding conductor lines under construction.

Consolidated Statement of Financial Performance

For the year ended 31 March 2022

		GROUP	
	Notes	2022 $'000	2021 $'000
Gross Revenue from Contracts with Customers		73,480	70,613
Discount to Consumers		(7,955)	(8,197)
Net Revenue from Contracts with Customers	2	**65,525**	**62,416**
Other Income	3	5,081	5,031
Operating Expenses	4	(59,426)	(56,544)
Operating Surplus Before Fair Value Gains/(Losses)		**11,181**	**10,903**
Fair Value Adjustments			
Unrealised (Loss)/Gain on Derivatives (NZ)	4	10,972	5,864
(Loss)/Gain on Onerous Contract	4	(521)	(2,553)
Derivative Financial Instrument Gain/(Loss) (US)	15	(565)	2,237
Fair Value Gains/(Losses)		**9,886**	**5,548**
Operating Surplus		**21,067**	**16,451**
Finance Costs	4	(11,084)	(10,028)
Share of Profits of Associates and Joint Ventures	10	11,206	10,786
Net Surplus Before Taxation		**21,188**	**17,209**
Taxation Expense	5	(5,621)	(4,164)
Net Surplus After Taxation		**15,567**	**13,045**

The accompanying notes on pages 26 to 50 form part of and should be read in conjunction with these financial statements.

Consolidated Statement of Comprehensive Income

For the year ended 31 March 2022

	Notes	GROUP 2022 $'000	2021 $'000
Net Surplus After Taxation		**15,567**	**13,045**
Asset Revaluation	7	-	37,440
Other Comprehensive Income		-	**37,440**
Items that may be Subsequently Reclassified to Profit or Loss:			
Cash Flow Hedges			
Movement in the Cash Flow Hedge Reserve		1,345	(3,031)
Movement in Cost of Hedging Reserve		29	(28)
		1,374	**(3,059)**
Total Comprehensive Income		**16,941**	**47,426**
Total Comprehensive Income Attributable to Minority Interests	12	139	88
Total Comprehensive Income Attributable To Parent		**16,802**	**47,338**

Consolidated Statement of Changes in Equity

For the year ended 31 March 2022

	Notes	GROUP 2022 $'000	2021 $'000
Total Comprehensive Income			
Net Surplus for the Year comprising:			
Parent Interest		16,802	47,338
Minority Interest	12	139	88
		16,941	**47,426**
Changes in Equity for the Year		**16,941**	**47,426**
Equity at Beginning of Year comprising:			
Parent Interest		392,785	345,447
Minority Interest	12	5,054	4,966
		397,839	**350,413**
Equity at End of Year comprising:			
Parent Interest		409,587	392,785
Minority Interest	12	5,193	5,054
	7	**414,780**	**397,839**

The accompanying notes on pages 26 to 50 form part of and should be read in conjunction with these financial statements.

Consolidated Statement of Financial Position

As At 31 March 2022

	Notes	GROUP 2022 $'000	2021 $'000
ASSETS			
Current Assets			
Cash and Cash Equivalents	8	268	594
Receivables and Prepayments	9	9,220	8,763
Inventories		136	136
Total Current Assets		9,624	9,493
Non-Current Assets			
Advances to Joint Ventures	10	26,443	28,843
Investments in Joint Ventures	10	219,681	214,474
Investment in Other Entities		239	239
Property, Plant and Equipment	11	521,629	511,268
Capital Work in Progress		11,718	12,932
Right-of-Use Assets	6	256	307
Interest Rate Derivatives	15	1,034	-
Total Non-Current Assets		781,000	768,063
Total Assets		790,624	777,556
LIABILITIES			
Current Liabilities			
Creditors and Accruals	13	19,802	23,122
Onerous Contract	17	739	718
Interest Rate Derivatives		202	478
Current Loans	15	8,915	104,190
Provision for Tax		5,778	1,413
Contract Liabilities	14	1,537	977
Lease Liabilities	6	34	33
Total Current Liabilities		37,007	130,931
Non-Current Liabilities			
Term Loans	15	225,812	130,775
Deferred Tax Liabilities	16	82,465	81,955
Onerous Contract	17	13,959	13,459
Interest Rate Derivatives	15	14,562	20,186
Contract Liabilities	14	1,797	2,122
Lease Liabilities	6	242	289
Total Non-Current Liabilities		338,837	248,786
Total Liabilities		375,844	379,717
NET ASSETS		414,780	397,839
EQUITY			
Contributed Equity	7	70,160	70,160
Other Reserves	7	139,758	138,437
Retained Earnings	7	199,669	184,188
Group Equity		409,587	392,785
Minority Interest	12	5,193	5,054
Total Equity		414,780	397,839

The accompanying notes on pages 26 to 50 form part of and should be read in conjunction with these financial statements.

Consolidated Statement of Cash Flows

For the year ended 31 March 2022

	Notes	2022 $'000	2021 $'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash was Provided From:			
Receipts from Customers		69,043	67,456
Interest Received		1,069	898
Income Tax Refunded		-	1,038
		70,112	**69,392**
Cash was Disbursed To:			
Payments to Suppliers and Employees		37,420	31,675
GST Paid/(Received)		49	(512)
Income Tax Paid		773	-
Interest Paid		10,351	9,680
		48,593	**40,843**
Net Cash Flows From Operating Activities	19	**21,519**	**28,549**
CASH FLOWS FROM INVESTING ACTIVITIES			
Cash was Provided From:			
Property, Plant and Equipment Sales		440	35
Distributions Received from Joint Ventures		9,874	9,963
Repayment of Advances by Joint Ventures		17,388	11,775
		27,702	21,773
Cash was Applied To:			
Property, Plant and Equipment Purchases		35,329	33,173
Investment in Joint Ventures		3,875	10,096
Advance to Joint Venture		14,988	9,450
		54,192	52,719
Net Cash Flows From Investing Activities		**(26,490)**	**(30,946)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Cash was Provided From:			
Advance from Term Borrowing	15	51,634	2,838
		51,634	2,838
Cash was Applied To:			
Repayment of Term Borrowing	15	46,955	-
Principal Elements of Lease Payments	6	34	32
		46,989	32
Net Cash Flows From Financing Activities		**4,645**	**2,806**
Net Increase/(Decrease) in Cash and Cash Equivalents Held		(326)	409
Add Opening Cash Brought Forward		594	185
Closing Cash and Cash Equivalents To Carry Forward	8	**268**	**594**

The accompanying notes on pages 26 to 50 form part of and should be read in conjunction with these financial statements.

Notes to the Financial Statements

For the year ended 31 March 2022

1 Statement of Accounting Policies

Reporting Entity

The Power Company Ltd, is a profit oriented limited liability company that was incorporated in New Zealand on 30 October 1990 and the address of its registered office is 251 Racecourse Road, Invercargill. The Company is wholly owned by a Consumer Trust (Southland Electric Power Supply Consumer Trust) and is registered under the Companies Act 1993. The Group consists of The Power Company Ltd, its subsidiaries, and its interest in jointly controlled entities referred to in Notes 10 and Note 21.

The principal activity of The Power Company Ltd is the provision of electricity distribution services. The financial statements were approved by the Board of Directors on 15 July 2022.

Basis of Preparation

The financial statements have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand ('NZ GAAP'). They comply with New Zealand equivalents to International Financial Reporting Standards ('NZ IFRS') and other applicable Financial Reporting Standards, as applicable for profit oriented entities and is stated in New Zealand dollars.

The Group is eligible and has elected to report in accordance with Tier 2 for profit accounting standards, NZ IFRS Reduced Disclosure Regime (NZ IFRS RDR) on the basis that it has no public accountability and is not a large for profit public sector entity.

In adopting NZ IFRS RDR, the Group has taken advantage of a number of disclosure concessions.

Upcoming Accounting Standards

The Group does not believe that the Interest Rate Benchmark Reform has any current impact on the Group.

Impact of COVID-19 on Financial Statements

The financial performance of The Power Company Ltd group have not been affected by the pandemic restriction measures.

The New Zealand COVID-19 protection framework has transitioned from the Alert Level System to the more permissive Traffic Light System. The continued response to the COVID-19 pandemic and the emergence of new variants such as Delta and Omicron were a major influence in conducting business operations in the past year. Joint Venture PowerNet Ltd, is deemed to be an essential service provider and has not been impacted by the pandemic restrictions to date.

The Power Company Ltd continues to monitor the risks and ongoing impacts from COVID-19 on the business. No significant changes to the presentation of the financial statements are required.

The Group has does not believe that there is any current impact.

Specific Accounting Policies

The following specific accounting policies which materially affect the measurement of financial performance and financial position have been applied:

(a) Principles of Consolidation

(i) Subsidiaries

Subsidiaries are all entities over which the Group has the power directly or indirectly to govern the financial and operating policies of an entity so as to obtain benefits from its activities. On acquisition, the assets, liabilities and contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill. If, after reassessment, the fair values of the identifiable net assets acquired, exceeds the cost of acquisition, the difference is credited to the Statement of Financial Performance in the period of acquisition. The financial statements of subsidiaries are included in the financial statements from the date that control commences until the date that control ceases.

(ii) Joint Ventures

Joint Ventures are those entities over which the Group has joint control established by contractual agreement. The financial statements include the Group's share of the joint venture entities' total recognised gains and losses on an equity accounted basis, from the date that joint control commences to the date that joint control ceases.

(iii) Transactions Eliminated on Consolidation

All significant intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated on consolidation. Unrealised gains arising from transactions with jointly controlled entities are eliminated to the extent of the Group's interest in the entity. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the assets transferred.

(b) Revenue with Contracts with Customers

(i) Electricity Delivery Services

Electricity delivery service revenue relates to the provision of electricity distribution services to both electricity retailers and directly contracted customers in the Southland Region. Electricity retailer delivery services are performed on a daily basis and considered a series of distinct goods and services provided over time. Prices are regulated and retailers are charged based on the published schedule and quantities delivered.

Since 2001, the Company has provided a discount to consumers. The discount is typically credited to consumers in or around August each year, when consumers tend to have higher power bills. This discount is based on consumption for the previous 12 months and has been considered variable consideration when determining the transaction price.

Revenue is recognised over time using an output method based on the actual delivery services provided on a daily basis less a portion of the discount allocated overtime.

For directly billed customers, the Group has determined that the new investment and electricity delivery services promises within the contractual arrangement relate to a single performance obligation, to provide the required delivery service to the customer. The performance obligation has been assessed as being satisfied over time based on the duration of the contractual arrangement. The transaction price is fixed per year, billed monthly and includes all charges outlined in the arrangement. Revenue is recognised over time based on an output method, as the performance is satisfied on a straight line basis over the term of the contract commencing when the assets are commissioned.

(ii) Capital Contributions

Capital contributions revenue relates to contributions received from customers, excluding delivery service customers who are directly billed, for construction activities relating to the establishment of new connections or upgrades of an existing connection. The subsequent electricity distribution is contracted separately, interposed through a retailer, and is therefore not considered to impact the assessment of the customer or performance of the obligations of the capital contribution contracts. Pricing is fixed and contributions are paid prior to an assets being connected to the network. Capital contributions are recognised as revenue at the point in time when construction activities are completed and the asset is connected to the network.

(c) Other Income

(i) Metering Rental Income

Metering rental income represent amounts invoiced to customers based on their usage of the metering assets owned by the Group.

(ii) Interest Revenue

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

(d) Finance Costs

Finance costs comprise interest expense on borrowings, lease liabilities, changes in the fair value of financial assets through the Statement of Financial Performance and impairment losses recognised on financial assets (except for trade receivables). All borrowing costs are recognised in the Statement of Financial Performance using the effective interest method, unless they are directly related to the construction of a qualifying asset, when they are capitalised.

(e) Inventories

Inventories are stated at the lower of cost using weighted average cost price, and net realisable value. Obsolete items of inventory (if any) are written off as identified.

(f) Property, Plant and Equipment

(i) Owned Assets

All property, plant and equipment is recognised at cost less accumulated depreciation and impairment losses. The cost of purchased property, plant and equipment is the fair value of the consideration given to acquire the assets and the value of other attributable costs including borrowing costs which have been incurred in bringing the assets to the location and condition necessary for their intended service.

The Group recognises in the carrying amount of an item of property, plant and equipment the cost of replacing part of such an item if, when that cost is incurred, it is probable that the future economic benefits embodied within the item will flow to the Group and the cost of the item can be measured reliably. All other costs are recognised in the Statement of Financial Performance as an expense as incurred.

The electricity distribution network is valued at fair value. Fair value is determined on the basis of a periodic valuation at a maximum of every five years, based on discounted cash flow methodology. The fair values are recognised in the financial statements of the Group and are reviewed at the end of each reporting period to ensure that the carrying amount of the distribution network is not materially different from its fair value.

Any revaluation increase arising on the revaluation of assets is credited to the Asset Revaluation Reserve, except to the extent that it reverses a revaluation decrease for the same asset previously recognised as an expense in the Statement of Financial Performance, in which case the increase is credited to the Statement of Financial Performance to the extent of the decrease previously charged. A decrease in carrying amount arising on revaluation is charged as an expense in the Statement of Financial Performance to the extent that it exceeds the balance, if any, held in the Asset Revaluation Reserve relating to a previous revaluation of that asset.

When a revalued asset is sold or retired the attributable revaluation surplus remaining in the Asset Revaluation Reserve, net of any related deferred taxes, is transferred directly to Retained Earnings.

(ii) Easements

Easements obtained in relation to access, construction and maintenance of network assets are capitalised. Such easements represent a right in perpetuity and are not depreciated and are carried at cost.

(iii) Depreciation

Depreciation is charged to the Statement of Financial Performance on a combination of straight line and diminishing value bases on all property, plant and equipment with the exception of land and easements, at rates calculated to allocate the assets' fair value, less any residual value, over their useful lives. The primary annual rates used are:

Buildings	2.0 - 13.5%	Straight line/Diminishing value
Network Assets (excluding land)	1.43 - 13.50%	Straight line/Diminishing value
Metering Assets	6.7 - 22%	Straight line/Diminishing value
Plant and Office Equipment	5.0 - 50.0%	Straight line/Diminishing value

(iv) Impairment

At each reporting date the Group reviews the carrying amounts of its assets and assesses them for indications of impairment. If indications of impairment exist, then the assets' recoverable amounts are estimated in order to determine the extent of the impairment. The recoverable amounts are the higher of fair value (less costs to sell) and value in use. In assessing value in use, the estimated future pre-tax cash flows are discounted to their present value using a pre-tax discount rate that reflects the market assessments of the time value of money and the risks specific to the assets involved. If the estimated recoverable amount of the asset is less than its carrying amount, the asset is written down to its recoverable amount and an impairment loss is recognised in the Statement of Financial Performance, except to the extent that the impairment loss reverses a previous revaluation increase for that asset to the extent of that revaluation increase. When the asset does not generate cash flows independent of other assets, the cash generating unit (CGU) to which the asset belongs is tested for impairment.

(g) Use of Estimates and Judgements

The preparation of financial statements to conform to NZ IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The estimates and associated assumptions have been based on historical experience and other factors that are believed to be reasonable under the circumstances.

In particular estimates and assumptions have been used in the following areas:

- Property, Plant and Equipment (Includes assumptions around useful life of assets Note 11)
- Derivative Valuation (Refer Note 15)
- Onerous Contract (Revalued to Fair Value, refer Note 17)
- Revenue (Timing of revenue as assessed under IFRS 15 guidance, refer Note 2)
- Network Asset Valuation (Revalued to fair value using discounted cash flow methodology, refer Note 11)

In the process of applying the Group's accounting policies, management has made the following judgements, estimates and assumptions that have the most significant impact on the amounts recognised in these financial statements.

The Group operates extensive integrated electricity distribution networks comprising large numbers of relatively minor individual network asset components. These components are replaced over time as part of an ongoing maintenance/refurbishment programme, consistent with the Group's approved network asset management plans. The costs associated with recording and tracking all individual components replaced and removed from the networks substantially outweigh the benefits of doing so. Management has estimated the quantities and the carrying values of components removed from the networks in each reporting period. Any errors in the estimates of such removals are corrected at the next asset revaluation, and are not considered to be material on either an annual or a cumulative basis with respect to either reported net surpluses or carrying values of the networks.

At a maximum of every five years, the company obtains a valuation of their electricity distribution network, determined by independent valuers, in accordance with their accounting policy. The valuation of the Company's electricity distribution network was performed as at 31 March 2022. The best evidence of fair value is discounted cash flow methodology. The major assumptions used include discount rate, growth rate and future cash flows. Changes in future cash flows arising from changes in regulatory review may result in the fair value of the electricity distribution network being different from previous estimates. The fair value measurement of the distribution network is categorised under Level 3 of the fair value hierarchy.

The carrying amounts of the property, plant and equipment are reviewed at each balance date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

(h) Capital Work in Progress

Capital Work in Progress is stated at cost and is not depreciated. It includes an accrual for the proportion of work completed at the end of the period.

(i) Goods and Services Tax (GST)

All amounts in the financial statements are shown exclusive of GST, with the exception of receivables and payables which are shown inclusive of GST.

(j) Taxation

Income tax on the profit or loss for the period presented comprises current tax and additional or reversed deferred tax. Income tax is recognised in the Statement of Financial Performance except to the extent that it relates to items recognised directly in Equity, in which case it is recognised in Equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at Balance Sheet date, and any adjustments to tax payable in respect of previous years.

Deferred tax is recognised using the Balance Sheet liability method, providing for temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxation profit or loss.

Deferred tax is recorded using tax rates enacted or substantially enacted at the Balance Sheet date and which are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, associates and joint ventures, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

(k) Seasonality

The Group's revenues and profits are generally evenly distributed throughout the year hence the results are not subject to seasonality.

(l) Financial Assets

The Group classifies its financial assets in the following measurement categories:

a) those to be measured subsequently at fair value; and

b) those to be measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows. The Group reclassifies financial assets when and only when its business model for managing those assets changes.

Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs for such financial assets are expensed in profit or loss.

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.

- Fair Value Recognised in the the Profit and Loss (FVPL): Assets that do not meet the criteria for amortised cost or Fair Value Recognised in Other Comprehensive Income (FVOCI) are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

Financial liabilities at amortised cost consist of trade and other payables and borrowings. Financial liabilities at amortised cost are measured using the effective interest rate method. Due to their short term nature, trade and other payables are not discounted.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

(m) Financial Instruments

(i) Derivative Financial Instruments

The Group uses a variety of financial instruments (hedges) to manage its risks associated with interest rates and foreign currency. Derivative financial instruments are recognised at fair value. A small number of derivatives are designated in hedge accounting relationships (refer to note 15 for further details). The Group does not engage in speculative transactions.

(ii) Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant amount of risk of changes in value.

(iii) Trade and Other Payables

Trade and other payables are stated at amortised cost.

(iv) Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and therefore are all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method. The Group applies the simplified approach to providing for expected credit losses prescribed by NZ IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables.

During the year, the following gains/(losses) were recognised in profit or loss in other expenses in relation to impaired receivables:

- Impairment losses
- Individual receivables written off directly
- Movement in provision for impairment

(v) Borrowings

Borrowings are recognised initially at fair value, net of any transaction costs incurred. Borrowings are subsequently stated at amortised cost; using the effective interest method, except borrowings subject to fair value hedges which are adjusted for effective changes in the fair value of the hedging instrument.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability at least 12 months after balance date.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

2 Revenue from Contracts with Customers

	GROUP	
	2022 $'000	2021 $'000
Electricity Delivery Services (including discount)	63,429	61,151
Capital Contributions	2,096	1,265
Total Revenue	**65,525**	**62,416**
Timing of Revenue Recognition		
Over time	63,429	61,151
At a Point in Time	2,096	1,265
Total Revenue	**65,525**	**62,416**

3 Other Income

	GROUP	
	2022 $'000	2021 $'000
Interest	1,069	898
Subvention Income	159	233
Rental Income	527	511
Metering Rental Income	3,165	3,141
Sundry Income	161	248
Total Other Income	**5,081**	**5,031**

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

4 Expenses

	GROUP	
	2022 $'000	2021 $'000
Expenses Include:		
Auditors' Fees		
Audit of Financial Report - PwC	58	69
Information Disclosure - PwC	44	53
Regulatory & Advisory - PwC	5	15
Depreciation		
Buildings (refer Note 11)	143	135
Plant and Office Equipment (refer Note 11)	6	6
Metering Assets (refer Note 11)	1,754	1,580
Network Assets (refer Note 11)	23,290	21,490
Depreciation Right-of-Use Assets (refer Note 6)	38	38
Total Depreciation	**25,231**	**23,249**
Bad Debts Written Off	22	8
Directors' Fees	283	240
Finance Expense		
Interest Expense	11,084	9,071
Unrealised Loss/(Gain) on Derivatives	(10,972)	(5,864)
Total Finance Expense	**112**	**3,207**
Loss/(Gain) on Onerous Contract	521	2,553
Loss on Disposal of Property, Plant and Equipment	551	752
Network Costs	18,300	18,827
Transmission Costs	13,590	12,571

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

5 Taxation

Current Tax

Current tax expense is the expected tax payable on the taxable income for the year.

Current tax for the current and prior periods is classified as a current liability to the extent that it is unpaid. Amounts paid in excess of amounts owed are classified as a current asset.

Deferred Tax

Deferred tax expense arises from the origination and reversal of temporary differences.

	GROUP	
	2022 $'000	2021 $'000
Operating Surplus/(Deficit) Before Income Taxation	21,188	17,209
Prima Facie Taxation at 28%	5,933	4,819
Permanent Differences	(602)	(577)
Prior Period Adjustment	290	(78)
Tax Expense	**5,621**	**4,164**
Made up of:		
Current Tax	5,111	1,364
Deferred Tax	510	2,800
Tax Expense	**5,621**	**4,164**

6 Leases

	GROUP	
	2022 $'000	2021 $'000
Right-of-Use Assets Net Book Value		
Equipment	256	307
	256	307
Lease Liabilities		
Current	34	33
Non-current	242	289
	276	322

Amounts Recognised in the Statement of Financial Performance

The Consolidated Statement of Financial Performance shows the following amounts relating to leases:

	GROUP	
	2022 $'000	2021 $'000
Depreciation Charge of Right-of-Use Assets		
Equipment	38	38
	38	38
Interest Expense (included in Finance Cost)	12	14
	12	14

The total cash outflow for leases in 2022 was $45,570 (2021:$46,341).

6 Leases *continued*

Leases are recognised as a right-of-use asset and a corresponding lease liability at the date at which the leased asset is available for use by the Group. The Group has leases with Transpower New Zealand Ltd, which are New Investment Contracts for the provision and upgrade of assets.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable

The lease payments are discounted using the interest rate implicit in the lease.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- any restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

The Group has elected not to recognise a lease liability for leases of low value assets. Payments made under such leases are expensed as incurred. Low-value assets comprise of tenancy of network structure and repeater sites.

The expenses relating to payments not included in the measurement of the lease liability is $18,207 (2021:$14,397).

7 Equity

The authorised and issued share capital comprises 70,160,000 ordinary shares which are fully paid up and are not subject to a par value. All shares have the same rights and privileges.

	GROUP	
	2022 $'000	2021 $'000
Share Capital		
Opening Balance	70,160	70,160
Shares Issued	-	-
Closing Balance	**70,160**	**70,160**
Minority Interest	**5,193**	**5,054**
Asset Revaluation Reserve		
Opening Balance	141,568	104,275
Asset Revaluation	-	37,440
Revaluation Reversal due to Asset Disposal	(53)	(147)
Closing Balance	**141,515**	**141,568**
Cash Flow Hedge Reserve		
Opening Balance	(3,031)	-
Movement in Cash Flow Hedge Reserve	1,345	(3,031)
	(1,686)	**(3,031)**
Cost of Hedging Reserve		
Opening Balance	(100)	(72)
Movement in Cost of Hedging Reserve	29	(28)
Closing Balance	**(71)**	**(100)**
Total Reserves	**139,758**	**138,437**
Retained Earnings		
Opening Balance	184,188	171,084
Net Surplus/(Deficit) for the Year	15,428	12,957
Revaluation Reversal due to Asset Disposal	53	147
Closing Balance	**199,669**	**184,188**
Total Equity	**414,780**	**397,839**

Asset revaluations relate to the revaluations of the network assets of The Power Company Limited in 2021.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

8 Cash and Cash Equivalents

	GROUP	
	2022 $'000	2021 $'000
Current Account	268	594
Total Cash and Cash Equivalents	**268**	594

9 Receivables and Prepayments

	GROUP	
	2022 $'000	2021 $'000
GST Receivable	209	702
Trade Debtors	8,333	7,495
Prepayments	678	566
Total Receivables and Prepayments	**9,220**	**8,763**

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

10 Investments in Joint Ventures

The Group has a participating interest in the following joint ventures through its wholly owned subsidiary Last Tango Ltd.

Joint Ventures	Country of Residence	Percentage Held By Group 2022	Percentage Held By Group 2021	Balance Date
PowerNet Ltd Group*	New Zealand	50%	50%	31 March
OtagoNet Joint Venture**	New Zealand	75.1%	75.1%	31 March
Roaring Forties Energy Ltd Partnership***	New Zealand	50%	50%	31 March

*Effective from 1 April 2016 the Group equity accounted its share of profits from the 50% owned joint venture entity, PowerNet Ltd to be consistent with the economic benefits the Group receives based on the PowerNet Ltd dividend policy. The equity accounted share of profit in PowerNet Ltd in 2022 is 73.58% (2021: 75.19%).

**The Group holds a 75.1% voting right over OtagoNet Joint Venture.

*** Roaring Forties Energy Ltd Partnership has a 50% interest in Southern Generation Ltd Partnership.

	GROUP 2022 $'000	GROUP 2021 $'000
Interests in Joint Venture Entities are as follows:		
Carrying Amount at Beginning of Year	214,474	203,556
Investment in Joint Ventures	3,875	10,096
Share of Equity Accounted Earnings of Joint Ventures	11,206	10,786
Less Drawings	(9,874)	(9,964)
Carrying Amount at End of Year	**219,681**	**214,474**

The Group's advances to joint ventures of $26,443,000 (31 March 2021: $28,843,000) are repayable on demand but with a 13 month notice period. The advances incur interest 3% above the 90 day bank bill rate.

The Group holds a 25% interest in the Southern Generation Ltd Partnership. This partnership was formed to invest in electricity generation opportunities. The partnership owns two wind farms, Mt. Stuart near Lawrence and Flat Hill near Bluff and three hydro stations, Aniwhenua Hydro Station on the Rangitaiki River in the Bay of Plenty, Upper Fraser Hydro Station in Alexandra and Matiri Hydro Station located at 15km north of Murchison.

In March 2021, the partners entered into a conditional agreement to purchase three Hydro Stations from The Lines Company in the Eastland and King Country area. The partnership completed the acquisition of these assets in July 2021.

11 Property, Plant and Equipment

	Network Assets $'000	Metering Assets $'000	Land $'000	Buildings $'000	Plant and Office Equipment $'000	Total $'000
Cost or Valuation						
Balance at 1 April 2020	557,174	24,528	483	5,432	107	587,724
Additions	29,020	2,678	-	168	-	31,866
Revaluation	8,707	-	-	-	-	8,707
Disposals	(1,063)	(57)	-	-	-	(1,120)
Balance at 31 March 2021	**593,838**	**27,149**	**483**	**5,600**	**107**	**627,177**
Balance at 1 April 2021	593,838	27,149	483	5,600	107	627,177
Additions	34,140	2,364	-	41	-	36,545
Revaluation	-	-	-	-	-	-
Disposals	(1,210)	(43)	-	-	-	(1,253)
Balance at 31 March 2022	**626,768**	**29,470**	**483**	**5,641**	**107**	**662,469**
	-		-		-	
Depreciation and Impairment Losses						
Balance at 1 April 2020	(129,533)	(6,363)	-	(396)	(38)	(136,330)
Depreciation for Year	(21,490)	(1,580)	-	(135)	(6)	(23,211)
Revaluation	43,293	-	-	-	-	43,293
Disposals	319	20	-	-	-	339
Balance at 31 March 2021	**(107,411)**	**(7,923)**	**-**	**(531)**	**(44)**	**(115,909)**
Balance at 1 April 2021	(107,411)	(7,923)	-	(531)	(44)	(115,909)
Depreciation for Year	(23,290)	(1,754)	-	(143)	(6)	(25,193)
Revaluation	-	-	-	-	-	-
Disposals	244	18	-	-	-	262
Balance at 31 March 2022	**(130,457)**	**(9,659)**	**-**	**(674)**	**(50)**	**(140,840)**
Carrying Amount/Book Value						
Book Value at 31 March 2021	**486,427**	**19,226**	**483**	**5,069**	**63**	**511,268**
Book Value at 31 March 2022	**496,311**	**19,811**	**483**	**4,967**	**57**	**521,629**

Carrying amounts of property, plant and equipment had they been recognised under the cost model:

31 March 2021	415,176	19,226	482	5,069	61	440,014
31 March 2022	425,059	19,810	482	4,967	55	450,373

11 Property, Plant and Equipment *continued*

Valuation

The network assets of The Power Company Ltd were revalued to fair value using discounted cash flow methodology on 31 March 2021 by Ernst & Young who are an independent valuer. This resulted in a revaluation movement of $52 million. The valuation is based on a nine years forecast free cashflows and a calculated terminal value beyond the discrete cash flow period.

The following valuation assumptions were adopted;

- The free cash flows were based on the Company's three year business plan and asset management plan adjusted for non-recurring or non-arms length transactions and for transactions that arose from expansionary growth in the network after the date of the valuation.
- The corporate tax rate used was 28%.
- The weighted average cost of capital (WACC) used was 4.80%.
- Estimated forward inflation range of 1.5% to 2.0% on capital expenditure.
- RAB multiple range of 1.0 times for the terminal value.

Impairment and Fair Value Assessment

No events or circumstances identified that indicate the electricity distribution network, and metering assets may be impaired as at 31 March 2022. Presently the listed assets of the electricity distribution network and other property, plant and equipment are generating business cash flow, the value of the assets are not deemed to require an impairment adjustment.

There have been no significant changes or events that result in a material increase in the value of the network assets that requires an update to valuation to be performed at 31 March 2022.

12 Minority Interest

	GROUP	
	2022 $'000	2021 $'000
Opening Balance	5,054	4,966
Minority Interest Share of Net Surplus	139	88
Closing Balance	**5,193**	**5,054**

The Minority Interest relates to Lakeland Network Ltd. In 2020 additional share capital was issued with existing ownership percentages being retained.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

13 Creditors and Accruals

	GROUP	
	2022 $'000	2021 $'000
Trade Creditors	9,051	12,013
Accruals	10,751	11,109
Total Creditors and Accruals	**19,802**	**23,122**

14 Contract Liabilities

	GROUP	
	2022 $'000	2021 $'000
Contract Liabilities are as follows:		
Carrying Amounts at the Beginning of Year	3,099	2,616
Received in Current Year	2,648	2,094
Recognised as Revenue in Current Year	(2,413)	(1,611)
Carrying Amount at End of Year	**3,334**	**3,099**
Made up of:		
Current Contract Liabilities	1,537	977
Non-Current Contract Liabilities	1,797	2,122

Contract Liabilities are capital contributions received but not yet recognised as the asset has not yet been commissioned or the contractual obligation spans multiple years.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

15 Term Borrowings

	GROUP	
	2022 $'000	2021 $'000
ANZ Committed Cash Advance	40,000	59,870
Westpac Revolving Cash Advance	48,915	76,000
US Private Placement US$	89,729	94,473
US Private Placement NZ$	50,000	-
Advance – Southland Electric Power Supply Consumer Trust	1,974	2,147
Advance – Electricity Invercargill Limited	4,109	2,475
	234,727	**234,965**

Bank Facilities

The Group has a Cash Advance Facility of $80 million (31 March 2021: $90 million) with Westpac. The facility has a revolving three year term and is extendable annually by agreement between the Group and Westpac.

The Group has a Cash Advance Facility of $40 million (31 March 2021: $60 million) with ANZ. The facility has a revolving three year term and is extendable annually by agreement between the Group and ANZ.

The facilities provide for drawdowns to be made ranging from overnight to six months and are subject to interest rates at Bank Bill Buy Rates plus a margin. The facilities are unsecured and subject to a Deed of Negative Pledge. Of the facilities $40 million matures on 20 October 2022 and $8,915 million is shown as a current liability.

At balance date the Group had active interest rate swaps on the above facilities which total $122 million (31 March 2021:$137 million) at interest rates between 1.43% and 4.78%, excluding bank margins.

US Private Placement Notes

The Group completed a USPP Note issuance in February 2020, securing US$65 million of long term debt. The USPP comprised two tranches, US$40 million 10 year Notes with a coupon of 3.23% and US$25 million 11 year Notes with a coupon of 3.28%. In conjunction with the USPP issuance, the Group entered into cross currency interest rate swaps (CCIRS) to formally hedge the exposure of interest rate and foreign currency risk over the term of the notes and is described in more detail below.

At 31 March 2022, the US$ USPP Notes had a fair value of $89.7 million (31 March 2021 $94.5 million). This debt is carried in the consolidated statement of financial position at amortised cost plus a fair value adjustment under hedge accounting requirements and the translation to New Zealand dollars using foreign exchange rates at balance date. The fair value adjustment amounted to ($4.8 million) (31 March 2021 ($27.1 million)).

The Group completed a further USPP Note issuance on 20 May 2021, securing NZ$50 million of long term debt. The NZ$ USPP comprised of one tranche for 12 year Notes at a fixed interest rate of 3.80%.

Advance Southland Electric Power Supply Consumer Trust

The Group has an unsecured, interest bearing Advance with the Southland Electric Power Supply Consumer Trust which is repayable on demand with a 13 month notice period. Interest is payable at 7% and if demanded is added to the loan.

Advance Electricity Invercargill Ltd

The Minority Interest share of the Advance that Lakeland Network Ltd has with Electricity Invercargill Ltd is repayable on demand but with a 13 month notice period. Interest on the Advance is paid quarterly at 3.00% above the 90 day bank bill rate.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

15 Term Borrowings *continued*

Hedging Activity and Derivatives

The Group makes limited use of hedge accounting, doing so only for USD borrowings and the CCIRS financial instruments that are used to economically hedge these exposures.

The CCIRS's transform a series of known fixed interest rate cash flows in a foreign currency to floating rate NZD cash flows, mitigating exposure to the interest rate and foreign currency risks that arise from the Group's USPP notes.

The USD borrowings are fixed rate liabilities and thus present interest rate risk, should benchmark interest rates change. The fair value hedge component of the CCIRS hedges US fixed interest rates to US floating interest rates.

The change in the fair value of the hedged risk is attributed to the carrying value of the USPP debt. This debt revaluation is recognised in the statement of financial performance to offset the marktomarket revaluation of the hedging derivative. Any residual difference is referred to as hedge ineffectiveness.

The combination of USD borrowings and CCIRS economically results in the Group having floating NZD borrowings. This represents a risk of variability in future cash flows. As such, the Group designates the risks into cash flow hedge relationships. The fair value of the hedged risks are recognised in the Statement of Financial Performance with the effective portions of the hedges moved from the Statement of Financial Performance to the cash flow hedge reserve within equity. As noted earlier, there may be small differences between the above entries which result in hedge ineffectiveness in the Statement of Financial Performance.

Changes in the fair value of the cost to convert foreign currency to NZD of CCIRS are excluded from the designation and are seperately recognised in other comprehesive income in a cost of hedging reserve.

At inception, each hedge relationship is formalised in hedge documentation. Hedge accounting is discontinued when the hedge instrument expires or is sold, terminated, exercised or no longer qualifies for hedge accounting. The Power Company Ltd determines the existence of an economic relationship between the hedging instrument and the hedged item based on the currency, amount and timing of respective cash flows, reference interest rates, tenors, repricing dates, maturities and notional amounts. The Power Company Ltd assesses whether the derivative designated in each hedging relationship is expected to be, and has been, effective offsetting the changes in cash flows of the hedged item using the hypothetical derivative method.

Derivatives in hedge relationships are designated based on a hedge ratio of 1:1. In these hedged relationships the main source of ineffectiveness is the effect of the counterparty and The Power Company Ltds own credit risk on the fair value of the derivatives, which is not reflected in the change in the fair value of the hedged item attributable to changes in foreign exchange and interest rates.

All hedging instruments can be found in the derivative financial instruments's assets and liabilities in the statement of financial position. Items taken to the Statement of Financial Performance have been recognised in the derivate financial instrument (gain)/loss (US).

The cash flow hedge reserve records the effective portion of the fair value of interest rate swaps that are designated as cash flow hedges. Amounts transferred to the income statement are included in interest expense and other finance costs.

16 Deferred Taxation

	$'000 Balance as at 1 April 2020	$'000 Charged to the Income Statement	$'000 Charged to Equity	$'000 Balance as at 31 March 2021
Depreciation	24,888	1,131	-	26,019
Capital Contributions	3,870	(158)	-	3,712
Other	(4,715)	943	-	(3,772)
Effect of Revaluation	40,552	-	14,560	55,112
Hedging Movement	-	-	885	885
	64,595	**1,915**	**15,445**	**81,955**

	$'000 Balance as at 1 April 2021	$'000 Charged to the Income Statement	$'000 Charged to Equity	$'000 Balance as at 31 March 2022
Depreciation	26,019	777	-	26,796
Capital Contributions	3,711	259	-	3,970
Other	(3,772)	(133)	-	(3,905)
Effect of Revaluation	55,112	-	-	55,112
Hedging Movement	885	-	(393)	492
	81,955	**903**	**(393)**	**82,465**

The primary component of the deferred tax balance is related to property, plant and equipment assets and software assets. There is not expected to be any significant reversal of deferred taxation in the next 12 months.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

17 Provision for Onerous Contract

	GROUP	
	2022 $'000	2021 $'000
Current Portion	739	718
Non-Current Portion	13,959	13,459
Provision for Onerous Contract	**14,698**	**14,177**

A liability had been recognised in relation to the Group's obligations under an onerous contract agreement. A provision of $14,698,000 (2021: $14,177,000) has been established for this onerous contract. A Deferred Tax Asset of $4,115,000 (2021: $3,970,000) has also been recognised in relation to this onerous contract.

The following valuation assumptions were adopted;

- The discount rate used was 6.21% being derived from the long term nominal risk free rate provided by Treasury for accounting valuation purposes used as an input into a weighted average cost of capital calculation.
- The CPI increases used were 2.06%
- The corporate tax rate used was 28%
- The sustainable growth adjustment used was 0.5%

18 Commitments

(a) Capital Commitments

The Group has capital expenditure contracted for but not provided for in the financial statements.

	GROUP	
	2022 $'000	2021 $'000
Capital Commitments	10,733	11,310
Total Capital Commitments	**10,733**	**11,310**

(b) Other Commitments

The Group has a conditional commitment as at 31 March 2022 of $825,000 (2021: $825,000). This relates to an agreement with SmartCo Ltd, for the Group to provide a subordinated loan to Smart Co once a number of terms have been met.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

19 Reconciliation of Net Surplus After Taxation with Net Operating Cash Flows

The following is reconciliation between the Net Surplus After Taxation shown in the Statement of Financial Performance and the Net Cash Flows From Operating Activities.

	GROUP	
	2022 $'000	2021 $'000
Net Surplus After Taxation	**15,567**	**13,045**
Plus/(Less) Non Cash Items:		
Depreciation	25,231	23,247
Deferred Taxation	510	1,925
Interest Rate Derivatives (US$)	565	(2,378)
Interest Rate Derivatives (NZ$)	(10,972)	(5,864)
Net SEPSCT Transactions	(173)	(32)
Onerous Contract	521	2,553
Share of Profit of Associates and Joint Ventures	(11,206)	(10,786)
	4,476	8,665
Items not Classified as Operating Activities		
Loss on Disposal of Property, Plant and Equipment	551	747
	551	747
Plus/(Less) Net Movements in Working Capital:		
Creditors and Accruals	(3,218)	1,277
Receivables and Prepayments	(457)	1,020
Contract Liabilities	235	483
Inventories	-	25
Income Tax Payable	4,365	3,287
	925	6,092
Net Cash Flows From Operating Activities	**21,519**	**28,549**

20 Financial Instruments

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

Credit Risk

Financial instruments that potentially subject the Group to concentrations of credit risk consist principally of cash and short-term investments, hedging instruments and trade receivables. Cash, short-term investments, hedging instruments are placed with banks with high credit ratings assigned by international creditrating agencies, or other high credit quality financial institutions.

The Group manages its exposure to credit risk from trade receivables by performing credit evaluations on all customers requiring credit whenever possible, and continuously monitoring the outstanding credit exposure to individual customers. The Group does not generally require or hold collateral against credit risk.

The Group is exposed to a concentration of credit risk with regard to the amounts owing by energy retailers at balance date for Line Charges as disclosed in Note 9 Receivables and Prepayments (amongst Trade Debtors). However, these entities are considered to be high credit quality entities.

Liquidity Risk

Liquidity risk represents the Group's ability to meet its contractual obligations.

The Group evaluates its liquidity requirements on an ongoing basis. To reduce concentration risk on any lender or funding type the Group uses a range of different funding sources and currencies. In general the Group generates sufficient cash flows from its operating activities to meet its contractual obligations arising from its financial liabilities and has credit lines in place to cover potential shortfalls.

The Group is in a net current liability position due to a portion of the Westpac Loan facility maturing in October 2022. Negotiations for the renewal of the facility will commence in the following months. The Directors believe there is sufficient operating cashflow to support the ongoing operations.

Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or the value of its holdings of financial instruments.

The Group uses interest rate swap agreements to manage its exposure to interest rate movements on its borrowings. The treasury policy set by the Board requires that interest rate swap agreements are in place to ensure adequate hedging is maintained within a series of time periods.

Where the Group borrows in foreign currency it uses CCIRS to swap all foreign currency demoninated interest and principal repayments to reporting currency. This results in floating rate borrowings in the entity's reporting currency.

The interest rate agreements are held with independent and high credit quality financial institutions. The credit risk is limited because the counterparties are banks with high quality credit ratings assigned by international credit rating agencies.

Foreign Exchange Risk

The Group is subject to foreign exchange risk due to exposure to the US Dollar from USPP borrowings.

This exposure has been fully hedged by way of crosscurrency interest rate swap, hedging US Dollar exposure on both principle and interest.

The crosscurrency interest rate swaps correspond in amount and maturity to the relavent US Dollar borrowings with no residual foreign currency risk exposure.

Fair Value

The estimated fair value of the Group's financial instruments are represented by the carrying values.

Capital Management

The Group's capital includes share capital and retained earnings. The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position.

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

21 Transactions With Related Parties

The Power Company Ltd has an interest in the PowerNet Ltd Joint Venture, the OtagoNet Joint Venture, Lakeland Network Ltd, and the Southern Generation Ltd Partnership through their wholly owned subsidiary company Last Tango Ltd.

No related party debts have been written off or forgiven during the year.

Material transactions the Group have had with the above mentioned parties during the year are as follows:

	GROUP	
	2022 $'000	2021 $'000
Goods and Services Supplied to:		
PowerNet Limited (Joint Venture)	1,738	1,694
OtagoNet Joint Venture	60	60
Receivables Outstanding at Balance Date (GST incl):		
PowerNet Limited (Joint Venture)	334	267
OtagoNet Joint Venture	6	6
Goods and Services Supplied by:		
PowerNet Limited (Joint Venture)	51,700	50,024
Creditors Outstanding at Balance Date (GST incl):		
PowerNet Limited (Joint Venture)	10,597	14,744
Advances Provided to:		
Southland Electric Power Supply Consumer Trust	324	185
PowerNet Limited (Joint Venture)	14,988	9,450
Advances Provided from:		
Southland Electric Power Supply Consumer Trust	150	153
PowerNet Limited (Joint Venture)	17,388	11,775

Notes to the Financial Statements *continued*

For the year ended 31 March 2022

21 Transactions With Related Parties *continued*

Other Related Parties

There have been no material transactions between The Power Company Ltd Group and Directors with the exception of the following:

PowerNet Limited, Lakeland Network Ltd and The Power Company Ltd use Findex as their tax advisors of which Duncan Fea is a Principal. The Power Company Ltd Group share of fees for taxation advice paid to Findex during the year amounted to $1,950 excl GST (31 March 2021: $9,750) of which $2,200 incl GST (31 March 2021: $3,000) is owing at balance date.

All transactions between The Power Company Ltd and Findex relate to normal activities.

The Southland Electric Power Supply Consumer Trust owns 100% of the shares in The Power Company Ltd. The Power Company Ltd has a $1,974,000 (2021: $2,147,000) unsecured interest bearing loan with the Southland Electric Power Supply Consumer Trust.

During the year expenses were paid out on behalf of the Trust totalling $324,000 (31 March 2021: $185,000). The expenses paid by The Power Company Ltd on behalf of the Southland Electric Power Supply Consumer Trust have been deducted from the loan and interest of $150,000 (31 March 2021: $153,000) has been added to the loan.

All capital commitments disclosed are with PowerNet Ltd.

Key Management Personnel

Compensation of the Directors, being the key management personnel of the entities, is set out below:

	GROUP	
	2022 $'000	2021 $'000
Directors Fees	285	240

There have been no other transactions with the Directors.

22 Subsequent Events

On 26th May 2022 The Power Company Ltd signed the updated Network Management Agreement with PowerNet Ltd. The terms of this agreement span 10 years.

Subsequent to year end, on 10 June 2022 the Company changed its constitution. The bank facility agreements with ANZ and Westpac require written consent for a change in constitution. Consent was obtained from ANZ and Westpac on 30 June 2022.

Auditor’s Report

PricewaterhouseCoopers
PwC Centre
60 Cashel Street
PO Box 13244
Christchurch 8141
New Zealand
T: +64 3 374 3000
www.pwc.co.nz

Independent Auditor’s Report

To the Shareholder of The Power Company Limited

Our opinion

In our opinion, the accompanying consolidated financial statements of The Power Company Limited (the Company), including its subsidiaries (the Group), present fairly, in all material respects, the financial position of the Group as at 31 March 2022, its financial performance and its cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards Reduced Disclosure Regime (NZ IFRS RDR).

What we have audited

The Group's consolidated financial statements comprise:

- the consolidated statement of financial position as at 31 March 2022;
- the consolidated statement of financial performance for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated 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 consolidated 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 Group 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.

Our firm carries out other services for the Group in the areas of regulatory advisory services, compliance with the Electricity Distribution (Information Disclosure) Determination 2012, other regulatory requirements of the Commerce Act 1986 and tax pooling services. The provision of these other services and relationships has not impaired our independence as auditor of the Group.

Auditor's Report *continued*

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual report (but does not include the consolidated financial statements and our auditor's report thereon). The other information we obtained prior to the date of this auditor's report comprised the consolidated statement of service performance. The remaining other information is expected to be made available to us after that date.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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.

When we read the other information not yet received, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Directors and use our professional judgement to determine the appropriate action to take.

Responsibilities of the Directors for the consolidated financial statements

The Directors are responsible, on behalf of the Company, for the preparation and fair presentation of the consolidated financial statements in accordance with NZ IFRS RDR, and for such internal control as the Directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

A further description of our responsibilities for the audit of the consolidated financial statements is located at the External Reporting Board's website at: https://www.xrb.govt.nz/assurance-standards/auditors-responsibilities/audit-report-7/

This description forms part of our auditor's report.

Who we report to

This report is made solely to the Company's Shareholder, 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 Company and the Company's Shareholder, 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 Elizabeth Adriana (Adri) Smit.

For and on behalf of:

PricewaterhouseCoopers.

Chartered Accountants Christchurch

15 July 2022

Maintenance work on the TPCL network.

THEPOWERCOMPANYLTD