

Westpac KiwiSaver Scheme

Annual Report for the year ending 31 March 2017

Details of Scheme

The following details relate to the Westpac KiwiSaver Scheme (the Scheme) as at 31 March 2017:

- The Scheme is a registered KiwiSaver Scheme.
- BT Funds Management (NZ) Limited (BTNZ, us, we or the Manager) is the Manager of the Scheme.
- The New Zealand Guardian Trust Company Limited is the Supervisor of the Scheme.

The Scheme's latest:

- Product disclosure statement is dated 20 June 2017 and is open for applications.
- Fund updates for the quarter ended 30 June 2017 were made publicly available on 28 July 2017.
- Financial statements and auditor's report were dated 25 July 2017 and were lodged with the Registrar on 28 July 2017.

Information on contributions and Scheme participants

Membership changes

For the year ending 31 March 2017 (Year), the numerical changes in the membership of the Scheme were:

Total number of members at 1 April 2016	376,825
Total number of members at 31 March 2017	389,740
Total number of contributing members at 1 April 2016	257,008
Total number of contributing members at 31 March 2017	272,657
Total number of non-contributing members at 1 April 2016	119,817
Total number of non-contributing members at 31 March 2017	117,083

Total number of persons who became members during the Year, consisting of:	38,349
Transfers in from other schemes	20,026
Other new members	18,323
Total number of persons who ceased to be members during the Year, consisting of:	25,434
Retirement	3,343
Death	494
Transfers to other schemes	19,653
Other reasons	1,944

Accumulations	Number of members	Amount of accumulations
Members' accumulations at 1 April 2016	376,825	\$3,886,589,171
Members' accumulations at 31 March 2017	389,740	\$4,647,119,361

Contributions	Number of members	Amount of contributions
Members' Contributions	250,308	\$410,646,335
Employer or other sponsor contributions	221,453	\$208,246,296
Member voluntary additional contributions	16,414	\$49,154,312
Total Contributions received during the Year		\$668,046,943

Changes relating to the Scheme

The following material changes occurred to the Scheme during the Year:

The Scheme transitioned to the Financial Markets Conduct Act 2013 (FMCA) regime on 27 May 2016. Changes to the Scheme's trust deed (Trust Deed) were required to ensure the Scheme's compliance with the FMCA and the Financial Markets Conduct Regulations 2014.

A new Statement of Investment Policy and Objectives (SIPO) was published on 27 May 2016 as part of the Scheme's transition to the FMCA.

There were no material changes to the terms of the offer of the Scheme, or to the nature or scale of related party transactions, and all related party transactions were conducted on arm's-length and enacted on standard commercial terms.

Other information for particular types of managed funds

Member withdrawals

During the Year, the following withdrawals were made from the Scheme:

Withdrawal Type	Number of members
Qualifying Age	5,856
Death	494
Transfer Out	19,653
Significant Financial Hardship	1,933
Serious Illness	339
First Home	4,869
Permanent Emigration (other than to Australia)	236
Other	323
Total	33,703

Unit prices

Fund Name	Unit Price as at:	
	1 April 2016	31 March 2017
Cash Fund	1.3306	1.3613
Default Fund	1.1125	1.1515
Conservative Fund	1.5315	1.5862
Moderate Fund	1.1261	1.1784
Balanced Fund	1.5401	1.6405
Growth Fund	1.5535	1.6723
CPP Fund No. 1	2.0145	2.2191
CPP Fund No. 2	1.8086	1.9920
CPP Fund No. 3	1.7339	1.9097
CPP Fund No. 4	1.7908	1.9724
CPP Fund No. 5	1.5570	1.7149

Manager Statement

All benefits required to be paid from the Scheme in accordance with the terms of the Trust Deed and KiwiSaver Scheme rules have been paid.

The market value of the Scheme property at 31 March 2017 equalled or exceeded the total value of benefits that would have been payable had all members of the Scheme ceased to be members at that date and had provision been made for the continued payment of all benefits being paid to members and other beneficiaries as at 31 March 2017.

Changes to persons involved in the Scheme

During the Year there were the following changes to the people involved in the Scheme:

Manager, directors of the Manager and key personnel of the Manager

The Manager was unchanged, but had the following director changes:

- P K Farrell resigned on 1 June 2016.
- M Wild was appointed on 16 August 2016 and resigned on 27 March 2017.

The Manager had the following key personnel changes:

- S Wolton resigned as the Head of Investments and Insurance for Westpac New Zealand Limited on 10 March 2017.
- N J Jackson was appointed as Acting Head of Investments and Insurance on 10 March 2017.

Supervisor and its directors

The Supervisor was unchanged, but had the following director changes:

- A H Barnes resigned on 4 April 2016.
- T J Shaw resigned on 3 August 2016.

Administration manager, investment manager, securities registrar, custodian, and auditor of the Scheme

There were no changes to the administration manager, investment manager, securities registrar, custodian or auditor of the Scheme. For details of the underlying investment managers, see the offer register at companiesoffice.govt.nz/disclose (Disclose).

How to find further information

Further information about the Scheme is available on the scheme and offer register on Disclose including:

- the product disclosure statement and other information material to the offer of units in the funds;
- the fund updates;
- the governing documents (including the Trust Deed and any establishment deeds);
- the SIPO; and
- the most recent financial statements for the Scheme.

A copy of this information is also available on request from the Manager free of charge.

Contact details and complaints

If you have any concerns or issues with your investment you can contact us and our employees as follows:

Westpac KiwiSaver Scheme Operations Team

Email: kiwisaverhelp@westpac.co.nz

Write to: Westpac KiwiSaver Scheme, PO Box 695, Wellington 6140.

Phone: 0508 972 254

If for any reason we can't resolve things, you can contact the Supervisor of the Scheme as follows:

Email: ct-auckland@nzgt.co.nz

Write to: Relationship Manager, Corporate Client Services
The New Zealand Guardian Trust Company Limited, PO Box 1934, Auckland 1140

Phone: (09) 909 5100

You can also contact the following independent dispute resolution schemes:

Financial Services Complaints Limited

The Supervisor is a member of an independent dispute resolution scheme operated by Financial Services Complaints Limited (FSCL). If the Supervisor hasn't been able to resolve your complaint in a way that you think is satisfactory within 40 business days, you can contact FSCL by:

Email: info@fscl.org.nz

Call: 0800 347 257

Write to: Financial Services Complaints Limited, PO Box 5967, Lambton Quay, Wellington 6145

FSCL will not charge a fee to you to investigate or resolve a complaint.

The Banking Ombudsman

We are a member of the independent dispute resolution scheme run by the Banking Ombudsman.

You can contact the Banking Ombudsman:

Email: help@bankomb.org.nz

Web: bankomb.org.nz

Call: 0800 805 950

Write to: Freepost 218002, PO Box 25327, Featherston Street, Wellington 6146

Visit: Level 5, Huddart Parker Building,
1 Post Office Square, Wellington 6011

The Banking Ombudsman will not charge a fee to you to investigate or resolve a complaint.