

Disclosure Requirements 2012



Auditor's independent assurance report

To the readers of Northpower Limited's

Report for the financial year ended 31 March 2012 regarding Northpower Limited's compliance with the Electricity Distribution (Information Disclosure) Requirements 2008

The Auditor-General is the auditor of Northpower Limited (the company). The Auditor-General has appointed me, John Scott, using the staff and resources of Audit New Zealand, to provide an opinion, on her behalf, on the company's report for the financial year ended 31 March 2012 regarding compliance with the Commerce Commission's Electricity Distribution (Information Disclosure) Requirements 2008 (the Requirements) as shown in the attached report comprising the schedules FS1, FS2, FS3, AV1, AV2, AV3, AV4, MP1, MP2, MP3 and AM1 (inclusive). In this independent assurance report we refer to the company's report as the "disclosure information". The disclosure information comprises both historical and prospective financial and non-financial information.

Respective responsibilities

The Board of Directors is responsible for preparing disclosure information that complies with the Requirements.

Clause 10 of the Requirements requires the Auditor-General to provide an opinion on whether the disclosure information prepared by the company complies with and is presented in all material respects in accordance with the Requirements.

Limitations and use of this independent assurance report

This independent assurance report has been prepared solely to discharge the Auditor-General's responsibilities under the Requirements for the financial year ended 31 March 2012. This independent assurance report is not intended to be used for any purposes, other than that for which it was prepared.

Because of the inherent limitations in evidence gathering procedures, it is possible that fraud, error or non-compliance may occur and not be detected. As the procedures performed for this engagement are not performed continuously throughout the financial year and the procedures performed in respect of the company's compliance with the Requirements are undertaken on a test basis, our engagement cannot be relied on to detect all instances where the company may not have complied with the Requirements. Our opinion has been formed on the above basis.

Basis of opinion

The company's financial statements for the year ended 31 March 2012 have been subject to audit. The audit opinion on the financial statements of the company for the year ended 31 March 2012 was unmodified and was dated 19 July 2012.

Our work has been planned and performed to obtain all the information and explanations we considered necessary in order to obtain reasonable assurance that the disclosure information complies with and has been presented in all material respects in accordance with the Requirements. We also included an assessment of the significant estimates and judgements, if any, made by the company in the preparation of the disclosure information.

A matter is material if it would affect a user's overall understanding of the disclosure information prepared by the company.

Historical financial and non-financial information

Our work on the historical financial and non-financial information has been carried out in accordance with the Standard on Assurance Engagements (New Zealand) 3100: Compliance Engagements issued by the New Zealand Institute of Chartered Accountants.

Our work in respect of amounts and disclosures that were audited under the financial statement audit has been limited to agreeing the amounts and disclosures to the underlying records and audited financial statements of the company.

Our work in respect of amounts and disclosures that were not audited under the financial statement audit, has been planned and performed to obtain all the information and explanations we considered necessary in order to obtain reasonable assurance that the disclosure information has been presented in all material respects in accordance with the Requirements.

Prospective financial and non-financial information

Our work on the prospective financial and non-financial information has been limited to assessing whether the information has been presented on a basis consistent with the regulatory accounting or technical measurement requirements used for disclosures for the financial year ended 31 March 2012 and the immediately preceding financial year, and that the information has been calculated based on source data provided by the company. We have not performed audit procedures on the source data.

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

Independence

When carrying out the engagement we followed the independence requirements of the Auditor-General, which incorporate the independence requirements of the New Zealand Institute of Chartered Accountants. We also complied with the Independent auditor provisions on independence, as specified in clause 2(1) of the Requirements.

Other than the engagement and the annual audit of the company's financial statements carried out on behalf of the Auditor-General, we have no relationship with or interests in the company.

Opinion

We have obtained all the information and explanations we have required.

In our opinion:

- the company has kept proper records to enable the complete and accurate compilation of required information, in all material respects, as far as appears from our examination of those records; and
- the disclosure information prepared by the company for the financial year ended 31 March 2012 complies with the Requirements.

Historical financial and non-financial information

In our opinion, the company has:

- presented the historical financial information in reports FS1, FS2, FS3, AV1, AV2,
 AV3, AV4, MP2, MP3 and AM1 for the financial year ended 31 March 2012 in all material respects in compliance with the Requirements; and
- compiled the historical non-financial information included in reports MP1, MP2 and MP3 in accordance with the guidance (if any) issued pursuant to the Requirements, and has calculated the historical non-financial information based on un-audited source data provided by the company.

Prospective financial and non-financial information

In our opinion, the company has:

- presented the prospective financial and non-financial information in reports AM1 and MP3 on a basis consistent with the regulatory accounting or technical measurement requirements used for disclosures for the financial year ended 31 March 2012 and the immediately preceding financial year; and
- calculated the prospective financial and non-financial information based on unaudited source data provided by the company.

John Scott

Audit New Zealand

On behalf of the Auditor-General

Auckland, New Zealand

19 December 2012

CERTIFICATE FOR VALUATION REPORTS

Pursuant to Requirement 11(3)

We, Warren William Moyes and Nicole Peta Davies-Colley, directors of Northpower Ltd, certify that, having made all reasonable enquiry, to the best of our knowledge:-

- (a) the attached valuation report of Northpower Ltd, prepared for the purposes of Requirement 14(3) of the Commerce Commission's Electricity Distribution (Information Disclosure) Requirements 2008 complies with those Requirements; and
- (b) the replacement cost of the line business fixed assets of Northpower Ltd is \$283,377,000; and
- (c) the depreciated replacement cost of the line business system fixed assets of Northpower Ltd is \$140, 922,000; and
- (d) the optimised depreciated replacement cost of the line business system fixed assets of Northpower Ltd is \$135,098,000; and
- (e) the optimised deprival valuation of the line business system fixed assets of Northpower Ltd is \$135,098,000; and
- the values in paragraphs (b) through to (e) have been prepared in accordance with the ODV Handbook (as defined in the Electricity Information Disclosure Requirements 2004). These valuations are as at 31 March 2004.

W W Moyes

N P Davies-Colley

Date:

cember 2012

19 December 2012

CERTIFICATE FOR DISCLOSED INFORMATION

Pursuant to Requirement 11 (1)

We, Warren William Moyes and Nicole Peta Davies-Colley, directors of Northpower Ltd, certify that, having made all reasonable enquiry, to the best of our knowledge the following attached audited information of Northpower Ltd, prepared for the purposes of Requirements 3, 4, 6 and 7(5) of the Commerce Commission's Electricity Distribution (Information Disclosure) Requirements 2008 complies with those Requirements:-

- (i) Report FS1 Regulatory Profit Report;
- (ii) Report FS2 TRegulatory Asset and Financing Report;
- (iii) Report FS3 : Regulatory Tax Allowance Report;
- (iv) Report AV1 : Annual Regulatory Valuation Roll-Forward Report;
- (v) Report AV2 Valuation Disclosure by Asset Class (for System Fixed Assets);
- (vi) Report AV3 : System Fixed Assets Replacement Cost Roll-Forward Report;
- (vii) Report AV4 : Merger or Acquisition Regulatory Asset Base Disclosure;
- (viii) Report MP1 : Network Information Report;
- (ix) Report MP2 : Performance Measures Report;
 - (x) Report MP3 : Price and Quality Report; and
 - (xi) Report AM1 : Expenditure Forecasts and Reconciliation

W W Moyes

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19 December 2012

N P Davies-Colley

REPO	RT FS	1: REGULATORY PROFIT STATEMENT			
ref	l		Electricity Distribution Business:	Northpowe	er Limited
5			•	For Year Ended	2012
	Income				
7				10.100	(\$000)
8 9	plus	Net Line Charge Revenue Received Discretionary Discounts and Customer Rebates		49,406	
10	,	Gross Line Charge Income			53,417
11 12					
13 14	plus	Capital Contributions Net Value of Vested Assets		1,702	
15	piuo	Total Capital Contributions and Vested Assets		1,7 02	1,702
16 17		AC Loss Rental Rebates Received		1.360	
18	less	AC Loss Rental Rebates Passed On		1,360	
19 20		Net AC loss rental income (deficit)		-	-
21 22		Other Income		141	
23		Other income		141	141
24 25		Total regulatory income		_	55,260
26		Total regulatory modific		_	55,255
27	Evnono				
28 29	Expens	es			
30 31	nlun	Transmission Charges - Payments to Transpower Avoided Transmission Charges - payments to parties other than Transpower		15,520 300	
32	pius	Total Transmission Costs		300	15,820
33 34		Operational Expenditure:			
35		General Management, Administration and Overheads		6,314	
36 37		System Management and Operations Routine and Preventative Maintenance		1,135	
38		Refurbishment and Renewal Maintenance		3,317	
39 40		Fault and Emergency Maintenance Pass-through Costs		1,404	
41		Other		1,958	14.040
42 43		Total Operational Expenditure			14,842
44 45	Onerati	onal earnings		_	24,598
46	Operati	onal outlingo			27,030
47 48		Regulatory Depreciation of System Fixed Assets (incl. value of assets decommission	ned)	9,907	
49	plus	Depreciation of Non-System Fixed Assets (incl. value of assets decommissioned)	,	249	
50 51		Total Regulatory Depreciation			10,156
52					
53	Earning	s before interest and tax (EBIT)			14,442
54 55	less	Regulatory Tax Allowance			2,051
56 57	plus	Indexed Revaluation (of System Fixed Assets)			3,277
58	plus plus	Revaluations of Non-System Fixed Assets			
59 60	Regulat	tory profit / loss (pre-financing and distributions)		_	15,668
60	regula	ory profit 1000 (pre-initationity and distributions)		-	10,000

REPORT FS1: REGULATORY PROFIT STATEMENT (cont)

Notes to Regulatory Profit Statement

69 70 71 72	FS1a: Discretionary Discounts: Customer Rebates and other line charge adjustments Customer Rebates Line Charge Holidays and other Discretionary Discounts Total Discretionary Discounts and Customer Rebates	4,011	4,011
75 76 77 78 79 80 81 82	FS1b: Related party expenditure - summary Avoided Transmission Charges Operational Expenditure Subvention Payment Other related party expenditure Total Related Party Expenditure N.B.: The additional Related Party information that is required to be disclosed in accordance with Section 3 of the	300 8,948 8,516	(\$000) 17,764
83 84	Information Disclosure Handbook is to be disclosed by way of a separate note to this Schedule and forms part of this Schedule.		
87	FS1c: Operational Expenditure notes	(\$000)	
88	Manage and Application Frances		
89 90	Merger and Acquisition Expenses Merger and Acquisition Expenses (not to be included in Operational Expenditure)		
91			
92	Material items (if greater than 10% of the Operational Expenditure line item)		
93	Material item amount 1		Notes to be provided
94	within expenditure category:	Pass-through Costs	
95 96	Material item amount 2	48	Notes to be provided
97	within expenditure category:	Pass-through Costs	Notes to be provided
98		3	
99	Material item amount 3		Notes to be provided
100 101	within expenditure category:	Pass-through Costs	
102 103	(further disclosures t	o be provided on sepa	arate page if required)
106 107	FS1d: Vested Assets Consideration Paid for Vested Assets		(\$000) 281
110	FS1e: Reclassified items in Operational Expenditure		(\$000)
111	Value of items which have been reclassified since previous disclosure (if greater than 10% of any affected line item)		(\$000)
112	Previous classification:	Select one	
113	New classification:	Select one	
114			(2000)
115 116	Value of items which have been reclassified since previous disclosure (if greater than 10% of any affected line item)		(\$000)
116	Previous classification:	Select one	
118	New classification:	Select one	
119			
120			(\$000)
121	Value of items which have been reclassified since previous disclosure (if greater than 10% of any affected line item) Previous classification:	Colort on-	
122 123	New classification:	Select one Select one	
124	TOT GROUNDARDI.	GOIGGE OTTE	
	to be repeated as required for multiple reclassifications		

REPORT FS2: REGULATORY ASSET AND FINANCING STATEMENT Northpower Limited Electricity Distribution Business: ref For Year Ended 5 6 Capital Expenditure on System Fixed Assets (by primary purpose) (\$000) 7 347 **Customer Connection** 8 System Growth 545 9 10 Reliability, Safety and Environment 437 Asset Replacement and Renewal 7,775 11 12 Asset Relocations 92 **Total Capital Expenditure on System Fixed Assets** 9,196 13 14 15 Capital Expenditure on Non-System Fixed Assets 388 16 17 18 Capital works roll-forward (for System Fixed Assets) 19 Works Under Construction at Beginning of Year 736 20 9,196 21 plus Total Capital Expenditure on System Fixed Assets less Assets Commissioned in Year 9,083 22 23 Works under construction at year end 849 24 25 26 Regulatory Investment Value calculation System Fixed Assets: regulatory value at end of Previous Year 208,632 27 28 Non-System Fixed Assets: regulatory value at end of Previous Year 10,628 5,111 Finance During Construction Allowance (on System Fixed assets) 29 224,372 30 Total Regulatory Asset Base value at beginning of Current Financial Year 31 32 plus (System Fixed Assets Commissioned in Year 9,083 System Fixed Assets Acquired From (Sold to) a Non-EDB in Year 33 34 Non-System Fixed Assets: Asset Additions 388 Regulatory Asset Base investment in Current Financial Year - total 9.471 35 Regulatory Asset Base investment in Current Financial Year - average 4,736 36 37 38 plus (minus) where a merger or acquisition has taken place within the year Adjustment for merger, acquisition or sale to another EDB 39 40 **Regulatory Investment Value** 229,107

REPORT FS3: REGULATORY TAX ALLOWANCE CALCULATION

ref	1		Electricity Distribution Business:	Northpower	Limited
5				For Year Ended	2012
6					
7					(\$000)
8		Earnings before interest and tax (EBIT)			14,442
9					
10	add	Total Regulatory Depreciation		10,156	
11		Other Permanent Differences - not deductible			
12		Other Temporary Adjustments - Current Period			
13					10,156
15	less	Non Taxable Capital Contributions and Vested Assets		1,702	
16		Tax Depreciation		6,226	
17		Deductible Discretionary Discounts and Customer Rebates		4,011	
18		Deductible Interest		5,334	
19		Other Permanent Differences - Non Taxable			
20		Other Temporary Adjustments - Prior Period			
21					17,272
22				_	
23		Regulatory taxable income for Year			7,326
24					
25	less	Tax Losses Available at Start of Year			
26		Net taxable income			7,326
27					
28		Statutory Tax Rate		28%	
29		Regulatory Tax Allowance			2,051

Notes to Regulatory Tax Allowance Calculation

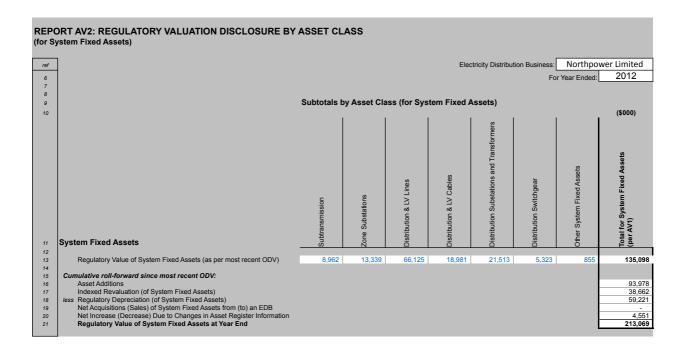
36	FS3a: Description of adjustments classified as "other"
37	
38	The Electricity Distribution Business is to provide descriptions of items recorded in the four "other" categories above (explanatory notes can be
39	provided in a separate note if necessary).
40	
41	
42	
43	
44	

48 49	FS3b: Financing assumptions (for Deductible Interest and Interest Tax Shield calculation)		
50	Standard Debt Leverage Assumption (debt/total assets)	40%	%
51 52	Standard Cost of Debt Assumption	5.82%	%
53	Podrovible leterest	5.224	****
54 55	Deductible Interest	5,334	\$000
56	Interest Tax Shield Adjustment	1,493	\$000

		Elec	tricity Distribut	ion Business:		Northpow	er Limited		
					For Year Ended: 2012				
						Year of mo	st recent ODV	2004	
	ODV Year +	ODV Year +	ODV Year +	ODV Year +	ODV Year +	ODV Year +	ODV Year +	(\$000) ODV Year +	
For Year Ending:		2006	2007	2008	2009	2010	2011	2012	
System Fixed Assets			2001	2000		20.0			
Regulatory Value at End of Previous Year*	135,098	141,767	152,581	160,580	175,650	186,437	194,241	208,632	t
plus									
Assets Commissioned	2,065	4,172	3,133	5,649	8,510	7,674	13,035	9,083	t
Gross Value of Vested Assets	6,528	7,840	7,000	8,495	4,107	2,699	2,005	1,983	t
Assets Acquired from (Sold to) a Non-EDB									t
Asset Additions plus	8,593	12,012	10,133	14,144	12,617	10,373	15,040	11,066	
Indexed Revaluation	3.639	4.760	3.873	5.406	5.216	3.815	8.676	3,277	t
less	-,	,,,,,,	5,5.75	5,	-,	3,0.0	,,,,,		
Depreciation of System Fixed Assets	5,532	5,906	5,878	6,176	6,729	6,938	7,570	7,842	
Regulatory Value of Assets Decommissioned Regulatory Depreciation (incl. value of assets decommissioned)	5.563	53 5.959	128 6.006	340 6.516	317 7.046	1,961 8.899	1,755 9.325	2,065 9,907	t
Regulatory Depreciation (incl. value of assets decommissioned)	3,303	3,535	0,000	0,310	7,040	0,033	9,525	9,907	
plus (minus)									
Acquisition of System Fixed Assets from another EDB	-	-	-	-	-	-	-	:	fror
less Sale of System Fixed Assets to another EDB Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB		-	-	-	-	-	-		fror
plus (minus)				0.000		0.545			
Net Increase (Decrease) Due to Changes in Asset Register Information				2,036		2,515			
Regulatory Value of System Fixed Assets at Year End	141.767	152.581	160.580	175.650	186.437	194,241	208.632	213.069	
·••···································		. ,	,	.,	,		,	,	
Non-System Fixed Assets									
Regulatory value at end of previous year	5,827	5,409	7,210	7,185	9,370	9,807	10,114	10,628	
plus Asset Additions	(202)		155	797	624	491	733	388	
plus Revaluations	(383)	63 1.905	155	1.544	624	491	/33	388	t t
less Depreciation (incl. value of assets decommissioned)	35	167	180	156	187	184	219	249	t
plus Net Acquisitions (Sales) of Non-System Fixed Assets from (to) an EDB		-	-	-	-	-	-		fror
Regulatory Value of Non-System Fixed Assets at Year end	5,409	7,210	7,185	9,370	9,807	10,114	10,628	10,767	
Total Regulatory Asset Base Value (excluding FDC)	147,176	159,791	167.765	185.020	196,244	204.355	219.260	223,836	
. Com . Cognition , . Cook Dado Falla (Cholading 1 Do)	177,170	100,791	101,100	100,020	100,244	204,000	210,200	220,030	

Notes to Annual Regulatory Valuation Roll-forward Report

	oo to ramaan togalatory valuation from formal a topolit										
57 AV1a: Calculation of Revaluation Rate and Indexed Revaluation of System Fixed Assets											
58	CPI as at date of ODV 928										
59											
60	For Year Ended	2005	2006	2007	2008	2009	2010	2011	2012		
6	CPI at CPI reference date	953	985	1010	1044	1075	1097	1146	1164		
62	Revaluation Rate	2.69%	3.36%	2.54%	3.37%	2.97%	2.05%	4.47%	1.57%		
63											
64	System Fixed Assets: Regulatory Value at End of Previous Year	135,098	141,767	152,581	160,580	175,650	186,437	194.241	208,632		
6	Indexed Revaluation of System Fixed Assets	3,639	4,760	3,873	5,406	5,216	3,815	8,676	3,277	to FS1, AV1	
		.,	,	.,	.,	.,	.,	.,			
_											
68	AV1b: Input for prior year Acquisitions (Sales) of Assets to (from) another	ELB							(\$000)		
69	For Year Ended	2005	2006	2007	2008	2009	2010	2011	2012		
70	Acquisition of System Fixed Assets from another EDB										
7	Sale of System Fixed Assets to another EDB										
72	Net Acquisitions (Sales) of Non-System Fixed Assets from (to) an EDB										
							'				



REPORT AV3: SYSTEM FIXED ASSETS REPLACEMENT COST ROLL-FORWARD REPORT

	_		
ref		Electricity Distribution Business: North	power Limited
5		For Year Ended:	2012
6	System	Fixed Assets - Replacement Cost	
7	1	·	(\$000)
8		Replacement cost at end of previous year	421,871
9			
10		Asset Additions	11,066
11		Indexed Revaluation (of System Fixed Assets)	6,626
12	less	Replacement Cost of Assets Decommissioned	4,862
13		Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB	-
14		Net Increase (Decrease) Due to Changes in Asset Register Information	
15		Replacement cost of System Fixed Assets at year end	434,702
16			
17			
18	System	Fixed Assets - Depreciated Replacement Cost	
19			
20		Depreciated Replacement Cost at end of previous year	210,663
21			
22		Asset Additions	11,066
23		Indexed Revaluation (of System Fixed Assets)	3,309
24	less	Depreciation of Replacement Cost	8,030
25	less	Depreciated Replacement Cost of Assets Decommissioned	2,065
26		Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB	
27		Net Increase (Decrease) Due to Changes in Asset Register Information Depreciated replacement cost of System Fixed Assets at year end	214.943
28		Depreciated replacement cost of System Fixed Assets at year end	214,943

REPORT AV3: SYSTEM FIXED ASSETS REPLACEMENT COST ROLL-FORWARD REPORT (cont)

Notes to Price and Quality Measures

36	AV3a: No	ew Asset Additions	
37			44.000
38		Asset Additions - Depreciated Replacement Cost	11,066
39	plus	Difference in Replacement Cost and Depreciated Replacment Cost values of Asset Additions	
40			
41		Asset Additions - Replacement Cost	11,066
42			

REP	EPORT AV4: BUSINESS MERGER, ACQUISITION OR SALE - REGULATORY ASSET BASE DISCLOSURE											
				Elec	tricity Distribu	tion Business:		Nor	thpower Lim	ited		
ref 6	Disclosure required? (YES or NIL DISCLOSURE):		NO DISCL	OSURE R	EQUIRED)						
7									As at (date):		_	
8 9 10						Pr	oportion of yea	r following tra	nsfer of assets	0%		
11	PART 1: Most recent ODV valuation of System Fixed Assets	transforred							(6000)			
12	PART 1. MOSt recent ODV valuation of System 1 feet Assets	uansierieu				James James			(\$000)			
		Subtransmission	one substations	oistribution & LV Lines	istribution & LV Cables	Distribution substations and transformer	stribution switchgear	Other System Fixed Assets	otal for System Fixed Assets			
13 14 15	Replacement Cost (RC)		N					0	-			
16 17	less Depreciation Depreciated Replacement Cost (DRC)	-	-	-			-		-			
18 19 20	less Optimisation adjustment Optimised Depreciated Replacement Cost (ODRC)								-			
21 22	less Economic Value Adjustment (EVA)	_		-	•	-	-	•				
23 24	Most recent ODV value	-	-	-			-		-			
25 26	PART 2: Valuation disclosure for transferred assets by Asset	t Class (at tr	ansfer date)							(\$000)	
									rotal for System Fixed Assets	Ion-System Fixed Assets	otal RAB value (excl. FDC)	
27 28	Regulatory Value of System Fixed Assets (as per most recent ODV)								- 4	N N	<u></u>	
29 30	Cumulative roll-forward since most recent ODV:											
31 32 33 34	Asset Additions Indexed Revaluation (of System Fixed Assets) less Regulatory Depreciation (of System Fixed Assets) Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB											
35 36 37	Net Increase (Decrease) due to Changes in Asset Register Informat RAB Value of Transferred Assets at Transfer Date	ion										
38 39 40	Acquisition of Assets from Another EDB Sale of Assets to Another EDB									-	to AV1 to AV1	
41 42 43 44 45	RAB Value of Transferred Assets at Transfer Date "p" factor (proportion of year following transfer of assets) Adjustment for merger, acquisition or sale to another EDB								- 0%		to FS2	
46 47	PART 3: Rolled-forward Replacement Cost values for System	n Fixed Asse	ets transfer	red						(\$000)		
48 49 50 51	Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB - Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB - I	RC DRC				System Fix	values of ed Assets at er date		RAB va acquired/(so	ulue of old) assets - -	to AV3 to AV3	
52 53		Signed by:		Selling Entity								
54 55 56 57				Acquiring Enti	ty							

	ORT AV4: BUSINESS MERGER, ACQUISITION OR SA										
ref				Elec	tricity Distribu	ition Business:		non	thpower Lim	ited	
6	Disclosure required? (YES or NIL DISCLOSURE):		NO DISCL	OSURE R	EQUIRED)					
7 8									As at (date):		
9						Pr	oportion of yea	r following tra	ansfer of assets	0%	
10 11											
12	PART 1: Most recent ODV valuation of System Fixed Assets	transferred	ı			ı ē	I	ı	(\$000)		
13 14	Replacement Cost (RC)	Subtransmission	Zone substations	Distribution & LV Lines	Distribution & LV Cables	Distribution substations and transformer	Distribution switchgear	Other System Fixed Assets	Total for System Fixed Assets		
15 16	less Depreciation								-		
17 18	Depreciated Replacement Cost (DRC)	-	-		-	-	-	-	-		
19 20	less Optimisation adjustment Optimised Depreciated Replacement Cost (ODRC)	-	-	-	-	-	-	-	- :		
21 22	less Economic Value Adjustment (EVA)								-		
23 24	Most recent ODV Value		-	-	-	-	-	-	-		
25 26	PART 2: Valuation disclosure for transferred assets by Asse	et Class (at ti	ransfer date)							(\$000)
27									Total for System Fixed Assets	Non-System Fixed Assets	Total RAB value (excl. FDC)
28 29	Regulatory Value of System Fixed Assets (as per most recent ODV)							-		
30 31 32 33 34 35 36	Cumulative roll-forward since most recent ODV: Asset Additions Indexed Revaluation (of System Fixed Assets) less Regulatory Depreciation (of System Fixed Assets) Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB Net Increase (Decrease) Due to Changes In Asset Register Informa RAB Value of Transferred Assets at Transfer Date	ation							-		
37 38 39 40	Acquisition of Assets from another EDB Sale of Assets to another EDB								= :	:	to AV1 to AV1
41 42 43 44 45	RAB Value of Transferred Assets at Transfer Date "p" factor (proportion of year following transfer of assets) Adjustment for merger, acquisition or sale to another EDB								- 0%		to FS2
46	DAPT 3: Polled-forward Penjacement Coet values for Sustan	m Fixed Acc	ate transfer	rod						(\$000)	
47	PART 3: Rolled-forward Replacement Cost values for System	III FIXEG ASS	ets transfer	ieu			values of			(\$000)	
48						System Fix	ed Assets at er date		RAB va acquired/(se	lue of old) assets	
49 50 51	Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB - Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB -	RC DRC								-	to AV3
52 53		Signed by:		Selling Entity							
54 55 56 57				Acquiring Enti	ty						

REP	REPORT AV4: BUSINESS MERGER, ACQUISITION OR SALE - REGULATORY ASSET BASE DISCLOSURE												
				Elec	tricity Distribut	tion Business:		Nor	hpower Lim	ited			
ref				0011055									
6	Disclosure required? (YES or NIL DISCLOSURE):		NO DISCL	OSURE R	EQUIRED								
7 8									As at (date):				
9						Pro	oportion of yea	r following trai		0%			
10 11													
	PART 1: Most recent ODV valuation of System Fixed Assets t	ransferred							(\$000)				
						Distribution substations and transformer							
						ansfc			\$				
						nd tr		sts	Asse				
				ss es	ples	ons a	ar	System Fixed Assets	otal for System Fixed Assets				
		_	8	ni /	S	static	chge	ixed	E				
		issio	substations	18.	-8 -	qns	swit	E F	yste				
		msm	sqns	utior	utior	ution	utior	Syst	for S				
40		Subtransmission	one a	distribution & LV Lines	Distribution & LV Cables	istrib	Distribution switchgear	Other	otali				
13 14	Replacement Cost (RC)	o o	N					U					
15 16	less Depreciation								-				
17 18	Depreciated Replacement Cost (DRC)	-	-	-	-				-				
19 20	less Optimisation adjustment Optimised Depreciated Replacement Cost (ODRC)								-				
21		-	-	-	-		-	•					
22 23	less Economic Value Adjustment (EVA) Most recent ODV Value	-	-	-	-	-	-	-					
24 25													
	PART 2: Valuation disclosure for transferred assets by Asset	Class (at t	ransfer date))							(\$000)		
									φ				
									for System Fixed Assets		OC)		
									pez	Ion-System Fixed Assets	RAB value (excl. FDC)		
									E	ed A	ě)		
									/ste	Ε Έ	valu		
									S. S.	yster	₹AB		
									Fotal 1	S-no	otal		
27 28	Regulatory Value of System Fixed Assets (as per most recent ODV)								- ř	z	<u> </u>		
29 30	Cumulative roll-forward since most recent ODV:												
31 32	Asset Additions Indexed Revaluation (of System Fixed Assets)												
33	less Regulatory Depreciation (of System Fixed Assets)												
34 35	Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB Net Increase (Decrease) Due to Changes in Asset Register Informati	on											
36 37	RAB Value of Transferred Assets at Transfer Date								-				
38 39	Acquisition of Assets from Another EDB Sale of Assets to Another EDB								-		to AV1 to AV1		
40	Call of Postis to Palotific EDD										IOAVI		
41 42	RAB Value of Transferred Assets at Transfer Date								-				
43 44	"p" factor (proportion of year following transfer of assets) Adjustment for merger, acquisition or sale to another EDB								0%	- 1	to FS2		
45	,												
46 47	PART 3: Rolled-forward Replacement Cost values for System	Fixed Ass	ets transfer	red						(\$000)			
/	one for all a representative out rained for dystem					RC & DRC	values of						
48						System Fixe	ed Assets at er date		RAB va acquired/(so				
49	Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB -	RC				uansi			aoquirou/(st	-	to AV3		
50 51	Net Acquisitions (Sales) of System Fixed Assets from (to) an EDB - I	JKC											
52 53		Signed by:		Selling Entity									
54		oigned by.		Coming Endly									
55 56				Acquiring Entit	у								
57											_		

REPORT MP1: NETWORK INFORMATION (Separate report required for each Non-Contiguous Network) Electricity Distribution Business: Northpower ref 6 For Year Ended: Network Name: Northpower 7 enter "Total Business" or name of network) Disclosure Annual Disclosure - Requirement 6(1) 9 Circuit Length by Operating Line Voltage (at year end) Overhead Total Underground 10 11 12 > 66k\/ 50kV & 66kV 13 14 33kV SWER (all SWER voltages) 219 239 15 22kV (other than SWER) 6.6kV to 11kV (inclusive - other than SWER) 16 17 3,718 1.821 18 19 Low Voltage (< 1kV) Total circuit length (for Supply) 879 5,778 4,899 20 21 **Dedicated Street Lighting Circuit Length** 206 383 22 23 24 Overhead Circuit Length by Terrain (at year end) (%) Urban (only) 658 13% Rural (only) Remote (only) 25 26 4,241 87% 0% Rugged (only) Rural & rugged (only) 27 28 0% Remote & rugged (only) Unallocated overhead lines Total overhead length 0% 29 30 31 32 4,899 33 34 Transformer capacity (at year end) Distribution Transformer Capacity (EDB Owned) 35 508 MVA 36 Distribution Transformer Capacity (Non-EDB Owned, Estimated) MVA 511 MVA (to MP2) 37 **Total Distribution Transformer Capacity** 38 Zone Substation Transformer Capacity 39 281 MVA 40 41 System Fixed Assets age (at year end) 42 Average Age of System Fixed Assets 24 Years 43 Average Expected Total Life of System Fixed Assets 44 Average Age as a Proportion of Average Expected Total Life 45 46 47 48 Estimated Proportion of Assets (by Replacement Cost) within 10 years of Total Life 17% % 49 50 Maximum coincident Non-coincident 51 **Electricity demand** system Sum of maximum 52 53 54 55 56 57 58 mand (MW) demands (MW) **GXP Demand** 168 Embedded Generation Output at HV and Above sula Maximum System Demand Net Transfers to (from) Other EDBs at HV and Above 172 less **Demand on system for supply to customers' Connection Points**Subtransmission Customers' Connection Point Demand 172 62 **Maximum Distribution Transformer Demand** 117 59 60 61 62 GXP Demand not Supplied at Subtransmission Level Embedded Generation Output - Connected to Subtransmission System Net Transfers to (from) Other EDBs at Subtransmission Level Only 11 4 63 64 65 66 67 Estimated Controlled Load Shed at Time of Maximum System Demand (MW) Five-Year System Maximum Demand Growth Forecast 1.2 % p.a 68 **Electricity volumes carried** (GWh) 69 70 71 72 Electricity Supplied from GXPs 987 Electricity Exports to GXPs Electricity Supplied from Embedded Generators Net Electricity Supplied to (from) Other EDBs 27 less 73 74 75 76 77 78 79 80 81 Electricity entering system for supply to customers' Connection Points Electricity Supplied to Customers' Connection Points 1,015 less Electricity Losses (loss ratio) 36 3.5% Electricity Supplied to Customers' Connection Points Electricity Supplied to Largest 5 Connection Points Electricity supplied other than to Largest 5 Connection Points 979 534 55% 82 Load Factor 67% % 83 Number of Connection Points (at year end) **54,933** ICPs 84 85 86 Intensity of service requirements Demand Density (Maximum Distribution Transformer Demand / Total circuit length) 87 88 89 20 kW/km 169 MWh/km 10 ICP/km 17,820 kWh/ICP Volume Density (Electricity Supplied to Customers' Connection Points / Total circuit length) Connection Point Density (ICPs / Total circuit length) Energy Intensity (Electricity Supplied to Customers' Connection Points / ICP) 90

REP	ORT MP2: PERFORMANCE MEASURES						
ref			Electricity Distribution Business:		Northpower Limited		
5			Liceticity Distric	Dation Basiness.	For Year Ended		
6	Performance comparators				Tor rear Endec		
7			Previous Years:			Current Financial Year	
8			Current Yr - 3	Current Yr - 2	Current Yr - 1		
9	Operational expenditure ratio						
10	Total Ope	rational Expenditure	16	16	15	15 \$m	from FS1
11	Replacement Cost of System Fixed A	Assets (at year end*)	383	394	422	435 \$m	from AV3
12		Ratio (%)	4.17%	3.95%	3.51%	3.41% %	
13	Capital expenditure ratio						
14		S		44	40		
15	Total Capital Expenditure on S	-	383	11 394	10 422	9 \$m 435 \$m	from FS2
16 17	Replacement Cost of System Fixed A	Ratio (%)	1.99%	2.78%	2.33%	2.12% %	from AV3
17		Ratio (%)	1.55%	2.1070	2.33%	2.12/0 %	
19	Capital expenditure growth ratio						
20	Capital Expenditure: Customer Connection	and System Growth	_	4	2	1 \$m	from FS2
21	Change in Total Distribution Ti	-	19	5	29	(3) MVA	from MP1
22		\$/kVA	-	755	75	- 263 \$/kVA	
23							
24	Renewal expenditure ratio						
25	Capital & Operational Expenditure: Asset Replacement, Refurbis	hment and Renewal	4	10	11	11 \$m	from FS1 & 2
26	Regulatory Depreciation of S	System Fixed Assets	7	9	9	10_\$m	from AV1
27		Ratio (%)	58%	114%	114%	112% %	
28	Biother Transferred County Hellow						
29	Distribution Transformer Capacity Utilisation						
30	Maximum Distribution T		101	100	97	117 MW	from MP1
31	Total Distribution Transformer Ca		480	485	514	511 kVA	from MP1
32		Ratio (%)	21.0%	20.6%	18.9%	22.9% %	
33 34	Return on Investment						
35	Regulatory Profit / Loss (pre-financia	na and diatributions)	16	15	20	16 \$m	from FS1
		x Shield Adjustment	2	10	20	1 \$m	from FS3
36 37		ted Regulatory Profit	14	14	18	14 \$m	rom +83
38	•	ry Investment Value	194	205	216	229 Sm	from FS2
38	Regulator	Ratio (%)	7.46%	6.79%	8.26%	6.19% %	110m F32
10	* If a Merger or Asset Transfer with another EDB was enetered into during						
‡1 ‡2	the year, the denominators are calcuated as time-weighted averages.						
#2 #3	Expenditure comparison table Expenditure metrics (\$ per):						
44				(+	po.,.		
		Total circuit	Electricity Supplied to Customers'	Maximum coincident		Distribution Transformer	
45 46		length (for Supply) (\$/km)	Connection Points (\$/MWh)	system demand (\$/MW)	Connection Point (\$/ICP)	Capacity (EDB- Owned) (\$/MVA)	
47	Capital Expenditure (\$) per	1,659	10	55,722	174	18,881	from FS2 & MP1
48	Operational Expenditure (\$) per	2.569	15	86.291	270	29.240	from FS1 & MP1
49	Operational Experience (4) per	2,309	15	00,291	270	23,240	II GII F S I & IVIPI

REPORT MP3: PRICE & QUALITY MEASURES (Separate report required for each Non-contiguous Network) Electricity Distribution Business: Northpower Limited ref For Year Ended: 2012 6 Northpower 7 Network Name Annual Disclosure - Requirement 6(1) Disclosure QUALITY 10 11 12 Interruptions 13 14 15 Interruptions by class Class A Class B planned interruptions on the network Class C Class D unplanned interruptions by Transpower 18 19 Class E unplanned interruptions of network owned generation unplanned interruptions of generation (non-network) Class G 20 unplanned interruptions caused by other electricity industry participant Class H Total 21 22 23 24 planned interruptions caused by other electricity industry participant 682 Total of above Interruption targets for Forecast Year 2013 Current Financial Year +1 planned interruptions on the network unplanned interruptions on the network 25 26 27 28 Class C Average interruption targets for 5 Forecast Years 2013-2017 Current Financial Year +1 to +5 29 30 31 400 planned interruptions on the network unplanned interruptions on the network Class B 32 Class C interruptions restored within 33 34 254 65 35 **Faults** 36 37 Faults per 100 circuit kilometres The total number of faults for Current Financial Year 38 39 The total number of faults forecast for the Forecast Year in year 2013 The average annual number of faults forecast for the 5 Forecast Years 40 41 Fault Information per 100 circuit kilometres by Voltage and Type 6.6kV & 11kV 22kV non-42 non-SWER SWER SWFR 33kV 50kV & 66kV >66kV Is this voltage part of the EDB system? Current Financial Year 44 45 Forecast Year 7 50 2 00 7.50 Average annual for 5 Forecast Years 46 47 48 Fault Information per 100 circuit kilometres by Voltage and Type 6.6kV & 11kV non-SWER 22kV non-49 SWER SWER 50kV & 66kV 50 51 Underground Overhead 8.52 3 78 52 Reliability 53 Overall reliability Based on the total number of interruptions SAIDI SAIFI CAIDI 54 55 56 57 2.55 146.02 Reliability by interruption class SAIDI SAIFI CAIDI Class B 0 24 58 59 60 61 62 99.51 Class C 43.10 Targets for Forecast Year SAIDI SAIFI CAIDI Class C 90.00 2 30 39.00 63 64 65 66 Average targets for 5 Forecast Years Class B SAIDI SAIFI CAIDI 90.00 67 68 Class C 39.00 69 PRICES 70 71 **Price information by Connection Point Class** 72 73 Connection Point Class 74 Small Connection Connection Points 75 Gross line charge income (\$000) 26,342 53,417 11,802 8,197 7,076 76 from FS1 Electricity Supplied to Customers' Connection Points (MWh) 77 284.428 117,718 131.299 445.484 978.929 from MP1 78 Number of Connection Points (ICPs) at year end 44,266 10,160 502 54,933 from MP1 79 Unit Price (cents/kWh) 9.3 10.0 6.2 1.6 5.5 Relative Unit Price Index 1.00 1.08 0.67 0.17 0.59 80 81

REPORT AM1: EXPENDITURE FORECASTS AND RECONCILIATION Electricity Distribution Business: Northpower Limited For Year Ended 2012 A) Five year forecasts of expenditure From most recent Asset Management Plan **Forecast Years** Actual for Curren 8 **Financial Year** year 1 year 2 year 3 year 4 year 5 2012 2013 2014 2015 2016 2017 Capital Expenditure: Customer Connection 10 347 450 800 1,522 362 373 from FS2 11 Capital Expenditure: System Growth 545 1,877 2,794 4,544 2,532 from FS2 Capital Expenditure: Reliability, Safety and Environment 437 1,338 1,770 1,421 from FS2 12 1,236 415 Capital Expenditure: Asset Replacement and Renewal 9.510 9.194 9,166 13 7.775 8,496 10.271 from FS2 Capital Expenditure: Asset Relocations 14 92 87 from FS2 Subtotal - Capital Expenditure on asset management 14.985 15 9.196 13.510 12.424 14.723 13.678 16 17 Operational Expenditure: Routine and Preventative Maintenance 1.135 1,594 1,375 1,416 1.459 1,502 from FS1 18 Operational Expenditure: Refurbishment and Renewal Maintenance 3.317 3.585 3.654 3,764 3.877 3.993 from FS1 Operational Expenditure: Fault and Emergency Maintenance 19 1.404 1.286 1.316 1.356 1.438 from FS1 Subtotal - Operational Expenditure on asset management 6.465 6.345 6.536 6.732 6.933 20 5.856 21 15,052 19,975 18,769 21,521 21,455 20,611 Total direct expenditure on distribution network 22 23 100 24 Overhead to Underground Conversion Expenditure The Electricity Distribution Business is to provide the amount of Overhead to Underground Conversion Expenditure included in each of the above Expenditure Categories (explanatory notes can be provided in a separate note if necessary). taken at a property owner's request or in some instances where existing ov ad widening, in which case Northpower contributes to the cost of materials. internally initiated conversion projects planned at this time 26 27 28 B) Variance between Previous Forecast for the Current Financial Year, and Actual Expenditure Previous forecast for Current Financial Year Actual for Current Financial Year 32 (a) (b) (a)/(b)-1 33 34 Capital Expenditure: Customer Connection 347 -7.4% 375 35 Capital Expenditure: System Growth 545 4,892 -88.9% from row 11 Capital Expenditure: Reliability, Safety and Environment 437 1,264 -65.4% 36 from row 12 37 Capital Expenditure: Asset Replacement and Renewal 7,775 10,206 -23.8% from row 13 38 Capital Expenditure: Asset Relocations 92 -77.4% from row 14 Subtotal - Capital Expenditure on asset management 17.143 9.196 -46.4% 39 40 41 Operational Expenditure: Routine and Preventative Maintenance 1,135 1,961 -42.1% from row 17 Operational Expenditure: Refurbishment and Renewal Maintenance 3,317 3,805 -12.8% 42 from row 18 43 Operational Expenditure: Fault and Emergency Maintenance 1,404 1.148 22.3% 44 Subtotal - Operational Expenditure on asset management 5,856 6,914 -15.3% 45 46 Total direct expenditure on distribution network 15.052 24 057 -37 4% 47 48 49 Explanation of variances 50 Distribution Business must provide a brief explanation for any line item variance of more than 10% Note 1. Five signifiocant projects (\$3 million) were deferred due to lack of growth. A number of projects were started late due to various constraints. Note 2. One project cancelled, one project deferred, six projects started late due to constraints. Note 3. One project (\$2.5 million) deferred and conductor replacement project started late. Explanatory notes (can be provided in a separate note if necessary): 54 55 56 57 58 59 Note 4. Planned SH1 roadworks project rescheduled due to Christchurch earthquake. Note 5. Vegetation control expenditure trasnferred to follow up budget and tasks reviewed. Note 6. Under expenditure mainly due to difference between forecast and approved budget. Note 7. Over expenditure due to higher than expected overhead line and cable faults. 60 61 62 63

Transitional Provisions – Requirement Part 4 14 (8)

	2012	2011	2010	2009	2008
Statistics					
(a) System length,					
broken down by voltage:					
33 kV	239.0 km	239.0km	237.0km	235.0km	234.0km
11 kV	3,718.0 km	3,697.0km	3,615.0km	3,424.0km	3,375.0km
400 V	1,821.0 km	1,890.0km	1,977.0km	1,968.0km	2,147.0km
Total	5,778.0 km	5,826.0km	5,829.0km	5,627.0km	5,756.0km
(h) Circuit langth of					
(b) Circuit length of overhead lines, broken					
down by voltage:					
33 kV	219.0 km	220.0km	220.0km	218.0km	217.0km
11 kV	3,483.0 km	3,466.0km	3,394.0km	3,227.0km	3,184.0km
400 V	1,197.0 km	1,284.0km	1,390.0km	1,449.0km	1,597.0km
Total	4,899.0 km	4,970.0km	5,004.0km	4,894.0km	4,998.0km
		.,	.,	.,	.,
(c) Circuit length of					
underground cables					
broken down by voltage:					
33 kV	20.0 km	19.0km	17.0km	17.0km	17.0km
11 kV	235.0 km	231.0km	221.0km	197.0km	191.0km
400 V	624.0 km	606.0km	587.0km	519.0km	550.0km
Total	879.0 km	856.0km	825.0km	733.0km	758.0km
(d) Transformer capacity	E10 0001//A	E14 49614/A	495 2001/4	490 00012/4	464 00014/4
(u) Transionner capacity	510,900kVA	514,486kVA	485,300kVA	480,000kVA	461,000kVA
(e) Maximum demand	172,000kW	153,000kW	150,000kW	151,000kW	154,000kW
	•	•	•	•	•
(f) Total customers	54,933	54,416	53,706	53,331	52,876
Efficiency					
Performance					
Measures					
(a) Direct line cost per	\$1,808	\$1,851	\$1,921	\$2,042	\$1,863
kilometre	ψ.,500	ψ.,501	Ψ1,021	Ψ=,012	ψ1,000
(b) Indirect line cost per	\$77	\$71	\$79	\$84	\$72
(b) Indirect line cost per customer	\$77	\$71	\$79	\$84	\$72

Additional Notes

FS1b – Related Parties Expenditure Note

rsib – Related Parties Exp	Jenuiture Note	<u>\$000</u>
Operational Expenditure Maintenance expenditure on System F	\$8,948	
Other Related Parties Expenditure		\$8,516
Construction of new assets:- (a) Subtransmission assets (b) Zone Substations (c) Distribution Lines and Cables (d) Medium Voltage Switchgear (e) Distribution Transformers (f) Low Voltage Reticulation (g) Scada & Communications	\$ 215,729 \$ 251,029 \$7,645,673 \$ 94,559 \$ 95,089 \$ 26,460 \$ 187,536	

Network Maintenance and other services are provided in accordance with a Service Level Agreement.

- No balance is outstanding at balance date.
- No amounts have been written off of forgiven during the year.
- No transactions have been made at nil or nominal value.

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FS1c - Operational Expenditure Note

Electricity Commission I	Levy \$154,342	68%
Local Body Rates	\$ 48,110	21%
Commerce Commission	Levy\$ 24,198	11%
Total	\$226,650	