

## **Norfolk Mortgage Management Limited presents this Annual Report to the Investors of the Norfolk Unit Trusts for the year ended 31 March 2018 (“accounting period”)**

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### **Details of the Scheme**

The name of the scheme is Norfolk Unit Trusts (“Scheme”). It is a managed investment scheme under the Financial Markets Conduct Act 2013 (“FMC Act”). The manager of the Scheme is Norfolk Mortgage Management Limited (“Manager”). The supervisor of the Scheme is Covenant Trustee Services Limited (“Supervisor”).

The Scheme was established on 15 December 2006. During the accounting period the Scheme had two funds, Norfolk Mortgage Trust and Norfolk (No. 2) Trust. The Norfolk Mortgage Trust was established on 15 December 2006 by an Establishment Deed, which was amended and restated on 6 July 2009, 16 September 2016, 21 August 2017 and on 29 March 2018. The Norfolk (No. 2) Trust was established on 28 October 2016 and merged with Norfolk Mortgage Trust on 31 March 2018.

The Product Disclosure Statement (PDS) was registered for each fund on 4 November 2016, updated on 21 August 2017 and the current PDS was registered on 28 February 2018. Norfolk Mortgage Trust’s PDS status remains open for applications. Norfolk (No. 2) Trust has been disestablished and wound up.

On 31 March 2018 at the end of the accounting period, Norfolk (No. 2) Trust merged with Norfolk Mortgage Trust. Following the merger Norfolk (No. 2) Trust was disestablished on 9 April 2018.

The latest fund update for Norfolk Mortgage Trust is dated 30 June 2018 and was made publicly available on 23 July 2018. The Scheme’s latest financial statements and auditor’s report lodged with the Registrar cover the accounting period.

### **Information on contributions and Scheme Participants**

The total number of managed investment products (being units in the Scheme) on issue at the start of the accounting period was 19,362,414 (Norfolk Mortgage Trust – 6,944,071; Norfolk (No. 2) Trust – 12,418,343). The total number of managed investment products (being units in the Scheme) on issue at the end of the accounting period was 21,060,780.

### **Changes relating to the Scheme**

There have been no material changes to the FMC Act during the accounting period.

## Governing documents

### Changes to Norfolk Mortgage Trust Establishment Deed

Changes have also been made to the Norfolk Mortgage Trust Establishment Deed during the accounting period. A summary of the material changes is set out below.

- **Authorised investments expanded**

The list of authorised investments has been expanded to include investment through limited partnerships.

- **Ability to accept assets of Norfolk (No. 2) Trust as payment for units**

The definition of the term Cash was expanded to include authorised investments as payment for application of units. This was to allow Norfolk Mortgage Trust to accept the assets of Norfolk (No. 2) Trust as payment for issuing units in Norfolk Mortgage Trust

### The terms of the offer of interests in the Scheme

Apart from the changes to the terms of the offer of interests in the Scheme described in this Annual report, the only other material changes to the terms of the offer are:

- An extraordinary resolution approving the merger of Norfolk (No. 2) Trust with Norfolk Mortgage Trust was passed at a special meeting of Norfolk (No. 2) Trust unitholders held on 26 March 2018. Norfolk (No. 2) Trust was disestablished on the disclose register on 9 April 2018.

### Statement of investment policy and objectives of the Scheme's Funds (SIPO)

A SIPO for each fund was lodged on the Disclose Register on 4 November 2016. The SIPO was updated on 21 August 2017. Material changes to the SIPO are:

- Ratings values may be relied upon if the loan is within 60% of the most recent rating value of the property

### Related party transactions

There have been no material changes to the nature or scale of related party transactions during the accounting period. There have been no related party transactions during the accounting period not on an arm's length basis.

### Other information for types of managed funds

The price for the units in the Scheme at the start and the end of the accounting period end of the accounting period was as follows:

Fund Name	Unit Price as at 1 April 2017	Unit Price as at 31 March 2018
Norfolk Mortgage Trust	\$0.97	\$0.97
Norfolk (No. 2) Trust	\$0.94	<sup>1</sup>

<sup>1</sup> There is no unit price for Norfolk (No. 2) Trust at the end of the accounting period as it had merged with Norfolk Mortgage Trust

## Changes to persons involved in the Scheme

### Manager

There have been no changes to the directors of Norfolk Mortgage Management Limited from the beginning of the accounting period until the end of the accounting period.

### Supervisor

In respect of Covenant Trustee Services Limited, in the year ending 31 March 2018, the following changes occurred in relation to the Board:

Graham Russell Miller resigned on 18 December 2017; and  
Robin Albert Flanagan was appointed on 18 December 2017

### Custodian

In respect of Norfolk Nominees Limited and Norfolk (No. 2) Nominee Limited for the year ending 31 March 2017, the following changes occurred in relation to the Board:

Michael John Hablous resigned on 31 May 2017;  
Mark Lambert Perrow resigned on 31 May 2017; and  
Hrvoje Koprivic was appointed on 31 May 2017.

### Securities registrar and auditor

There have been no changes to the securities registrar or auditor.

### How to find further information

Copies of documents relating to the Scheme, such as the Trust Deed, SIPO, Product Disclosure Statement, quarterly fund updates and annual financial statements are available on the Disclose Register at [www.business.govt.nz/disclose](http://www.business.govt.nz/disclose), scheme number SCH11124.

You may request, at any time, copies of the Trust Deed, SIPO, Product Disclosure Statement, most recent financial statements, and most recent annual report for the Scheme by contacting the Manager at

Norfolk Mortgage Management Limited  
P O Box 220  
Shortland Street  
Auckland 1140

Copies of the above documents will be provided free of charge on request to the Manager. These documents are also available for public inspection at the offices of the Manager at Level 1, 70 Shortland Street, Auckland and on the Disclose Register.

### Contact details and complaints

Glenys Holden  
Chief Executive Officer  
Norfolk Mortgage Management Limited  
P O Box 220  
Shortland Street  
Auckland 1140

Telephone: 0508 777 707  
Email: [info@norfolktrust.co.nz](mailto:info@norfolktrust.co.nz)

### Supervisor

Covenant Trustee Services Limited  
Level 6  
191 Queen Street  
Auckland 1010  
P O Box 4243  
Shortland Street  
Auckland 1140

Telephone: 09 302 0638  
Email: [team@covenant.co.nz](mailto:team@covenant.co.nz)

### A complaint about a fund or the Scheme can be made to the Manager or the Supervisor

The Manager and the Supervisor are both members of the Financial Services Complaints Limited ("FSCL") an approved dispute resolution scheme. If a complaint is not resolved within 40 days after contacting either the Manager or the Supervisor or if an investor is dissatisfied with the proposed resolution, then the investor can refer it to FSCL at:

Financial Services Complaints Limited  
101 Lambton Quay  
P O Box 5967  
Lambton Quay  
Wellington 6145

Telephone: 0800 347 257

Full details of how to access the FSCL scheme can be obtained from its website [www.fscl.org.nz](http://www.fscl.org.nz).  
There is no cost to use the services of FSCL.