



**QUAYSIDE**  
UNIT TRUST

# Annual Report 2022

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# Quayside Securities Limited as Trustee for Quayside Unit Trust

## Director's Declaration

### For the year ended 30 June 2022

Quayside Unit Trust is part of the 'Quayside Group'. The Quayside Group's Statement of Intent, prepared in accordance with the Local Government Act 2002, covers prudent financial management and risk management. The Quayside Group achieved the majority of its objectives as set out in its Statement of Intent for the year ended 30 June 2022. Refer to note 5 for further information.

The performance of Quayside Securities Limited as Trustee for Quayside Unit Trust in undertaking its monitoring and advisory functions will be assessed with respect to:

- The quality of financial and other analysis.
- The robustness and accuracy of the information relied upon in providing advice.
- The clarity, timeliness and materiality of advice.
- Compliance with the shareholder's expectation that there should be "no surprises" arising from the company.
- Compliance with the shareholder's expectation for optimal commercial performance from the company.

### Achievements

During the year the Bay of Plenty Regional Council (Council) has been fully informed by the directors of the company as to the performance of Quayside Securities Limited as Trustee for Quayside Unit Trust. The performance has met the shareholder's expectation as defined in the Quayside Group's Statement of Intent.

The directors of Quayside Securities Limited, as Trustee for the Quayside Unit Trust, are pleased to present the financial statements for the year ended 30 June 2022.

For and on behalf of the Board of Directors:



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Director



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Director

# Quayside Securities Limited as Trustee for Quayside Unit Trust

## For the year ending 30 June 2022

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## Independent Auditor's Report

### To the readers of Quayside Securities Limited as Trustee for Quayside Unit Trust's financial statements and performance information for the year ended 30 June 2022

The Auditor-General is the auditor of Quayside Securities Limited as Trustee for Quayside Unit Trust (the trust). The Auditor-General has appointed me, Leon Pieterse, using the staff and resources of Audit New Zealand, to carry out the audit of the financial statements and performance information of the trust on his behalf.

### Opinion

We have audited:

- the financial statements of the trust on pages 5 to 13 and 20 to 24, that comprise the statement of financial position as at 30 June 2022, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date and the notes to the financial statements that include accounting policies and other explanatory information; and
- the performance information of the trust on pages 14 to 20.

In our opinion:

- the financial statements of the trust on pages 5 to 13 and 20 to 24:
  - present fairly, in all material respects:
    - its financial position as at 30 June 2022; and
    - its financial performance and cash flows for the year then ended; and
  - comply with generally accepted accounting practice in New Zealand in accordance with the New Zealand equivalents to International Financial Reporting Standards Reduced Disclosure Regime; and
- the performance information of the trust on pages 14 to 20 presents fairly, in all material respects, the trust's actual performance compared against the performance targets and other measures by which performance was judged in relation to the trust's objectives for the year ended 30 June 2022.

Our audit was completed on 31 August 2022. This is the date at which our opinion is expressed.

The basis for our opinion is explained below. In addition, we outline the responsibilities of the Board of Directors and our responsibilities relating to the financial statements and the performance information, we comment on other information, and we explain our independence.

### **Basis for our opinion**

We carried out our audit in accordance with the Auditor-General's Auditing Standards, which incorporate the Professional and Ethical Standards and the International Standards on Auditing (New Zealand) issued by the New Zealand Auditing and Assurance Standards Board. Our responsibilities under those standards are further described in the Responsibilities of the auditor section of our report.

We have fulfilled our responsibilities in accordance with the Auditor-General's Auditing Standards.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Responsibilities of the Board of Directors for the financial statements and the performance information**

The Board of Directors is responsible on behalf of the trust for preparing financial statements that are fairly presented and that comply with generally accepted accounting practice in New Zealand. The Board of Directors is also responsible for preparing the performance information for the trust.

The Board of Directors is responsible for such internal control as it determines is necessary to enable it to prepare financial statements and performance information that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements and the performance information, the Board of Directors is responsible on behalf of the trust for assessing the trust's ability to continue as a going concern. The Board of Directors is also responsible for disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless the Board of Directors intends to liquidate the trust or to cease operations, or has no realistic alternative but to do so.

The Board of Directors' responsibilities arise from the Local Government Act 2002.

### **Responsibilities of the auditor for the audit of the financial statements and the performance information**

Our objectives are to obtain reasonable assurance about whether the financial statements and the performance information, 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 carried out in accordance with the Auditor-General's Auditing Standards will always detect a material misstatement when it exists. Misstatements are differences or omissions of amounts or disclosures, and can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of readers, taken on the basis of these financial statements and the performance information.

For the budget information reported in the performance information, our procedures were limited to checking that the information agreed to the trust's statement of intent.

As part of an audit in accordance with the Auditor-General's Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. Also:

- We identify and assess the risks of material misstatement of the financial statements and the performance information, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the trust's internal control.
- We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- We evaluate the appropriateness of the reported performance information within the trust's framework for reporting its performance.
- We conclude on the appropriateness of the use of the going concern basis of accounting by the Board of Directors and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the trust's ability to continue as a going concern. If we conclude that a material uncertainty exists we are required to draw attention in our auditor's report to the related disclosures in the financial statements and the performance information or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the trust to cease to continue as a going concern.
- We evaluate the overall presentation, structure and content of the financial statements and the performance information, including the disclosures, and whether the financial statements and the performance information represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Our responsibilities arise from the Public Audit Act 2001.

## **Other Information**

The Board of Directors is responsible for the other information. The other information comprises the information included within the Directors Declaration and pages 25 to 28, but does not include the financial statements and the performance information, and our auditor's report thereon.

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

In connection with our audit of the financial statements and the performance information, our responsibility is to read the other information. In doing so, we consider whether the other information is materially inconsistent with the financial statements and the performance information or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on our work, 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.

## **Independence**

We are independent of the trust in accordance with the independence requirements of the Auditor-General's Auditing Standards, which incorporate the independence requirements of Professional and Ethical Standard 1: International Code of Ethics for Assurance Practitioners issued by the New Zealand Auditing and Assurance Standards Board.

Other than the audits of the trust and Quayside group entities, we have no relationship with, or interests in, the trust.



Leon Pieterse  
Audit New Zealand  
On behalf of the Auditor-General  
Tauranga, New Zealand

**Quayside Securities Limited as Trustee for Quayside Unit Trust**  
**Income Statement**  
**For the year ended 30 June 2022**

	Note	2022 \$'000	2021 \$'000
<b>Income</b>			
Dividend income	6	<b>51,582</b>	45,686
<b>Operating income</b>		<b>51,582</b>	45,686
<b>Expenses</b>			
Trading and other expenses	7	<b>(71)</b>	(70)
<b>Operating expenses</b>		<b>(71)</b>	(70)
<b>Operating profit before finance costs and taxation</b>		<b>51,511</b>	45,616
Finance income		<b>4</b>	1
Finance expenses		-	-
<b>Net finance costs</b>	8	<b>4</b>	1
<b>Profit before income tax</b>		<b>51,515</b>	45,617
Income tax expense	9	-	-
<b>Net profit after tax</b>		<b>51,515</b>	45,617

**Quayside Securities Limited as Trustee for Quayside Unit Trust**  
**Statement of Comprehensive Income**  
**For the year ended 30 June 2022**

	2022 \$000	2021 \$000
Net profit after tax	51,515	45,617
<b>Other comprehensive income</b>		
<i>Items that will not be reclassified to profit or loss:</i>		
Investment in subsidiaries revaluation reserve	(302,119)	(228,431)
<b>Total comprehensive income for the period</b>	<b>(250,604)</b>	<b>(182,814)</b>

**Quayside Securities Limited as Trustee for Quayside Unit Trust**  
**Statement of Changes in Equity**  
**For the year ended 30 June 2022**

	Share capital \$000	Revaluation reserve \$000	Retained earnings \$000	Total equity \$000
<b>Balance at 1 July 2020</b>	7,525	2,753,336	39,298	2,800,159
Profit after tax	-	-	45,617	45,617
Investment in subsidiaries revaluation	-	(228,431)	-	(228,431)
Total comprehensive income	-	(228,431)	45,617	(182,814)
Dividends to shareholders	-	-	(45,500)	(45,500)
<b>Balance at 30 June 2021</b>	7,525	2,524,905	39,415	2,571,845
<b>Balance at 1 July 2021</b>	7,525	2,524,905	39,415	2,571,845
Profit after tax	-	-	51,515	51,515
Investment in subsidiaries revaluation	-	(302,119)	-	(302,119)
Total comprehensive income	-	(302,119)	51,515	(250,604)
Dividends to shareholders	-	-	(51,582)	(51,582)
<b>Balance at 30 June 2022</b>	7,525	2,222,786	39,348	2,269,659

**Quayside Securities Limited as Trustee for Quayside Unit Trust**  
**Statement of Financial Position**  
**As at 30 June 2022**

	Note	2022 \$'000	2021 \$'000
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents		93	159
<b>Total current assets</b>		<b>93</b>	159
<b>Non-current assets</b>			
Investments in subsidiaries	10	<b>2,269,576</b>	2,571,695
<b>Total non-current assets</b>		<b>2,269,576</b>	2,571,695
<b>Total assets</b>		<b>2,269,669</b>	2,571,854
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	11	<b>10</b>	9
<b>Total current liabilities</b>		<b>10</b>	9
<b>Total liabilities</b>		<b>10</b>	9
<b>Net assets</b>		<b>2,269,659</b>	2,571,845
<b>Equity</b>			
Paid up units	12(a)	<b>7,525</b>	7,525
Reserves		<b>2,222,786</b>	2,524,905
Retained earnings		<b>39,348</b>	39,415
<b>Total equity</b>		<b>2,269,659</b>	2,571,845

These financial statements have been authorised for issue by the Board of Directors on 31<sup>st</sup> August 2022.



Director



Director

**Quayside Securities Limited as Trustee for Quayside Unit Trust**  
**Statement of Cash Flows**  
**For the year ended 30 June 2022**

	2022 \$000	2021 \$000
<b>Cash flows from operating activities</b>		
Dividends received	51,582	45,686
Interest received	4	1
Payments to suppliers	(70)	(76)
Subvention payment made	-	(365)
<b>Net cash flow from operating activities</b>	<b>51,516</b>	45,246
<b>Cash flows from financing and investing activities</b>		
Dividends paid	(51,582)	(45,500)
<b>Net cash flow from financing activities</b>	<b>(51,582)</b>	(45,500)
Effects of exchange rate changes on cash and cash equivalents	-	-
<b>Net decrease in cash and cash equivalents</b>	<b>(66)</b>	(254)
Cash and cash equivalents at the beginning of the year	159	413
<b>Cash and cash equivalents at the end of the year</b>	<b>93</b>	159

## Quayside Securities Limited as Trustee for the Quayside Unit Trust Notes to the Financial Statements For the year ended 30 June 2022

### 1 Reporting entity

Quayside Unit Trust (the "Trust") was established under a Trust Deed dated 25<sup>th</sup> July 1991.

Quayside Securities Limited is the Trustee for Quayside Unit Trust. These financial statements are for Quayside Unit Trust. The Parent of Quayside Securities Limited as Trustee for Quayside Unit Trust is Quayside Holdings Limited and the ultimate controlling entity is the Bay of Plenty Regional Council. The Trust is a council-controlled organisation as defined under Section 6 of the Local Government Act 2002, by virtue of the Council's right to appoint the Board of Quayside Holdings Limited.

The Trust has an investment in the Port of Tauranga Limited. The Trust is classified as a for-profit entity.

For the purposes of these financial statements, the Quayside Group comprises Quayside Holdings Limited and its subsidiaries and equity accounted investees, including Quayside Unit Trust. Refer to the diagram below of the Quayside Group.

Group Ownership						
Parent				Type of Business	Ownership	Shareholder/s
Quayside Holdings Ltd (QHL)				Holding Company	100%	Bay of Plenty Regional Council
<b>Subsidiaries</b>						
Aqua Curo Limited				Aquaculture	100%	QHL
Quayside Investment Trust (QIT) *				Trust	100%	QHL
Quayside Securities Limited (QSL) *				Trust	100%	QHL
Quayside Properties Limited (QPL)				Regional Benefit Investment	100%	QHL
	Tauranga Commercial Developments Ltd (TCD)			Commercial Property JV	50% 50%	QHL Commercial Fund Investors Limited
	Lakes Commercial Developments Ltd (LCD)			Commercial Property JV	50% 50%	QHL TPB Holdings Limited
<b>Real Asset Subsidiaries</b>						
Quayside Barnett Place Limited				Real Asset Investment	100%	QHL
Quayside Mystery Valley Limited				Forestry	100%	QHL
Quayside Portside Drive Limited				Real Asset Investment	100%	QHL
Quayside Tauriko Limited				Real Asset Investment	100%	QHL
Quayside Te Papa Tipu Limited				Real Asset Investment	100%	QHL
Quayside The Vault Limited				Real Asset Investment	100%	QHL
<b>Joint Ventures</b>						
Huakiwi Services Limited				Horticulture (Kiwifruit)	50% 50%	QHL Te Tumu o Paeroa (Maori Trustee)
<b>Subsidiary</b>						
Quayside Unit Trust (QUT) *	Port of Tauranga Ltd			Parent company		54.14% Quayside Unit Trust
		Port of Tauranga Trustee Company Limited		Holding Company		
		Quality Marshalling Limited		Port operations		100% Port of Tauranga
		Timaru Container Terminal Limited		Port operations		100% Port of Tauranga
		Northport Limited		Port - Associate Company		50% Port of Tauranga, 50% Marsden Maritime Holdings
		Prime Port Timaru Limited		Port - Associate Company		50% Port of Tauranga, 50% Timaru District Holdings
		Port Connect Limited		Port operations - Associate Company		50% Port of Tauranga, 50% Ports of Auckland
		Coda Group Limited		Port operations - Associate Company		50% Port of Tauranga, 50% Kotahi
		Rusakura Inland Port LP		Port JV - Associate Company		50% Port of Tauranga, 50% Tainui Group Holdings
<b>Other</b>						
Tol Moana Trust *			Managed by QHL	Trust		Bay of Plenty Regional Council

\* QSL is trustee of TMT, QUT and QIT

## 2 Basis of preparation

### Statement of compliance

These financial statements have been prepared in accordance with the requirements of the Local Government Act 2002, which includes the requirement to comply with generally accepted accounting practice in New Zealand (NZ GAAP).

The financial statements comply with New Zealand Equivalents to International Financial Reporting Standards – Reduced Disclosure Regime (“NZ IFRS RDR”) and other applicable Financial Reporting Standards as appropriate to for-profit entities. The Trust is a reporting entity for the purposes of the Financial Reporting Act 2013 and these financial statements comply with that Act.

### NZ IFRS – Reduced disclosure regime

The Trust applies External Reporting Board Standard A1 ‘Accounting Standards Framework (For-profit Entities Update)’ (‘XRB A1’). For the purposes of complying with NZ GAAP, the Trust is eligible to apply Tier 2 For-profit Accounting Standards (NZ IFRS RDR) on the basis that it is not a large for-profit public sector entity.

The financial statements were approved by the Board of Directors on 31<sup>st</sup> August 2022.

### Basis of measurement

The financial statements have been prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: other financial assets and liabilities (including derivatives) mandatorily measured at fair value through the income statement. The methods used to measure fair values are discussed further in note 4.

### Functional and presentation currency

These financial statements are prepared in New Zealand dollars (\$), which is the Trust’s functional currency. Where presented, all financial information has been rounded to the nearest thousand.

### Changes in accounting policies

There have been no changes in accounting policies. The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

### Use of estimates and judgements

The preparation of financial statements 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.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have a significant effect on the amount recognised in the financial statements relates to the valuation of financial instruments (refer note 4(b)).

## 3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

### a) Financial instruments

#### (i) Non-derivative financial assets

The Trust initially recognises non-derivative financial assets on the date that they originated. Financial assets measured at fair value through profit and loss are recognised initially on the trade date at which the Trust becomes a party to the contractual provisions of the instrument.

### 3 Significant accounting policies

The Trust classifies non-derivative financial assets into the following categories:

#### Financial assets at amortised cost

Financial assets at amortised cost are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, the assets are measured at amortised cost using the effective interest method, less any impairment losses. Financial assets at amortised cost include: cash and cash equivalents; trade and other receivables.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits with an original maturity of three months or less. Bank overdrafts, when applicable, are shown within borrowings in current liabilities in the Statement of Financial Position.

#### Financial assets at fair value through comprehensive income

Financial assets at fair value through comprehensive income are investments in equity instruments that are designated as such on initial recognition and are not held for trading. Financial assets at fair value through comprehensive income are recognised initially at fair value plus any directly attributable transaction costs. They are subsequently measured at their fair value with gains and losses recognised in other comprehensive revenue and expense. When sold, the cumulative gain or loss previously recognised in other comprehensive revenue and expense is transferred within equity to retained earnings. Dividends from these financial assets are recognised in profit and loss.

Financial assets designated at fair value through comprehensive income comprise: Investment in subsidiaries.

#### (ii) Non-derivative financial liabilities

The Trust initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date, which is the date that the Trust becomes a party to the contractual provisions of the instrument. The Trust derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

The Trust classifies non-derivative financial liabilities into the financial liabilities at amortised cost category. Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method.

Financial liabilities measured at amortised cost comprise: trade and other payables.

#### b) Dividend income

Dividend income is recognised on the date that the right to receive payment is established, being the ex-dividend date.

#### c) Finance income and expense

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues, using the effective interest method. Finance expenses comprise interest expense on borrowings. All borrowing costs are recognised in profit or loss using the effective interest method.

#### d) Income tax expense

Income tax expense includes components relating to current tax and deferred tax.

Current tax is the amount of income tax payable based on the taxable profit for the current year, and any adjustments to income tax payable in respect of prior years.

Deferred tax is the amount of income tax payable or recoverable in future periods in respect of temporary differences and unused tax losses. Temporary differences are differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the deductible temporary differences or tax losses can be utilised.

### 3 Significant accounting policies (continued)

Deferred tax is not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition of an asset or liability in a transaction that affects neither accounting profit nor taxable profit.

Current tax and deferred tax are measured using tax rates (and tax laws) that have been enacted or substantively enacted at balance date.

Current and deferred tax is recognised against the profit or loss for the period, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

#### e) Units issued

Units issued are classified as equity.

Where the Trust issues new or cancels existing units, the value of units issued or cancelled is calculated on the value of net assets of the Trust divided by the units on issue.

#### f) Goods and Services Tax (GST)

The Trust is not registered for GST. All amounts stated are inclusive of GST.

### 4 Determination of fair values

A number of the Trust's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities.

Fair values have been determined for measurement and/or disclosure purposes based on the following methods:

#### a) Trade receivables and payables

The nominal value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short term nature.

#### b) Non-derivative financial assets

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date.

Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Notes to the Financial Statements (continued)  
For the year ended 30 June 2022

## 5 Quayside Group Statement of Service Performance

The Company is a member of the *Quayside Group*. The *Quayside Group* is required to prepare a Statement of Service Performance reporting on performance measures and results. Recorded below are the ten targets and results of the *Quayside Group's* Statement of Intent categorised under five portfolio activities.

### (a) Port portfolio

The *Quayside Group* has a majority shareholding in Port of Tauranga.

Performance measure	Performance target	2022 result
1. Maintain a majority holding in the Port of Tauranga Limited.	Holding of greater than 50.1%. Council consultation and endorsement must be sought prior to any change to the current shareholding.	Quayside held 54.14% of Port of Tauranga shares as at 30 June 2022. 

Target met: **Yes**

The *Quayside Group* and Council deem maintaining a majority shareholding in the Port of Tauranga as strategically important, as well as providing long-term financial security. The Port of Tauranga continues to provide the *Quayside Group* and Council with dividend returns and capital growth. The *Quayside Group* is a long term investor in Port of Tauranga and must maintain a majority shareholding in accordance with Council policy. The *Quayside Group* cannot go below a majority shareholding without the endorsement from Council.

Of significant interest to shareholders of Quayside is the financial performance of the Port of Tauranga and the participation rate of Quayside as shareholder in governance of the Port of Tauranga.

Port of Tauranga financial highlights are tabled below:

	30 June 2022	30 June 2021
<b>Shareholding</b>		
Issued shares*	680,581,230	680,581,230
Quayside shares	368,437,680	368,437,680
% held By Quayside	54.14%	54.14%
<b>Operations</b>		
Operating revenues	\$375.2m	\$338.3m
Results from operating activities	\$193.1m	\$177.1m
Net profit	\$111.3m	\$102.4m
<b>Cash flows</b>		
Ordinary dividends paid out	\$95.2m	\$84.4m
Ordinary dividends received by Quayside	\$51.6m	\$45.7m
Ordinary dividends as percent of profit	73%	82%
Dividend declared post balance date	\$55.8m	\$51.0m
<b>Asset Backing</b>		
Share price (last bid price)	\$6.16	\$6.98
Market value of Port	\$4,140.5m	\$4,750.5m
Market value of Quayside Holding	\$2,269.6m	\$2,571.7m
Net tangible assets per share (dollars per share)	\$3.05	\$2.04

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Notes to the Financial Statements (continued)  
For the year ended 30 June 2022

**5 Quayside Group Statement of Service Performance (continued)**

	30 June 2022	30 June 2021
<b>Governance</b>		
Number of directors	7	7
Number of Quayside affiliated directors	2	2
<i>*Includes treasury shares</i>		

Further information on Port of Tauranga's non-financial performance can be found in its Annual Report or on its website [www.port-tauranga.co.nz](http://www.port-tauranga.co.nz).

**(b) Investment portfolio**

Performance measure	Performance target	2022 result	
2. Generate commercial returns across the Investment portfolio.	Five year rolling gross return target of $\geq 7.0\%$ per annum.	Five year rolling gross return of 10.78% for the Quayside consolidated group achieved at 30 June 2022.	

Target met: **Yes**

The *Quayside Group* manages a diversified investment portfolio with a market value of \$189.8 million at 30 June 2022. These investments include domestic and foreign equities, and cash. Quayside holds equity investments as part of a portfolio of non-port assets, to diversify our investments in a targeted manner, reducing our reliance on one investment stream and thereby supporting sustainable, intergenerational shareholder returns over time.

The 7% p.a. five year rolling gross return target is based on current industry and analyst expectation of long-term performance of equity markets. This target is reviewed annually. The Quayside Group exceeded its rolling five year gross return objective with a return of 10.78%.

Quayside's Statement of Investment Policy and Objectives (SIPO), sets out the investment governance and management framework. Quayside's Responsible Investment Policy ensures Quayside invests in a manner that is complementary to the policies and objectives of the Bay of Plenty Regional Council and is a responsible, commercially focused investor. The primary objectives of the strategic investment policies for the portfolio, are to ensure that the value of the assets is protected long term, managed and grown while generating income that can be distributed to the shareholder as required.

There were two passive breaches of the SIPO during the year. The breaches were the result of fluctuations in share values, one as a result of a takeover announcement and the other a result of a private equity investment becoming a listed entity on the NZX.

Quayside Consolidated Group Investment Portfolio financial highlights are tabled below:

	30 June 2022	30 June 2021
Investment portfolio value*	\$189.8	\$242.0
1 year gross return (actual)	(5.36%)	22.22%
5 year rolling gross return (actual)	10.78%	14.49%
5 year rolling gross return (target)	7.0%	7.50%

\* Movement in the value of the investment portfolio reflects a combination of market performance and rebalancing into other investment segments.

## 5 Quayside Group Statement of Service Performance (continued)

### (c) Real asset portfolio

Performance measure	Performance target	2022 result
3. Generate long term commercial returns and / or regional benefit through a portfolio of real assets.	Annual board assessment of the benefit of real assets, considering portfolio alignment, long term commercial return and any regional benefit factors.	The annual board assessment was completed in June 2022, reaffirming long term objectives. 

Target met: **Yes**

The real asset portfolio refers to direct investment for commercial return in regional infrastructure including (but not exclusively) water, energy, communications, transport, land and buildings.

The *Quayside Group* real asset portfolio currently comprises commercial buildings in Mount Maunganui, Tauranga, Rotorua and Hamilton, a forestry/agriculture block at Paengaroa and horticulture investments locally and in the Nelson/Tasman region. An annual board assessment in June 2022 has determined that each of the currently held real assets continue to remain strong long-term assets for future growth and return or provide appropriate regional benefit.

Investment continued into the commercial property joint ventures, with the development of a new commercial premises in Rotorua.

Quayside also has a joint venture interest in Huakiwi Developments Ltd, developing kiwifruit orchards on prime horticultural Maori Land. This investment provides governance and employment opportunities and significant GDP opportunity for these areas. Transformation of Maori-owned land into profitable kiwifruit orchards provides more than commercial returns, with full ownership of the orchards targeted to transfer back to tangata whenua within a generation. This partnership produced a solid return in 2022 from its first full harvest.

Real asset portfolio financial highlights are tabled below.

	30 June 2022	30 June 2021
Invested	\$141.2*	\$75.8*

\*Real assets as a total, is reflective of investment assets and regional benefit assets.

### (d) Private equity

Performance measure	Performance target	2022 result
4. Generate long term commercial returns and or regional benefit through a portfolio of private equity assets.	Annual board assessment of the benefit of each private equity asset holding, considering portfolio alignment, long term commercial return and any regional benefit factors.	The annual board assessment was completed in June 2022, noting short term performance and reaffirming long term objectives. 

Target met: **Yes**

The *Quayside Group* has created a commercial portfolio of investments deriving long term growth and income performance with targeted regional benefits where possible. This portfolio is part of a financial strategy to reinvest retained profits for the purpose of enhancing regional development and diversifying investments to make the dividend to Council more stable.

## 5 Quayside Group Statement of Service Performance (continued)

Quayside currently has investments in a number of private equity entities both through direct holdings and third-party management. These investments continue to provide promising returns for the Group, Council and the wider region, with further capital invested into these entities during the year.

	30 June 2022	30 June 2021
Invested	\$105.6m	\$80.7m
Undrawn Commitments	\$58.1m	\$33.5m

### (e) Regional benefit assets

Performance measure	Performance target	2022 result
5. Develop the business park at Rangioru to create long term benefit for the Bay of Plenty region.	Quarterly reporting by Quayside to Council on progress and matters related to strategic risk and financial aspects and regional and social benefits of the development.	Development of the business park has started with earthworks undertaken in to the 21/22 season.
Continue to hold the land at Tauriko for future strategic benefit and or Council initiatives	Retain ownership. Divestment must only occur with the agreement of Quayside and Council.	Quayside presented quarterly reports to Council regarding the development at Rangioru in September 2021, December 2021 (workshop), April 2022 and June 2022 (workshop). Quayside continues to hold the land at Tauriko.

Target met: **Yes**

The Quayside Group owns land at the future Rangioru Business Park; a 148 hectare industrial business park development. The Business Park, once completed, will provide much needed industrial development for the region, with a focus on connectedness to direct transport links. The Business Park will be a modern, high quality, vibrant industrial development, creating a shared vision that benefits the whole Bay of Plenty community.

During the year, significant progress was made with Quayside completing a successful season of earthworks for stage one and tendering for the interchange works which will commence next season. Design work has continued at pace and enduring relationships with key stakeholders are being formed to ensure the Park is a future focussed asset which represents its local community and the history of the whenua. Planning continues for a busy year ahead, with the continuation of earthworks from September, and the start of construction works on the interchange.

## 5 Quayside Group Statement of Service Performance (continued)

### (e) Governance

This activity relates to the policies and procedures the *Quayside Group* will adopt to satisfy governance requirements and expectations and ensures that open dialogue exists between the *Quayside Group* and Council, so that Council are kept informed of all significant matters relating to the *Quayside Group* at the earliest opportunity.

Performance measure	Performance target	2022 result
<p>6. Keep Council informed on a no surprises basis, providing quality and timely information. Provide Council with timely advice on financial and commercial decision making as required.</p>	<p>A minimum of four presentations per annum to Council, as shareholders. Quarterly reporting on Group financial position and risk. Timely advice and support as required. Matters of urgency are reported to Council at the earliest opportunity. Long term forecasting of key financial information and key risks provided to Council annually.</p>	<p>Quarterly presentations/workshops with Council in September 2021, December 2021, April 2022 and June 2022 including key financial/risk reporting. Open communication with Council maintained during the year through regular meetings with Quayside CE and Council management. Financial forecasting and risk information provided through:  <ul style="list-style-type: none"> <li>- Quarterly presentations/workshops to Council,</li> <li>- Statement of Intent preparation process,</li> <li>- Quayside Distribution and Reserving Policy.</li> </ul> </p>
<p>7. Ensure Group policies and procedures are current and appropriate.</p>	<p>All policies and procedures to be reviewed no less than biennially.</p>	<p>The Quayside Group policy framework was given a full review during the year. All Group policies were reviewed by management as part this process and amended/new policies resolved by the Board.</p>
<p>8. Meet shareholder distribution expectations as outlined in the Statement of Intent, Distribution Policy or as otherwise agreed.</p>	<p>Distributions paid to forecast values where actual financial performance meets or exceed targets. Policy discussion with Council on the use of any future special dividends received from POTL.</p>	<p>Cash dividends of \$40m (target \$40m) paid to Council as forecast in the SOI. Gross PPS dividend of \$4.9m (target \$4.9m) paid to PPS holders. No special dividend from POTL in 2022</p>

## 5 Quayside Group Statement of Service Performance (continued)

Performance measure	Performance target	2022 result
9. Compliance with NZX listing requirements for PPS.	<p>Matters of material impact are disclosed in line with continuous disclosure requirements.</p> <p>Board reporting of PPS compliance and monitoring.</p>	<p>Filing of interim and annual financial statements achieved within deadlines.</p> <p>Internal audit compliance systems show no open issues or instances of non-compliance with NZX requirements.</p>
10. Promote and support approaches to responsible investment that align capital with achieving a healthy, sustainable society, environment, and economy.	<p>Maintain a written set of principles for responsible investment which is reviewed no less than biennially.</p> <p>Benchmark, through biennial review, the Group responsible investment principles against international standards and comparative national entities (for example NZ Super Fund).</p> <p>Do not invest in companies whose principal business activity is -</p> <ul style="list-style-type: none"> <li>The manufacture and sale of armaments</li> <li>The manufacture and sale of tobacco</li> <li>The promotion of gambling.</li> </ul> <p>Carry out an annual audit of all existing investments across all classes (listed assets, private equity, real assets, and regional benefit assets) to –</p> <ul style="list-style-type: none"> <li>ensure continued adherence to the Group principles of responsible investment; and</li> <li>monitor ESG risks and opportunities.</li> </ul> <p>For new investments –</p> <ul style="list-style-type: none"> <li>screen investments for compliance with the Group principles of responsible investment;</li> <li>research and analyse ESG factors as part of due diligence;</li> <li>report on ESG factors (including risks and opportunities) in new investment proposals to the Board;</li> <li>pursue sustainably themed investments which meet commercial imperatives.</li> </ul> <p>Include responsible investment reporting within the Group annual report.</p>	<p>The Group holds written principles for responsible investment. These were last reviewed in June 2022.</p> <p>A benchmark review of holdings was done as at 30 June 2021 against the New Zealand Super Fund Responsible Investment Exclusion List (February 2021), no breaches were identified.</p> <p>Exchange Traded Funds (ETF's) were reviewed down to a constituent level of 5% against the Exclusion list no breaches were identified.</p> <p>No investments were made in excluded categories.</p> <p>Annual audit of existing investments was presented to the Board in June 2022.</p> <p>New investments are screened against responsible investment principles and ESG analysis is included in investment proposals.</p> <p>The Group annual report contains responsible investment reporting.</p>

Targets met: 5/5

## 5 Quayside Group Statement of Service Performance (continued)

The Quayside Group policy framework was subject to a full review during the year. Consolidated policies were broken out into stand-alone policies and new policies were added. The Group maintains an extensive suite of policies which are subject to internal operational review regularly, and Board review no less than biennially.

The Group held written principles for responsible investment as contained within its Statement of Investment Policy and Objectives. In June 2022 this was reviewed and made a stand-alone policy and is due for substantive review in the next financial year as Quayside continues to strengthen and grow its commitment to ESG principles and best practice.

### Key



Met



Substantially met



Not met



Not applicable

## 6 Operating income

	2022 \$000	2021 \$000
<b>Dividend income</b>		
Dividends (Port of Tauranga)	51,582	45,686
<b>Total dividend income</b>	<b>51,582</b>	<b>45,686</b>

## 7 Expenses

	2022 \$000	2021 \$000
<b>Trading and other expenses</b>		
Audit NZ – fees for financial statements	(10)	(9)
Other expenses	(61)	(61)
<b>Total trading and other expenses</b>	<b>(71)</b>	<b>(70)</b>

## 8 Finance income and expenses

	2022 \$000	2021 \$000
<b>Finance income</b>		
Interest income	4	1

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Notes to the Financial Statements (continued)  
For the year ended 30 June 2022

## 9 Income tax

	2022 \$000	2021 \$000
<b>Taxable income</b>		
Net profit before income tax	51,515	45,617
Income tax on surplus at 28% (2021: 28%)	(14,424)	(12,773)
<b>Amounts which are non-deductible / (non- taxable):</b>		
Dividend imputation credits	14,424	12,773
Non assessable income/(expenditure)	-	-
<b>Income tax expense</b>	-	-
<b>Income tax expense is represented by:</b>		
Current tax	-	-
Deferred tax	-	-

A deferred tax asset resulting from a tax loss of \$7,738,390 has not been recognised as it is not probable that future taxable profit will be available to utilise the benefits therefrom. In 2021 tax losses of \$10,622,000 were transferred from the Bay of Plenty Regional Council which created the majority of the asset.

## 10 Investment in subsidiaries

### Investment in Port of Tauranga Limited

Quayside Securities Limited holds the shares in Port of Tauranga Limited as Trustee for the Quayside Unit trust. This is in accordance with the Declaration of trust by Quayside Securities Limited. Section 92 of the Companies Act 1993 prevents Notice of any Trust being entered on the share register, and consequently the share certificate is in the name of Quayside Securities Limited. The name on the share certificate however is not necessarily determinative of beneficial ownership. The shares in Port of Tauranga Limited were purchased at \$1.27 per share. During 2002 the Port of Tauranga Limited had a 2:1 share split on, resulting in a total number of shares held of 73,687,536. A further 5:1 share split on 17 October 2016 has resulted in a total number of shares held of 368,437,680. Listed shares held in the Port of Tauranga Limited are stated at fair value as determined by reference to published current bid price quotations in an active market, and are categorised under the level 1 fair value hierarchy. The last bid price at 30 June 2022 was \$6.16 (2021: \$6.98) which has resulted in an decrease in the fair value of the investment in Port of Tauranga Limited of \$302,118,897 (2021: decrease of \$228,431,362).

Quayside Securities Limited as trustee for the Quayside Unit trust holds the shares in Port of Tauranga Group through its 54.14% (2021: 54.14%) investment in the Port of Tauranga Limited.

Port of Tauranga Limited facilitates export and import activities through the Port of Tauranga, located in Mount Maunganui in the Bay of Plenty, New Zealand.

	2022 \$000	2021 \$000
Ordinary shares at cost	46,791	46,791
Ordinary shares at fair value	2,269,576	2,571,695

Shares in Port of Tauranga Limited are measured at fair value through other comprehensive income, as designated on initial recognition.

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Notes to the Financial Statements (continued)  
For the year ended 30 June 2022

**11 Trade and other payables**

	2022 \$000	2021 \$000
Accruals	10	9
<b>Balance as at 30 June</b>	<b>10</b>	<b>9</b>

Trade and other payables are non interest-bearing and are normally settled on 30 day terms, therefore the carrying value of trade and other payables approximates their fair value.

**12 Capital and reserves**

**a) Units issued**

	2022 No.	2021 No.	2022 \$000	2021 \$000
<b>Units held</b>				
<b>'A' Units - Quayside Holdings Limited</b>				
Balance as at 1 July	7,525,000	7,525,000	7,525	7,525
<b>Balance as at 30 June</b>	<b>7,525,000</b>	<b>7,525,000</b>	<b>7,525</b>	<b>7,525</b>
<b>'C' Units - Bay of Plenty Regional Council</b>				
Balance as at 1 July	100	100	-	-
<b>Balance as at 30 June</b>	<b>100</b>	<b>100</b>	<b>-</b>	<b>-</b>

'A' Units have a right to vote and receive dividends if they are declared. 'C' Units have no voting rights. All units were issued for \$1 and are fully paid.

**(b) Dividends**

The following dividends were declared and paid during the period:

	2022 \$000	2021 \$000
<b>A Units</b>		
Total dividends paid	51,582	45,500

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Notes to the Financial Statements (continued)  
For the year ended 30 June 2022

### 13 Related party transactions

#### Parent and ultimate controlling entity

The Parent entity of Quayside Securities Limited as Trustee for the Quayside Unit Trust is Quayside Holdings Limited, which is 100% owned by the Bay of Plenty Regional Council – refer Note 1.

#### Transactions with key management personnel

The administration and management of the Trust is undertaken by Quayside Securities Limited as Trustee for Quayside Unit Trust. Therefore there is no management personnel compensation in relation to the Trust. Quayside Securities Limited contracts with Quayside Holdings Limited for management services.

#### Other related entities

Other related parties include subsidiaries in the Group – refer Note 1. During the year, the Trust entered into transactions with companies in which Directors hold directorships. These directorships have not resulted in significant influence over the operations, policies or key decisions of these companies.

Related party transaction values and outstanding balances are as follows:

	2022 \$000	2021 \$000
<b>Quayside Holdings Limited</b>		
Dividends paid by Quayside Unit Trust	51,582	45,500
<b>Quayside Securities Limited</b>		
Trustee fees paid by Quayside Unit Trust	61	61
<b>Port of Tauranga Limited</b>		
Dividends paid to Quayside Unit Trust	51,582	45,686

In the *Quayside Group*, interest is on charged on intercompany loans at the actual rate of interest incurred by Quayside Holdings Limited.

The Trust had no transactions with equity accounted investees of its parent, Quayside Holdings Limited. No related party debts have been written off or forgiven during the year.

### 14 Capital commitments and contingencies

The Trust has no capital commitments or contingencies at 30 June 2022 (2021: nil).

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Notes to the Financial Statements (continued)  
For the year ended 30 June 2022

## 15 Financial instruments

### Categories of financial instruments

	2022 \$000	2021 \$000
<b>Financial assets at amortised cost</b>		
Cash and cash equivalents	93	159
	<b>93</b>	<b>159</b>
<b>Financial assets designated at fair value through other comprehensive income upon initial recognition</b>		
Investment in subsidiaries	2,269,576	2,571,695
<b>Financial liabilities at amortised cost</b>		
Trade and other payables - current	(10)	(9)
	<b>(10)</b>	<b>(9)</b>

Taxes payable/receivable included within trade and other payables and trade and other receivables in the statement of financial position, are not classified as financial instruments

## 16 Subsequent events

There were no significant events after balance date.

# Quayside Securities Limited as Trustee for Quayside Unit Trust

## Statutory Information

### For the year ended 30 June 2022

#### Interest register

The Trust is required to maintain an Interests Register in which the particulars of certain transactions and matters involving the directors must be recorded. The interests register for Quayside Securities Limited is available for inspection at the registered office. The directors of the Company have made general disclosures of interest in accordance with S140(2) of the Companies Act. Current interests and those which ceased during the year, are tabulated below. New disclosures advised since 1 July 2021 are italicised.

Director	Entity	Position
R McLeod	<i>China Construction Bank (New Zealand) Limited - Appointed 30 Dec 2021</i>	<i>Director</i>
	Ngāti Porou Holding Company Limited	Director   Chair
	Port of Tauranga Limited	Director
	QHL Perpetual Preference Shares	Shareholder
	Quayside Holdings Limited	Director   Chair
	Quayside Properties Limited	Director   Chair
	Quayside Securities Limited	Director   Chair
	Sanford Limited	Chair
	Sanford LTI Limited	Director
S Crosby	Bay of Plenty Regional Council	Councillor
	Equip GP Limited	Director
	Quayside Holdings Limited	Director
	Quayside Properties Limited	Director
	Quayside Securities Limited	Director
	Templogger NZ Limited	Director   Shareholder
B Hewlett	<i>Bluelab Corporation Limited – Removed August 2021</i>	<i>Director</i>
	<i>Bluelab Holdings Limited – Removed August 2021</i>	<i>Director</i>
	Comvita Limited	Chair   Director
	Oriens Capital	Shareholder
	Quayside Holdings Limited	Director
	Quayside Securities Limited	Director
K Horne	Hamilton City Council	ARC Chair
	New Zealand Lotteries Commission	Commissioner   ARC Chair
	Quayside Holdings Limited	Director   ARC Chair
	Quayside Properties Limited	Director
	Quayside Securities Limited	Director
	ScreenSouth Limited	Director   Chair
	Spey Downs Limited	Shareholder
	Television New Zealand Limited	Director   <i>ARC Chair</i>
University of Canterbury	Council Member   ARC Chair	

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Statutory Information (continued)  
For the year ended 30 June 2022

Director	Entity	Position
F McTavish	Bay of Plenty Regional Council	Officer
	BOPLASS Limited	Director
	McTavish – Huriwai Investments Limited	Director   Shareholder
	Priority One WBOP Inc	Executive Board Member
	Quayside Holdings Limited	Director
	Quayside Properties Limited	Director
	Quayside Securities Limited	Director
W Parker	<i>FarmIQ Systems Limited – Appointed July 2021</i>	<i>Director   Chair</i>
	Farmlands Cooperative Society Limited	Director
	Focus Genetics Management Limited	Director
	Landcorp Estates Limited	Director   Chair
	Landcorp Holdings Limited	Director   Chair
	Landcorp Pastoral Limited	Director   Chair
	PAMU, Landcorp Farming Limited	Director   Chair
	Quayside Holdings Limited	Director
	Quayside Properties Limited	Director
	Quayside Securities Limited	Director
Warrens Insights Limited	Director   Shareholder	
T White	Bay of Plenty Regional Council	Councillor
	Indigenuity Limited	Shareholder
	Kahukiwi Management Limited	Director
	Noa New Zealand Limited	Director   Shareholder
	NZ Baywide Credit Union	Director
	Quayside Holdings Limited	Director
	Quayside Properties Limited	Director
	Quayside Securities Limited	Director
	Te Taru White Consultancy Limited	Director   Shareholder
	<i>Toitu Te Waonui Limited – ceased February 2022</i>	<i>Director   Shareholder</i>
<i>Whenua Fruits Limited – March 2021</i>	<i>Shareholder</i>	

The entities listed above against each director may transact with Quayside Securities Limited as Trustee for Quayside Unit Trust. Refer to Note 13 of the financial statements.

Quayside Securities Limited as Trustee for Quayside Unit Trust  
Statutory Information (continued)  
For the year ended 30 June 2022

**Information used by directors**

During the financial year there were no notices from directors of Quayside Securities Limited as Trustee for Quayside Unit Trust requesting to use information received in their capacity as a director which would not otherwise have been available to them.

**Indemnification and insurance of directors and officers**

The *Quayside Group* has arranged policies of Directors' and Officers' Liability Insurance and separate Directors' and Officers' defence costs insurance.

**Donations**

No donations were made by Quayside Securities Limited as Trustee for Quayside Unit Trust during the year ended 30 June 2022 (2021: nil).

**Directors**

The following directors of Quayside Securities Limited as Trustee for Quayside Unit Trust held office as at 30 June 2022:

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R McLeod (Chair)

S Crosby

B Hewlett

K Horne

F McTavish

W Parker

T White

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Directors were remunerated by Quayside Securities Limited.

**Loans**

There were no loans by Quayside Securities Limited as Trustee for Quayside Unit Trust, to directors.

**Employees**

The Trust does not have any employees. All administration is carried out by Quayside Holdings Limited under a management agreement with Quayside Securities Limited.

**Auditor's remuneration**

The following amount is payable to the auditor of the company for the year:

Audit New Zealand: Audit Fees \$9,797 (GST inclusive)

# Quayside Securities Limited as Trustee for Quayside Unit Trust Directory

## Registered office

Level 2, 41 The Strand  
Tauranga 3110  
Ph: (07) 579 5925

## Postal address

PO Box 13564  
Tauranga 3141

## Auditors

Audit New Zealand  
On behalf of the Auditor-General  
745 Cameron Road  
PO Box 621  
Tauranga 3110  
New Zealand

## Solicitor

Cooney Lees Morgan  
PO Box 143  
Tauranga 3110

