

Sovereign Assurance Company Limited and Subsidiaries

Directors' Report

The Directors have pleasure in presenting the Annual Report of Sovereign Assurance Company Limited and its subsidiaries for the 6 month period ended 31 December 2018.

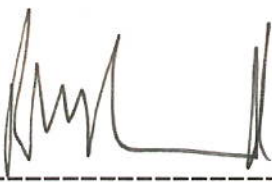
The Shareholder of the company has agreed to take advantage of the reporting concessions available to it under section 211(3) of the Companies Act 1993. Accordingly, there is no further information to be provided in this Annual Report other than the financial statements and auditor's report.

For and on behalf of the Board



Director

Theresa Gattung



Director

Rob McDonald

Annual Report
For the 6 month period ended
31 December 2018

SOVEREIGN

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Corporate Governance

The Board places great importance on the governance of Sovereign Assurance Company Limited (SACL) and its subsidiaries (together, the Group). Performance and compliance are both essential for good governance.

Reviews of the Board's performance and its policies and practices are carried out regularly. These reviews identify where improvements can be made and assess the quality and effectiveness of the industry and company information made available to directors.

The principal features of SACL's corporate governance are:

- a separate Board Audit and Risk Committee (the BARC). All non-executive directors are members of the BARC and the chairperson of the BARC must be an independent director other than the chairperson of the Board;
- the Chief Executive Officer does not participate in deliberations of either the Board or the Board Remuneration Committee (BREM) affecting his position, remuneration or performance; and
- there are established criteria for the appointment of new directors and external consultants are engaged in the search for new independent directors.

The guidelines for licensed insurers issued by the Reserve Bank of New Zealand (RBNZ) recommend that:

- the Board will have a minimum of two directors;
- the Chair will be an independent, non-executive director;
- at least two directors will be ordinarily resident in New Zealand; and
- at least half of the directors will be independent.

The Board satisfies these requirements.

New directors are invited to participate in an induction programme. All directors regularly consider issues, trends and challenges relevant to the Group, the financial services industry and the economy.

The Board has adopted a charter and code of ethics for directors. The philosophy underlying the Board's approach to corporate governance is consistent with the ethical standards required of all employees of the Group.

The Group has implemented and complies with a fit and proper policy and process in relation to determining the appropriateness of its directors and relevant officers.

Non-executive directors do not participate in any of the Group's incentive plans.

Change In Financial Year End Date

The Group was acquired on 2 July 2018 by AIA International Limited, a subsidiary of AIA Group Limited (AIA). The Group was granted approval by the Inland Revenue Department to enable it to change its financial year end date from 30 June to 31 December. The change in year end enables the Group to align its financial year end date with that of AIA. The granting of this relief means that these audited financial statements are for a six (6) month period ended 31 December 2018 ('the period'), whereas the comparative period presented is for the twelve-month period ended 30 June 2018 ('the year'). Therefore, the current and prior periods presented are not entirely comparable. Hereafter, the Group will report its results as normal with respect to a 31 December financial year end.

Change In Board Composition

Following acquisition by AIA, the composition of the Board of SACL changed. The Chief Executive Officer (Mr N.S.J. Stanhope) continues as a director with the remaining directors prior to 2 July 2018 resigning. Five new directors of SACL were appointed as of 2 July 2018. The new directors are Mr D.Y.S. Mu, Mr R.S. McDonald, Mr W. Lisle, Ms T.E. Gattung and Ms E.M.I. Flynn. The new directors were appointed after completing an assessment that each director was a fit and proper person to hold this role, and the approval of the RBNZ.

Existing Board Committees have continued as described with the membership as follows:

- The BARC comprised of: Mr R.S. McDonald, Ms T.E. Gattung and Ms E.M.I. Flynn.
- The BREM comprised of: Ms T.E. Gattung, Ms E.M.I. Flynn and Mr D.Y.S. Mu

Committees of the Board

The Board has delegated specific powers and responsibilities to committees of the Board and to management. Key decisions made by the Board committees are reported to the full Board. Management recommends key decisions to the Board for approval.

There are two permanent Board committees, being the BARC and the BREM. Both committees have their own charters. Other committees may be formed to carry out specific delegated tasks when required. An independent director chairs each committee.

Board Audit and Risk Committee (BARC)

The role of the BARC is to:

1. Assist the Board in discharging its responsibility to exercise due care, diligence and skill in relation to financial reporting and control, conformance with legal requirements affecting the Group, the identification and prudent management of the risks to which the Group is or may become subject, and the good governance of the Group in relation to those matters, including the oversight of:
 - the integrity of external financial reporting;
 - financial management;
 - internal control systems;
 - accounting policy and practice;
 - the risk management framework and monitoring compliance with that framework;
 - related party transactions;

Corporate Governance *(continued)*

- compliance with applicable laws and standards; and
 - without limiting the generality of the forgoing, compliance with RBNZ standards relating to external financial reporting.
2. Ensure the quality, credibility and objectivity of the accounting process, financial reporting and regulatory disclosure.
 3. Oversee and monitor the performance of the internal and external auditors. The BARC has approved an External Auditor Services Policy. That policy relates to the engagement of the external audit firm for non-audit work. The objective of the policy is to avoid prejudice to the independence of the auditor and prevent undue reliance by the auditor on revenue from the Group. The policy ensures the auditor does not:
 - assume the role of management;
 - become an advocate for their own client; or
 - audit work that comprises a direct output of their own professional expertise.
 Under the policy the auditor will not provide the following services:
 - bookkeeping or services relating to accounting records;
 - financial information systems design and implementation;
 - appraisal or valuation and fairness opinions;
 - actuarial advisory services;
 - internal audit outsourcing services;
 - advice on deal structuring and related documentation;
 - tax planning and strategic services;
 - acting as a broker-dealer, promoter or underwriter;
 - legal services; or
 - executive recruitment or extensive human resource function.
 4. Provide a structured reporting line for internal audit and ensure the objectivity and independence of internal audit. The Head of Internal Audit (AU and NZ) reports to the BARC through its chairperson.
 5. Consider any AIA policy relevant to the role of the BARC and, if deemed appropriate, adopt or recommend that the Board adopt (as applicable) the policy as a policy of the Group.
 6. Act as a formal forum for free and open communication between the Board, the internal and external auditors, and management.
 7. Deal with any other matter which the Board may from time to time delegate to the BARC.

Board Remuneration Committee (BREM)

The role of the BREM is to assist the Board in discharging its responsibilities in relation to:

- the selection, remuneration, education and evaluation of directors;
- the selection, remuneration and evaluation of management; and
- policies relating to diversity for the Board and management.

Executives are rewarded with a mix of fixed remuneration and incentives. Total remuneration is intended to be market competitive when compared against similar roles at peer organisations, as well as reflecting position responsibilities, individual competencies, experience and performance.

Executives' incentive remuneration is based on a set of clear objectives that will drive sustainable performance. The objectives:

- reflect the Group's strategic priorities;
- are based on both financial and non-financial measures that are set at the beginning of the performance period; and
- discourage excessive risk taking.

Directors and Officers' Liability Insurance

The Group has effected liability insurance for its directors and officers.

Diversity and Inclusion

The Group is committed to diversity and inclusion across its business. The Group's diversity and inclusion priorities are designed to ensure that:

- the Group's workforce and leadership is reflective of both the communities in which the Group operates and its customer base; and
- the Group has a culture in which diversity is encouraged, understood, respected, valued and leveraged so that talented people can thrive and the Group's customers and reputation both benefit.

The Group's diversity and inclusion priorities are:

- diversity in leadership;
- inclusive culture; and
- you can be you.

As at 31 December 2018, 49% of all senior leadership roles and above (permanent and fulltime roles of the Executive Leadership Team and their direct report) were held by women. Sovereign has a target that 50% of all senior leadership roles and above will be held by women by 2020.

Talent sourcing processes have been reviewed to ensure that support is given to the diversity and inclusion priorities.

Income Statement

\$ millions		6 months to 31 December 2018	12 months to 30 June 2018
	Note		
Revenue			
Premium revenue	4	364	717
Less: Reinsurance expense	4	(177)	(48)
Net Premium Revenue		187	669
Investment revenue	5	4	142
Other revenue	5	8	3
Reinsurance commission	6	750	-
Total Operating Revenue		949	814
Expenses			
Claims expense	7	224	395
Less: Reinsurance recoveries	7	(89)	(43)
Net Claims Expense		135	352
Other operating expenses	8	164	279
Life insurance contract liabilities - Increase/(decrease)	18	638	(24)
Life investment contract liabilities - (decrease)/increase	18	(23)	56
Total Expenses		914	663
Net Profit before taxation		35	151
Taxation expense	10	25	44
Net Profit after taxation	3	10	107

Statement of Comprehensive Income

\$ millions	6 months to 31 December 2018	12 months to 30 June 2018
Net Profit after taxation	10	107
Other comprehensive income/(expense), net of taxation		
Items that will not be reclassified to the Income Statement:		
Remeasurement of defined benefit plans net of tax	-	1
Total other comprehensive income/(expense), net of taxation	-	1
Total comprehensive income	10	108

These statements are to be read in conjunction with the notes on pages 8 to 44 and the Independent Auditor's Report from pages 45 to 46.



Statement of Changes in Equity

\$ millions	Note	Contributed Capital	Retained Earnings	Total Shareholders' Equity
For the six months ended 31 December 2018				
Balance at 1 July 2018		540	205	745
Net Profit after taxation		-	10	10
Other comprehensive income, net of taxation		-	-	-
Total comprehensive income for the six months ended 31 December 2018		-	10	10
Ordinary dividend paid	21	-	(460)	(460)
Balance as at 31 December 2018		540	(245)	295
For the year ended 30 June 2018				
Balance at 1 July 2017		540	228	768
Net Profit after taxation		-	107	107
Other comprehensive expense, net of taxation		-	1	1
Total comprehensive income for the year ended 30 June 2018		-	108	108
Ordinary dividend paid	21	-	(131)	(131)
Balance as at 30 June 2018		540	205	745

These statements are to be read in conjunction with the notes on pages 8 to 44 and the Independent Auditor's Report from pages 45 to 46.

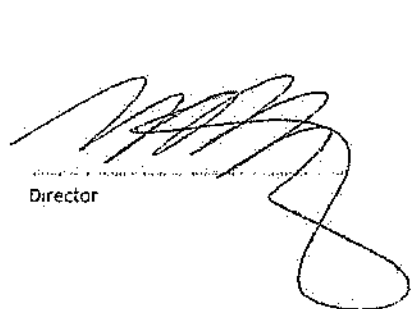
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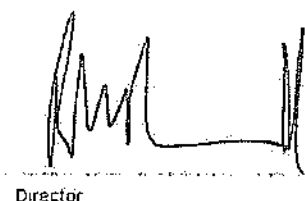
Statement of Financial Position

\$ millions	Note	31 December 2018	30 June 2018
Assets			
Cash and cash equivalents	13	359	461
Trade and other receivables	16	102	60
Securities	12	1,821	1,600
Derivative assets	32	2	-
Liabilities ceded under reinsurance	18	33	10
Current taxation asset		7	2
Plant and equipment		14	15
Intangible assets	15	19	15
Retirement benefit surplus	17	1	1
Total assets		2,358	2,164
Liabilities			
Trade and other payables	20	134	104
Liabilities arising from reinsurance contracts	18	708	-
Derivative liabilities	32	-	4
Life investment contract liabilities	18	646	110
Life insurance contract liabilities	18	26	73
Deferred taxation liability	19	549	528
Total liabilities		2,063	1,419
Shareholders' Equity			
Contributed capital	21	540	540
Retained earnings		(245)	205
Total shareholders' equity		295	745
Total liabilities and shareholders' equity		2,358	2,164

The Board of Directors authorised these financial statements for issue on 18 March 2019



Director



Director

These statements are to be read in conjunction with the notes on pages 8 to 44 and the Independent Auditor's Report from pages 45 to 46.



Statement of Cash Flows

\$ millions	6 months to 31 December 2018	12 months to 30 June 2018
Cash flows from operating activities		
Cash was provided from:		
Premium and deposit premium receipts	371	736
Dividend receipts	7	12
Interest receipts	27	50
Reinsurance receipts	798	38
Management fees and commission receipts	1	-
	<u>1,204</u>	<u>836</u>
Cash was applied to:		
Claims, surrenders and maturities payments	270	499
Commission payments	74	152
Payments to suppliers and employees	80	132
Tax payments	9	36
Reinsurance premiums	153	48
	<u>586</u>	<u>867</u>
Net cash flows from operating activities	<u>618</u>	<u>(31)</u>
Cash flows from investing activities		
Cash was provided from:		
Proceeds from sale of securities	241	326
Proceeds from sale of intangible assets	-	3
	<u>241</u>	<u>329</u>
Cash was applied to:		
Purchase of securities	495	233
Purchase of plant and equipment	-	1
Purchase and development of intangible assets	5	3
Net settlement of foreign exchange contracts	1	5
	<u>501</u>	<u>242</u>
Net cash flows from investing activities	<u>(260)</u>	<u>87</u>
Cash flows from financing activities		
Cash was applied to:		
Dividends paid	460	131
Net cash flows from financing activities	<u>(460)</u>	<u>(131)</u>
Summary of movements in cash flows		
Net decrease in cash and cash equivalents	(102)	(75)
Add: cash and cash equivalents at beginning of period	461	536
Cash and cash equivalents at end of period	<u>359</u>	<u>461</u>

These statements are to be read in conjunction with the notes on pages 8 to 44 and the Independent Auditor's Report from pages 45 to 46.



Statement of Cash Flows (continued)

\$ millions	6 months to 31 December 2018	12 months to 30 June 2018
	10	107
Reconciliation of net profit after taxation to net cash flows from operating activities		
Net Profit after taxation		
Non-cash items included in net profit after taxation		
Loss/(gain) on disposal of intangible assets	-	(3)
Amortisation and depreciation	2	5
Net realised and unrealised gains	33	(71)
Non-cash dividends received	(3)	(10)
Increase/(decrease) in life insurance contract liabilities recognised in the Income Statement	638	(24)
(Decrease)/increase in life investment contract liabilities recognised in the Income Statement	(23)	56
Movements in assets and liabilities		
Trade and other receivables - increase	(41)	(12)
Net income tax liability - increase	16	8
Trade and other payables - increase/(decrease)	27	(2)
Decrease in life investment contract liabilities recognised in the statement of financial position	(41)	(85)
Net cash flows from operating activities	618	(31)

These statements are to be read in conjunction with the notes on pages 8 to 44 and the Independent Auditor's Report from pages 45 to 46.



Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies

General Accounting Policies

SACL is registered under the Companies Act 1993 and is domiciled and incorporated in New Zealand. The financial statements presented are those for SACL and its subsidiaries. SACL is 100% owned by AIA Sovereign Limited. The ultimate parent is AIA Group Limited (AIA). SACL's registered office is 74 Taharoto Road, Takapuna, Auckland, 0622. SACL's and the Group's principal areas of business are life insurance and investment management.

On 21 September 2017, Commonwealth Bank of Australia (CBA) announced the sale of 100% of its life insurance businesses in Australia and New Zealand, of which SACL was a part, to AIA International Limited, a subsidiary of AIA Group Limited (AIA) for AUD \$3.8 billion. The sale agreement includes a 20-year distribution agreement with AIA for the provision of life insurance products to CBA and ASB customers in Australia and New Zealand. The New Zealand sale completed on 2 July 2018. Accordingly, SACL is now a part of the AIA Group at the reporting date and these financial statements are presented on this basis.

The Group applied to the Inland Revenue Department to change its balance date from 30 June to 31 December to enable it to align with its new owner AIA. The change in balance date means that this financial period is a transitional one, being for the period from 1 July 2018 to 31 December 2018 (i.e. six months). Hereafter, the Group will report its results for the 12 months to 31 December financial year end.

SACL is a reporting entity under the Financial Markets Conduct Act 2013. The financial statements have been prepared in accordance with the Financial Markets Conduct Act 2013.

The financial statements of the Group have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand (NZ GAAP). They comply with International Financial Reporting Standards (IFRS) and the New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS), other New Zealand accounting standards and authoritative notices that are applicable to entities that apply NZ IFRS, as appropriate for for-profit entities.

Comparative information has been reclassified or restated to ensure consistency with presentation in the current reporting period. These reclassifications and restatements have no impact on net profit after taxation.

The financial statements include two new standards being applied for the first time. The adoption of the two new standards does not have a material impact to the Group. The relevant new standards are NZ IFRS 9 and NZ IFRS 15. These are discussed below.

- **NZ IFRS 9 *Financial Instruments*** addresses the classification, measurement and recognition of financial assets and financial liabilities. The complete version of NZ IFRS 9 was issued in September 2014. It replaces the guidance in NZ IAS 39 *Financial Instruments: Recognition and Measurement* that relates to the classification and measurement of financial instruments.

NZ IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through other comprehensive income and fair value through profit or loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. There is now a new expected credit losses model that replaces the incurred loss impairment model for financial assets used in NZ IAS 39.

For financial liabilities, the standard retains most of the NZ IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, part of the fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than profit or loss, unless this creates an accounting mismatch. In addition, the new standard revises the hedge accounting model to more closely align with the entity's risk management strategies. The International Accounting Standards Board (IASB) made further changes to two areas of IFRS 9. Financial assets containing prepayment features with negative compensation can be measured at amortised cost or at fair value through other comprehensive income if the cash flow represents solely payments of principal and interest. Non-substantial modifications or exchange of financial liabilities that do not result in derecognition will be required to be recognised in profit or loss.

The standard is mandatorily effective for financial periods beginning on or after 1 January 2018 (except for prepayment features with negative compensation and modifications or exchange of financial liabilities that do not result in derecognition which will become effective for financial periods beginning on or after 1 January 2019).

Adoption of NZ IFRS 9 has had no impact on the Group, other than additional disclosure requirements and changes in presentation.

- **NZ IFRS 15 *Revenue from Contracts with Customers*** addresses recognition of revenue from contracts with customers. NZ IFRS 15 replaces the current revenue recognition guidance in NZ IAS 18 *Revenue* and NZ IAS 11 *Construction Contracts* and is applicable to all entities with revenue from contracts with customers. It sets out a five-step model for revenue recognition to depict the transfer of promised goods or services to customers in an amount that reflects the consideration, to which the entity expects to be entitled in exchange for those goods or services. This standard applies to the Group's reporting period commencing 1 July 2018. Implementation of NZ IFRS 15 has had minimal impact on the financial position of the Group as only a small portion of the Group's revenue is within the scope of the new standard given most of the Group revenue recognition is determined by NZ IFRS 4 Insurance Contract.

Under NZ IFRS 15 the Group now reports a new revenue item under other revenue, *investment fees for investment linked products*. This was previously reported as a component of life investment contract liabilities on the Income Statement.

Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

General Accounting Policies (continued)

The following new standards relevant to the Group have been issued. The Group does not intend to apply these standards until their effective dates.

- NZ IFRS 16 *Leases* replaces the current guidance in NZ IAS 17 *Leases*. Under NZ IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. NZ IFRS 16 now requires a lessee to recognise a lease liability reflecting future lease payments and a 'right-of-use (ROU) asset' for virtually all lease contracts. Included is an optional exemption for certain short-term leases and leases of low-value assets; however, this exemption can only be applied by lessees. This standard is effective for reporting periods beginning on or after 1 January 2019. Early adoption is only permitted following adoption of NZ IFRS 15 *Revenue from Contracts with Customers*.

The Group has assessed the effects of adopting NZ IFRS 16 on its financial statements and the impact is not considered to be material. NZ IFRS 16 requires lessees to initially recognise a lease liability for the obligation to make lease payments and ROU asset for the right to use the underlying asset for the term of the lease term. The lease liability is measured at the present value of the lease payment to be made over the lease term. The asset will then be subject to depreciation, while interest will be recognised on the lease liability over the lease term.

NZ IFRS 16 prescribes two transitional methods for lessees to implement the new standard. Under the full retrospective approach, lessees must restate comparative information. Under the cumulative catch up approach, lessees do not need to restate comparative information, but are required to adjust the opening value of equity for the accumulative effect of initially applying NZ IFRS 16 at the initial date of application. The Group will adopt the cumulative catch up approach in alignment with AIA. This method allows for a number of more specific transitional requirements and optional reliefs.

Note 26 includes details of existing and undiscounted lease commitments, which provides an indication of the expected ROU and liability that will be recognised in the Statement of Financial Position.

- NZ IFRS 17 *Insurance Contracts* was issued in Aug 2017 as a replacement for NZ IFRS 4 *Insurance Contracts* and is mandatory for financial years commencing on or after 1 Jan 2021. It requires a current measurement model where estimates are re-measured each reporting period. Contracts are measured using the building blocks of:
 - discounted probability-weighted cash flows
 - an explicit risk adjustment, and
 - a contractual service margin (CSM) representing the unearned profit of the contract which is recognised as revenue over the coverage period.

The standard allows a choice between recognising changes in discount rates either in the income statement or directly in other comprehensive income. The choice is likely to reflect how insurers account for their financial assets under NZ IFRS 9. An optional, simplified premium allocation approach is permitted for the liability of the remaining coverage for short duration contracts that are often written by non-life insurers.

There is a modification of the general measurement model called the 'variable fee approach' for certain contracts written by life insurers where policyholders share in the returns from underlying items. When applying the variable fee approach the entity's share of the fair value changes of the underlying items is included in the contractual service margin. The results of insurers using this model are therefore likely to be less volatile than under the general model.

The new rules will affect the financial statements and key performance indicators of all entities that issue insurance contracts or investment contracts with discretionary participation features. The Group is currently assessing the effect of adopting NZ IFRS 17 on its financial statements.

The Group approach to adopting this standard will align with that taken by its ultimate parent company, AIA.

Basis of Preparation

The measurement base adopted is historical cost, modified by the fair value measurement of financial instruments, including derivative contracts, at fair value through the Income Statement. The accounting policies adopted are consistent with those of the previous financial year, except as noted above.

Critical Accounting Estimates and Judgements

Preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The Group makes estimates and assumptions that affect the reported amounts of assets, liabilities, and revenue and expenses. All estimates are based on management's knowledge of current facts and circumstances, assumptions based on that knowledge and predictions of future events and actions. Actual results can always differ from those estimates, possibly significantly.

The areas where a high degree of judgement is applied by management, that have the most significant effect on amounts recognised in the financial statements are the valuation of: financial instruments (refer notes 1(f) and 27), life insurance contract liabilities and life investment contract liabilities (refer notes 1(k) and 18), intangible assets (refer notes 1(h) and 15) and deferred taxation liability (refer notes 1(i) and 19). Uncertainties exist with respect to the interpretation of complex tax regulations for life insurance activities. Given the complexity of life insurance tax legislation and the assumptions involved, adjustments to income tax expense in future periods may be required.

Items that are considered particularly sensitive to changes in estimates and assumptions, and the relevant accounting policies are those which relate to product classification, insurance contract liabilities, deferred acquisition and origination costs, liability adequacy testing, fair value measurement, impairment of financial assets and impairment of goodwill and other intangible assets.

Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

Critical Accounting Estimates and Judgements (continued)

Product Classification

The Group issues contracts that transfer insurance risk or financial risk or both. Insurance contracts are those contracts that transfer significant insurance risk, while investment contracts are those contracts without significant insurance risk. The Group exercises significant judgement to determine whether there is a scenario (other than those lacking commercial substance) in which an insured event would require the Group to pay significant additional benefits to its customers. In the event the Group must pay significant additional benefits to its customers, the contract is accounted for as an insurance contract. The judgements exercised in determining the level of insurance risk in product classification affect the amounts recognised in the financial statements as insurance and investment contract liabilities and deferred acquisition and origination costs. The accounting policy on product classification is described in note 1(k).

Insurance Contract Liabilities

For contracts with an explicit account balance, such as universal life and unit-linked contracts, insurance contract liabilities represent the accumulation value, which represents premiums received and investment returns credited to the policy less deductions for mortality and morbidity costs and expense charges. Significant judgement is exercised in making appropriate estimates of gross profits which are based on historical and anticipated future experiences. These estimates are regularly reviewed by the Group.

The Group accounts for insurance contract liabilities for participating business written in participating funds by establishing a liability for the present value of guaranteed benefits less estimated future net premiums to be collected from policyholders. In addition, an insurance liability is recorded for the proportion of the net assets of the participating funds that would be allocated to policyholders assuming all relevant surplus at the date of the consolidated statement of financial position were to be declared as a policyholder dividend based upon applicable regulations. Establishing these liabilities requires the exercise of significant judgement. In addition, the assumption that all relevant performance is declared as a policyholder dividend may not be borne out in practice. The Group accounts for other participating business by establishing a liability for the present value of guaranteed benefits and non-guaranteed participation, less estimated future net premiums to be collected from policyholders.

The judgements exercised in the valuation of insurance contract affect the amounts recognised in the financial statements as insurance contract benefits and insurance contract liabilities. Further details of the related accounting policy, key risk and variables, and the sensitivities of assumptions to the key variables in respect of insurance contract liabilities are provided in notes 1, 2, 18 and 30.

Fair value measurement of financial assets

The Group determines the fair values of financial assets traded in active markets using quoted bid prices as of each reporting date. The fair values of financial assets that are not traded in active markets are typically determined using a variety of other valuation techniques, such as prices observed in recent transactions and values obtained from current bid prices of comparable investments. More judgement is used in measuring the fair value of financial assets for which market observable prices are not available or are available only infrequently.

Changes in the fair value of financial assets held by the Group's participating funds affect not only the value of financial assets but are also reflected in corresponding movements in insurance and investment contract liabilities. This is due to an insurance liability being recorded for the proportion of the net assets of the participating funds that would be allocated to policyholders if all relevant surplus at the date of the consolidated statement of financial position were to be declared as a policyholder dividend based on current local regulations. Both foregoing changes are reflected in the income statement.

Changes in the fair value of financial assets held to back the Group's unit-linked contracts result in a corresponding change in insurance and investment contract liabilities. Both foregoing changes are also reflected in the income statement.

Further details of the fair value of financial assets and the sensitivity analysis to interest rates and equity prices are provided in notes 1, 27, 28 and 29.

Liabilities arising from reinsurance contracts

Liabilities arising from reinsurance contracts can be subject to similar factors to the policy liabilities. The judgements exercised in the valuation of insurance contract affect the amounts recognised in the financial statements as insurance contract benefits and insurance contract liabilities. Further details of the related accounting policy, key risk and variables, and the sensitivities of assumptions to the key variables in respect of reinsurance liabilities are provided in notes 1, 2, 18 and 31.

Deferred tax assets

Estimating the amount of deferred tax assets arising from tax losses requires a process that involves determining appropriate provisions for income tax expense, forecasting future year's taxable income and assessing the Group's ability to utilise the tax benefits through future earnings. The Group has reviewed its solvency projections over the future years and considered the expected growth in annualised new premiums. Within the forecast period, where management believe that the Group will be profitable and will be liable for income tax payments, it will recognise those losses and utilise any available tax losses against future earnings, subject to maintaining shareholder continuity.

Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

Critical Accounting Estimates and Judgements (continued)

Impairment of Intangible Assets

For the purposes of impairment testing, intangible assets are grouped into cash-generating units. These assets are tested for impairment by comparing the carrying amount of the cash-generating unit, to the recoverable amount of that cash-generating unit. The determination of the recoverable amount requires significant judgement regarding the selection of appropriate valuation techniques and assumptions.

Presentation Currency and Rounding

The functional and presentation currency of the Group is New Zealand dollars. All amounts are presented in millions, unless otherwise stated.

Particular Accounting Policies

Accounting policies have been consistently applied to all periods presented, unless otherwise stated.

(a) Basis of Consolidation

Where it is determined that there is a capacity to control, the Group financial statements consolidate the financial statements of a parent and all its subsidiaries using the acquisition method of consolidation. Control exists when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are consolidated from the date on which control is transferred to the Group and are no longer consolidated from the date that control ceases. SACL has 100% ownership of each of its subsidiaries (refer note 14). There are no substantial removal rights and it has controlling economic interests.

All intragroup balances and transactions have been eliminated in preparing the consolidated financial statements.

SACL Group Companies Acting as Trustee or Manager of Superannuation Schemes

As at the balance date, the Group provides investment management services for the Sovereign Superannuation Retirement Fund (SSRF). The assets and liabilities of SSRF are not included in the Group financial statements as there is no capacity to control.

(b) Foreign Currency Translation

All foreign currency monetary assets and liabilities are translated to New Zealand currency at the exchange rate ruling as at balance date.

Non-monetary assets and liabilities denominated in foreign currencies, measured at fair value, are translated to New Zealand currency at the exchange rate ruling at the dates that the values were determined. Foreign currency exchange differences relating to securities and derivative financial instruments are included in investment income or other income.

Foreign currency transactions are translated to New Zealand currency at the exchange rate ruling at the date of the transaction.

(c) Revenue Recognition

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Group, and that the revenue and stage of completion of the transaction can be reliably measured. The principal sources of revenue are premium revenue and investment revenue.

Premium Revenue

(i) Life Insurance Contracts

Premiums received for providing services and bearing risks are recognised as revenue on an accrual basis. Premiums are recognised as revenue when due from the policyholder.

(ii) Life Investment Contracts

Premiums received are split, with the fee portion recognised as revenue on an accrual basis and the deposit portion recognised as an increase in life investment contract liabilities.

Initial entry fee income on life investment contracts is recognised as revenue at the outset of the contract only if a specific initial service (for which the fee relates) is provided by the Group at that time. Otherwise initial entry fee income is deferred as a component of life investment contract liabilities and is amortised as related services are provided under the contract.

Investment Revenue

Interest revenue is recognised in the Income Statement using the effective interest method. Dividend revenue is recognised in the Income Statement when the Group's right of receipt is established. Realised gains and losses on financial instruments are included as part of investment income. Unrealised gains and losses from fair value re-measurement of financial instruments are also included in investment income (refer to note 1(f)).

Reinsurance Revenue

Upfront reinsurance commissions are initially recognised in the Income Statement and then deferred as liabilities arising from reinsurance contracts. This amount is then amortised over the life of the underlying policies, in line with the release of profit margins associated with these policies. Ongoing reinsurance commission income is recognised in the period in which it is earned.

Other Revenue

Other revenue is recognised on an accrual basis.

(d) Expense Recognition

Claims

Life insurance contract claims are recognised as an expense when a liability has been established. Claims under life investment contracts represent withdrawals of investment deposits and are recognised as a reduction in life investment contract liabilities.



Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

(d) Expense Recognition (continued)

Acquisition Costs

Acquisition costs are the fixed and variable costs of accepting, issuing and initially recording policies, including initial commission and similar distribution costs. Acquisition costs do not include general growth and development costs that are not specifically related to acquisition activity.

Acquisition Costs - Life Insurance Contracts

Acquisition costs attributable to life insurance contracts are deferred as an element of life insurance contract liabilities. These costs are amortised over the life of the policies written. Unamortised acquisition costs are a component of the life insurance contract liabilities. Amortisation of acquisition costs are recognised in the Income Statement as a component of 'life insurance contract liabilities - increase/(decrease)' at the same time as policy margins are released.

Acquisition Costs - Life Investment Contracts

Commission that varies with and is directly related to securing new contracts is capitalised as a deferred acquisition cost asset and is included in intangible assets. The deferred acquisition cost asset is subsequently amortised over the life of the contracts and is recognised in other operating expenses in the Income Statement.

Maintenance and Investment Management Expenses

Maintenance costs are the fixed and variable costs of administering policies subsequent to sale and are recognised in the Income Statement on an accrual basis. These include general growth and development costs. Maintenance costs include all operating costs other than acquisition and investment management costs.

Investment management costs are the fixed and variable costs of managing investment funds and are recognised in the Income Statement on an accrual basis.

Other Operating Expenses

All other operating expenses are recognised in the Income Statement on an accrual basis.

Other operating expenses also include employee benefits, depreciation, amortisation and other management costs. Employee benefits include salaries and wages, annual and long service leave, annual bonuses, KiwiSaver contributions, and premiums on employee life, disability income and medical schemes.

(e) Dividend Recognition

Ordinary dividends are recognised as a movement in equity in the reporting period within which they have been approved by the SACL Board.

Where a dividend is declared post reporting date, but prior to the date of issue of the financial statements, disclosure of the declaration is made in the notes to the financial statements but no liability is recognised in the Statement of Financial Position.

(f) Financial Instruments

BASIS OF RECOGNITION AND MEASUREMENT

The Group classifies financial instruments into one of the following categories at initial recognition: financial assets at Fair Value through Profit or Loss (FVTPL), Amortised Cost, Fair Value through Other Comprehensive Income, financial liabilities at fair value through the Income Statement and financial liabilities at amortised cost. Regular purchases and sales of financial assets are recognised and derecognised, as applicable, using trade date accounting.

Some of these categories require measurement at fair value. Where available, quoted market prices are used as a measure of fair value. Where quoted market prices do not exist, fair values are estimated using present value or other market accepted valuation techniques, using methods and assumptions that are based on market conditions and risks existing as at balance date.

Financial assets that are stated at cost or amortised cost are reviewed at each balance date to determine whether there is objective evidence of impairment. NZ IFRS 9 requires entities to estimate and account for expected credit losses for all relevant financial assets that are not at fair value through profit and loss. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Given the nature of the Group's financial assets not at FVTPL, being primarily trade and other receivables, the Group applies the Simplified Approach permitted by NZ IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. An impairment loss is reversed if the subsequent increase in the recoverable amount can be related objectively to an event occurring after the impairment loss was recognised. The impairment loss is reversed only to the extent that the financial asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised.

Financial assets are derecognised when the right to receive cash flows from the financial assets have expired. Derecognition also occurs when the right to receive cash flows from financial assets have been transferred together with substantially all of their risks and rewards. A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired.

FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS

Assets in this category are measured at fair value at inception and on an on-going basis and include:

Securities

Securities held by life insurance companies are recognised at fair value through the Income Statement at inception because they back life insurance contract liabilities or life investment contract liabilities. Gains and losses arising from the fair value remeasurement of securities are included as part of investment revenue in the Income Statement.

Securities include equity securities, fund certificates, property securities and fixed interest securities.



Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

(f) Financial Instruments (continued)

Foreign Currency Contracts

Forward currency contracts are used to reduce the Group's exposure to currency movements affecting the market value of the Group's investments denominated in foreign currencies.

Derivative Financial Instrument

Derivative financial instruments are recorded at fair value through the income Statement, based on market accepted valuation techniques using observable market inputs. Subsequent gains and losses arising from the fair value re-measurement of derivative financial instruments are recognised immediately in investment revenue in the Income Statement. All derivatives used by the Group are classified as fair value-through profit and loss as they do not meet the criteria for hedge accounting under NZ IFRS 9.

The Group recognises derivatives in the Statement of Financial Position at their fair value. Derivative assets are the fair value of derivatives which have a positive fair value. Derivative liabilities are the fair value of derivatives which have a negative fair value.

AMORTISED COST

Assets in this category are recognised initially at fair value plus transaction costs and are subsequently measured at amortised cost using the effective interest method less any allowance for uncollectible amounts which include:

Cash and Cash Equivalents

Cash and Cash Equivalents include bank current accounts, cash on deposit and registered certificates of deposit, readily convertible to known amounts of cash, that are subject to an insignificant risk of change in value. Assets in this category are at face value and interest is taken to the Income Statement when earned. Bank overdrafts are shown within cash and cash equivalents if the net position is an asset due to the Group's right to offset overdrafts within its banking facility.

Trade and Other Receivables

Trade and other receivables include investment receivables, amounts due from related parties, amounts due from reinsurers and other current assets. These assets are short term in nature and the carrying amount includes allowances for impaired receivables and therefore is considered a reasonable estimate of fair value. IFRS 9 introduces a change in the model to account for impairment to a forward-looking *expected credit loss model* (ECL) that results in losses recognised before an actual default event has taken place.

NZ IFRS 9 requires entities to estimate and account for expected credit losses (ECL) for all relevant financial assets not at fair value through the profit and loss (FVTPL) as under IAS 39. The Group has adopted and applied the simplified model for ECL for all financial assets not measured at FVTPL, except premiums and reinsurance receivable.

FINANCIAL LIABILITIES AT FAIR VALUE THROUGH INCOME STATEMENT

Life investment contract liabilities are measured at fair value, with subsequent gains and losses arising from fair value re-measurement recognised in the Income Statement. Refer to note 1(k) for more details of life investment contract liabilities.

FINANCIAL LIABILITIES AT AMORTISED COST

This category includes all financial liabilities other than those designated by the Group as at fair value through the Income Statement. Liabilities in this category include:

Trade and Other Payables

Trade and other payables includes amounts due to agents, outstanding claims, investment creditors, trade creditors and accruals, amounts due to related parties, reinsurance payable and other payables. Liabilities in this category are initially measured at fair value plus transaction costs. After initial recognition, they are measured at amortised cost using the effective interest method.

(g) Plant and Equipment

Plant and equipment are stated at cost less accumulated depreciation and impairment losses.

The cost of plant and equipment less the estimated residual value is depreciated over their useful lives on a straight-line basis. Depreciation of work in progress will not begin until the asset is available for use i.e. when it is in the location and condition necessary for it to be operating in the manner intended by management. The estimated useful lives of the major assets are:

- > Leasehold improvements and services 10 - 18 years
- > Office equipment, furniture and fittings and computer equipment 3 - 10 years

The Group is in the process of aligning to AIA Group accounting policy. Under AIA accounting policy, the useful life of the above asset categories is 3 - 5 years. The Group intends to align to this policy during the next reporting period.

These assets are reviewed for impairment at least annually and whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Any impairment loss is recognised immediately in the Income Statement. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use.

(h) Intangible Assets

Internally Developed Software, Acquired Software Licences and Application Software

The Group generally expenses computer software costs in the year incurred. However, some costs associated with developing identifiable and unique software products controlled by the Group, including employee costs and an appropriate portion of relevant overheads, are capitalised and treated as intangible assets when certain criteria are met. Acquired computer software licenses are capitalised on the basis that they are costs incurred to acquire and to use specific software. These assets are amortised using the straight-line method over their useful lives (not exceeding three years).

Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

(h) Intangible Assets (continued)

Other Intangible Assets and Deferred Acquisition Costs

Costs for the right to service policies have been capitalised and treated as intangible assets. These assets are amortised using the straight-line method over their useful lives. Other operating costs (refer note 1(d)) that vary with, and are directly related to securing new life investment policies, are capitalised as a deferred acquisition cost intangible asset, and are subsequently amortised over the life of the contracts.

➤ Agency purchases	18 - 54 months
➤ Deferred acquisition costs	6 - 17 years

Intangible Assets Impairment Reviews

Intangible assets are assessed at an asset level when they generate independent cash inflows, otherwise they are grouped into Cash Generating Units (CGU) for impairment purposes. Impairment reviews are performed annually to identify events or changes in circumstances that indicate that the carrying amount may not be recoverable. If the asset or the CGU's carrying amount is greater than its estimated recoverable amount, the carrying amount of the asset or CGU is written down to its recoverable amount. The recoverable amount is the higher of the asset or CGU's fair value less costs to sell and the value in use. Any impairment loss is recognised immediately in the Income Statement.

(i) Taxation

Tax expense for the period comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case, the tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantially enacted at balance date after taking advantage of all allowable deductions under current taxation legislation. It also includes any adjustment to tax payable in respect of previous financial years. Current tax is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at balance date.

In accordance with NZ IAS 12 *Income Taxes*, a deferred taxation asset is recognised only to the extent that it is probable (i.e. more likely than not) that a future taxable profit will be available against which the asset can be utilised. Deferred taxation assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised. Any reduction is recognised in the Income Statement.

Tax liabilities and assets are transferred among group companies through intercompany accounts at the current tax rate if, and only if, the entities concerned have a legally enforceable right to make or receive a single net payment and the entities intend to make or receive such a net payment or to recover the asset and settle the liability simultaneously.

Life Insurance Tax

From 1 July 2010, life insurers have been subject to a new tax regime. Two tax bases are maintained; the shareholder base which is subject to tax on life risk products (premiums less claims and expenses) and net investment income from shareholder funds, and the policyholder base which is subject to tax on net investment income from policyholder funds. The life insurer pays tax on both bases at the prevailing corporate tax rate of 28% (30 June 2018, 28%). As the life insurer is taxed as proxy for the policyholder, returns to policyholders are tax exempt.

The regime is applicable to all life insurance policies, irrespective of when they were issued. However, the new regime offers a concessional tax treatment (known as a transitional adjustment) for life insurance policies that were in force prior to 1 July 2010. The impact of the transitional adjustment is that it effectively treats designated policies (known as grandparented policies) as having income tax levied on a basis equivalent to the life office base under the old tax regime. In general, grandparented status lasted for 5 years from 1 July 2010. However, for certain policy types, namely level term policies, the grandparented status can be for the duration of the policy.

Goods and Services Tax

Where a transaction is subject to Goods and Services Tax (GST), the financial statements have been prepared so that all components are stated exclusive of GST, with the exception of trade receivables and trade payables, which include GST invoiced.

(j) Provisions

A provision is recognised in the Statement of Financial Position when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation.

(k) Life Insurance Business

Statutory Obligations

The New Zealand insurance industry is regulated by the RBNZ under the Insurance (Prudential Supervision) Act 2010 (IPSA). IPSA requires all entities carrying on insurance business in New Zealand (as defined by IPSA) to hold a licence. SACL holds a full licence under IPSA. Key elements of the insurance prudential supervision regime include minimum solvency requirements and regular reporting to the RBNZ; the need for directors and other relevant officers to meet fit and proper standards, and governance and risk management requirements.



Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

(K) Life Insurance Business (continued)

IPSA requires that a life insurer must at all times have at least one statutory fund in respect of its life insurance business. On 1 July 2013, SACL established a statutory fund, the Sovereign Statutory Fund No.1, that relates solely to SACL's life insurance business as defined by IPSA. SACL's standalone health insurance business (which is not classified as life insurance business under IPSA) and business that does not relate to contracts of insurance are included in SACL's Other Fund. The activities of the statutory fund are reported in aggregate with the Other Fund in the financial statements. Further information on the statutory fund is provided in notes 22 and 30.

SACL has an insurer financial strength rating of A+ (Superior) issued by international rating agency A.M. Best with an effective date of 14 December 2018.

Life Insurance and Life Investment Contracts - Classification

The Group's life insurance business is split between life insurance contracts and life investment contracts. Life insurance contracts are accounted for in accordance with the requirements of NZ IFRS 4 *Insurance Contracts*. Life investment contracts are accounted for in accordance with NZ IFRS 9 *Financial Instruments*.

Life insurance contracts are those contracts that transfer significant insurance risk. Life investment contracts are those contracts with no significant insurance risk, but which give rise to a financial liability under NZ IFRS 9.

Contracts that contain a discretionary participation feature are also classified as life insurance contracts.

The financial reporting methodology used to determine the value of life insurance contract liabilities is referred to as Margin on Services (MoS), as set out in New Zealand Society of Actuaries Professional Standard No. 20: *Determination of Life Insurance Policy Liabilities*. MoS is designed to recognise profits on life insurance policies as services are provided to policyholders and income is received. Under MoS, the planned profit margin of premium received less expenses is deferred and amortised over the life of the contract, whereas losses are recognised immediately.

Life insurance contract liabilities are calculated in a way that allows for the systematic release of planned profit margins as services are provided to policyholders and the revenues relating to those services are received. Services used to determine profit recognition include the cost of expected insurance claims and annuity payments. Life insurance contract liabilities are generally determined as the present value of all future expected payments, expenses, taxes and profit margins, reduced by the present value of all future expected premiums.

Profit is analysed into the following categories:

(i) *Planned Margins of Revenues Over Expenses*

At the time of writing a policy and at each balance date, best estimate assumptions are used to determine all expected future payments (including tax) and premiums. Where actual experience replicates best estimate assumptions, the expected profit margins will be released to profit over the life of the policy.

(ii) *The Difference Between Actual and Assumed Experience*

Experience profits and losses are realised where actual experience differs from best estimate assumptions. Instances giving rise to experience profits and losses include variations in claims, expenses, mortality, discontinuance and investment returns (to the extent the shareholder assumes investment risk).

(iii) *Changes to Underlying Assumptions*

Assumptions used for measuring life insurance contract liabilities are reviewed each year. Where the review leads to a change in assumptions, the change is deemed to have occurred from the end of the year.

The financial effect of a change in discount rates resulting from changes in market conditions is recognised in the year that the rates are changed. The financial effect of all other changes to assumptions is recognised in the Income Statement over the future years during which services are provided to policyholders. If, based on best estimate assumptions, written business of a group of related products is expected to be unprofitable, the total expected loss for that related product group is recognised in the Income Statement immediately. When loss making business becomes profitable previously recognised losses are reversed.

(iv) *Investment Earnings on Assets in Excess of Policy Liabilities*

Profits are generated from investment assets in excess of those required to meet policy liabilities. Investment earnings are directly influenced by market conditions and as such this component of MoS profit will vary from year to year.

Life Investment Contract Liabilities

All contracts issued by the Group which are classified as life investment contracts are unit linked. The fair value of a unit linked contract is determined using the current unit values that reflect the fair value of the financial assets backing the contract, multiplied by the number of units attributed to the contract holder.

Identification of Assets Backing Life Investment Contracts

All contracts issued by the Group that are classified as life insurance contracts are non-linked. The assets backing unit-linked contracts are in separate investment funds from those backing non-linked contracts.

Reinsurance

Contracts entered into by the Group with reinsurers all meet the definition of an insurance contract.

As the reinsurance agreements provide for indemnification of the Group by the reinsurers against loss or liability, reinsurance income and expenses are recognised separately in the Income Statement when they become due and payable in accordance with the reinsurance agreements.



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Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

(k) Life Insurance Business (continued)

Reinsurance recoveries for claims are recognised as reinsurance income. Reinsurance premiums are recognised as reinsurance expenses.

Liabilities ceded under reinsurance are the present value of future reinsurance claims receivable and commissions, and premiums payable by the Group and have been classified as an asset or liabilities ceded under reinsurance. Reinsurance assets are assessed for impairment on a quarterly basis.

Liabilities arising from reinsurance contracts are computed using the life insurance contracts method as per above and in line with revenue recognition in note 1(c).

(l) Retirement Benefits Obligations

The Group currently sponsors the SSRF superannuation plan for its employees and ex-employees. The assets and liabilities of this plan are held independently of the Group's assets in a separate trustee administered fund. The plan has both a defined benefit and defined contribution section and has been closed to new members since 01 July 2004.

Full disclosures of the defined benefit and contribution plan as required by NZ IAS 19 *Employee Benefits* have not been presented on the basis that these assets and liabilities are not material in the context of the Group's Statement of Financial Position.

Defined Benefit Plans

Defined benefit plans are formal arrangements under which an entity provides post-employment benefits.

The asset recognised on the Statement of Financial Position in respect of SSRF is calculated as the present value of the defined benefit obligation and the fair value of the plan's assets deducted. The discount rate is the yield at balance date on government securities which have approximately the same terms to maturity. Where the calculation results in a benefit to the Group, the recognised asset is limited to the present value of any future employer contributions to the plan that can be funded from the plan surplus.

Actuarial gains and losses arising from the above valuation are charged or credited directly to the Statement of Comprehensive Income.

Defined Contribution Plans

The SSRF Defined Contribution Plan is a post-employment benefit plan under which the Group pays fixed contributions to the plan and will have no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior years.

Contributions to SSRF are recognised as an expense in the Income Statement as incurred.

(m) Employee Benefits

Employee benefits are recognised when they accrue to employees and include salaries, wages, bonuses, annual leave, long service leave and pension obligations. A provision is made for the estimated liability for employee benefits as a result of services rendered by employees up to the reporting date.

Liabilities arising in respect of employee entitlements expected to be settled within 12 months of the reporting date are measured at their nominal amounts. All other employee entitlements are measured as the present value of expected future payments made in respect of services provided by employees up to the reporting date. Consideration is taken based on expected future uptake of the benefit, current wage and salary levels, departures and periods of service. Expected future payments are discounted using market yields at the reporting date on New Zealand Government Bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash flows.

(n) Share Based Compensation and Cash Incentive Plans

AIA, the ultimate owner of the Group, operates several share-based compensation plans, under which AIA receives services from the employees, directors, officers and agents as consideration for shares and/or share options of AIA. These share-based compensation plans comprise the Share Option Scheme (SO Scheme), the Restricted Share Unit Scheme (RSU Scheme) and the Employee Share Purchase Plan (ESPP).

The share-based compensation plans are predominantly equity-settled plans. Under an equity-settled share-based compensation plan, the fair value of the employee services received in exchange for the award of shares and/or share options is recognised as an expense in the Income Statement over the vesting period, with a corresponding amount recorded as equity in AIA Group's financial statements. Any amount recharged by AIA to the Group for equity-settled share based payment arrangements are offset against the amount recorded in the related party balance for AIA.

The total amount to be expensed over the vesting period is determined by reference to the fair value of the shares and/or share options awarded. Non-market vesting conditions are included in assumptions about the number of shares and/or share options that are expected to be vested. At each period end, the Group revises its estimates of the number of shares and/or share options that are expected to be vested. Any impact of the revision to original estimates is recognised in the Income Statement with a corresponding adjustment to the intercompany balance for AIA. Where awards of share-based payment arrangements have graded vesting terms, each tranche is recognised as a separate award, and therefore the fair value of each tranche is recognised over the applicable vesting period.

The Group estimates the fair value of share options using a binomial lattice model. This model requires inputs such as AIA's share price, implied volatility, risk-free interest rate, expected dividend rate and the expected life of the share option.

Where modification or cancellation of an equity-settled share-based compensation plan occurs, the grant date fair value continues to be recognised, together with any incremental value arising on the date of modification if non-market conditions are met.



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Notes to the Financial Statements

For the six months ended 31 December 2018

1 Statement of Accounting Policies (continued)

(n) Share Based Compensation and Cash Incentive Plans (continued)

For cash-settled share-based compensation plans, the fair value of the employee services in exchange for the award of cash-settled award is recognised as an expense in profit or loss, with a corresponding amount recognised in liability. At the end of each reporting period, any unsettled award is re-measured based on the change in fair value of the underlying asset, the liability and expense are adjusted accordingly.

Refer to note 24 for the details of share-based compensation plans.

(o) Contingent Liabilities

The Group discloses a contingent liability when it has a possible obligation arising from past events, that will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the Group's control. A contingent liability is disclosed when a present obligation is not recognised because it is not probable that an outflow of resources will be required to settle an obligation, or the amount of the obligation cannot be measured with sufficient reliability.

(p) Statement of Cash Flows

This has been prepared using the direct approach, modified by the netting of cash flows associated with related parties and foreign exchange forward contracts. For these items, the Group considers that knowledge of gross receipts and payments is not essential to understanding the activities of the Group and it is considered acceptable to report only the net cash flows. This is based on the fact that the turnover of these items is quick, the amounts are large, and the maturities are short.

(q) Segment Reporting

The Group is not required to disclose geographic or operating segment information under NZ IFRS 8 *Operating Segments*. On this basis there are no disclosures relating to the Group's geographic or operating segments.

(r) Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Income Statement on a straight-line basis over the period of the lease.

Leases in which the lessee has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the commencement of the lease at the lower of the fair value of the leased property and the present value of the minimum lease payments.

The Group will apply NZ IFRS 16 from 1 January 2019. This will result in a change in treatment to existing leases. Refer to note 1 under the heading 'General Accounting Policy' for more information on the impact implementing this standard will have on the Group.

(s) Related Party Transactions

Transactions with related parties are recorded at amounts mutually agreed and transacted between the parties to the arrangement.

Notes to the Financial Statements

For the six months ended 31 December 2018

2 Actuarial Policies and Methods

The effective date of the policy liabilities and solvency margin calculation for the Group is 31 December 2018. Charmaine Green FIAA, as the Acting Chief Actuary of SACL at balance date, is satisfied as to the accuracy of the data from which the amount of life insurance, and life investment contract liabilities has been determined.

The projection method is used to determine life insurance, and life investment contract liabilities. In principle, the projection method uses expected cash flows (premiums, investment income, surrenders or benefit payments, expenses) plus profit margins to be released in future periods, to calculate the present value of contract liabilities.

Life insurance and life investment contract liabilities have been determined in accordance with Professional Standard No. 20 of the New Zealand Society of Actuaries and the requirements of NZ IFRS 4.

Key assumptions used in determining life insurance and life investment contract liabilities are as follows:

(a) Discount Rates

(i) *Business Where Benefits are Contractually Linked to the Performance of Assets Held*

The discount rates used to determine life insurance and life investment contract liabilities reflect the expected future gross returns on the Group's current strategic asset mix. Fixed interest investments were assumed to earn 2.4% pa (30 June 2018 2.9%) and equity investments 6.4% pa (30 June 2018 6.9%). The discount rates used for individual classes of business varied between 2.4% pa and 3.8% pa (30 June 2018 2.9% and 4.1%).

(ii) *Other Business*

The discount rate used to determine life insurance contract liabilities is a risk free discount rate. Single point discount rates have been determined so that the term structure of the products is taken into account in setting the discount rate. For annuities and risk business rates between 2.2% and 3.3% pa were used (30 June 2018 2.6% to 3.7%).

(b) Profit Carriers

Policies are divided into related product groups with profit carriers and profit margins as follows:

Policy type	Carrier
Risk	Expected claims payments
Savings business	Funds under management/investment management expenses
Traditional participating business	Bonuses

(c) Investment and Maintenance Expenses

Future maintenance and investment expenses have been assumed at current levels in line with contractual fees set out in agreements with Sovereign Services Limited (SSL), a wholly owned subsidiary of SACL, and external fund managers. Future inflation has been assumed to be 2.0% pa (30 June 2018 2.0%) for determining future expenses and inflation-linked increases in benefits and premiums.

(d) Taxation

The rates of taxation enacted or substantially enacted at the date of the valuation are assumed to continue into the future. The corporate tax rate used is 28% (30 June 2018 28%). Allowance has been made for the "fair dividend rate" rules that apply to global equities, where tax is paid on 5% of the market value of investments regardless of the actual rate of investment income.

(e) Rates of Growth of Unit Prices

Unit price growth is assumed to be equal to the assumed investment earning rates less tax and asset based charges for each product.

(f) Mortality and Morbidity

Projected future rates of mortality experience are based on a proportion of the NZ97 tables. These are then adjusted by comparing the standard tables with the Group's own experience using geometric smoothing techniques or moving averages. Annuitant mortality is assumed to be a proportion of the PMA92 and PMF92 tables, adjusted for mortality improvements prior to and after the valuation date.

In general, mortality assumptions are reviewed based on annual experience studies.

There have been no changes in mortality assumptions since 30 June 2018.

The proportions of NZ97 adopted for the major products range from 47% to 96% (30 June 2018 47% to 96%).

Projected future morbidity experience is based on a combination of reinsurers' tables, industry tables, industry experience and internal investigations. For significant classes of business, internal experience is compared with reinsurers' tables using geometric smoothing techniques or moving averages.

Notes to the Financial Statements

For the six months ended 31 December 2018

2 Actuarial Policies and Methods (continued)

(f) Mortality and Morbidity (continued)

In general, morbidity assumptions are reviewed based on annual experience studies.

There have been no changes in morbidity assumptions since 30 June 2018.

(g) Rates of Discontinuance

Assumptions for the incidence of withdrawal, partial termination and transfer of policies paid-up are primarily based on investigations of the Group's own experience.

There have been no changes in discontinuance rates since 30 June 2018.

Future rates of discontinuance are:

	Age	Policy Duration (years)									
		1	2	3	4	5	6	7	8	9	10+
As at 31 December 2018											
Life rate for age	< 30	9%	14%	16%	15%	15%	14%	13%	13%	12%	10%
	30 - 39	6%	10%	14%	13%	12%	12%	11%	11%	10%	9%
	40 - 49	7%	10%	14%	13%	12%	12%	11%	11%	11%	10%
	50 - 64	8%	13%	17%	14%	15%	14%	14%	15%	13%	12%
	65+	13%	17%	23%	21%	21%	20%	20%	19%	19%	18%
Life level to age 80	< 30	16%	13%	14%	13%	11%	8%	8%	7%	6%	6%
	30 - 39	12%	10%	10%	9%	8%	6%	6%	5%	5%	4%
	40 - 49	8%	6%	7%	6%	5%	4%	4%	3%	3%	3%
	50 - 64	6%	7%	8%	6%	6%	5%	5%	4%	4%	3%
	65+	5%	6%	7%	6%	6%	5%	4%	4%	4%	3%
As at 30 June 2018											
Life rate for age	< 30	9%	14%	16%	15%	15%	14%	13%	13%	12%	10%
	30 - 39	6%	10%	14%	13%	12%	12%	11%	11%	10%	9%
	40 - 49	7%	10%	14%	13%	12%	12%	11%	11%	11%	10%
	50 - 64	8%	13%	17%	14%	15%	14%	14%	15%	13%	12%
	65+	13%	17%	23%	21%	21%	20%	20%	19%	19%	18%
Life level to age 80	< 30	16%	13%	14%	13%	11%	8%	8%	7%	6%	6%
	30 - 39	12%	10%	10%	9%	8%	6%	6%	5%	5%	4%
	40 - 49	8%	6%	7%	6%	5%	4%	4%	3%	3%	3%
	50 - 64	6%	7%	8%	6%	6%	5%	5%	4%	4%	3%
	65+	5%	6%	7%	6%	6%	5%	4%	4%	4%	3%

	Age	As at 31 December 2018			Life	As at 30 June 2018		
		Life	Non-Life	Total		Life	Non-Life	Total
Other Risk	< 30	20%	12%		20%		12%	
	30 - 39	14%	12%		14%		12%	
	40 - 49	11%	11%		11%		11%	
	50 - 64	10%	12%		10%		12%	
	65+	8%	15%		8%		15%	
Participating Savings				3%				3%
				8%				8%

(h) Basis of Calculation of Surrender Values

Surrender values are set using an asset share approach and taking into consideration equity between continuing and terminating policyholders.

The surrender value basis has not been changed since June 2018.



Notes to the Financial Statements

For the six months ended 31 December 2018

2. Actuarial Policies and Methods (continued)

(i) Participating business

For most participating business, bonus rates are set such that, over long periods, the returns to policyholders are commensurate with the investment returns achieved on the relevant assets, together with other sources of profit arising from this business. Distributions are split between policyholders and shareholders with the valuation allowing for shareholders to share in distributions at a maximum allowable rate of 20% (30 June 2018 20%).

In applying the policyholders' share of profits to provide bonuses, consideration is given to equity between generations of policyholders and equity between the various classes and sizes of policies in force. Assumed future bonus rates included in life insurance contract liabilities were set such that the present value of life insurance contract liabilities equates to the present value of assets supporting the business together with assumed future investment returns, allowing for the shareholder's right to participate in distributions.

Assumed future bonus rates per annum for the major classes of individual participating business were:

As at		31 December 2018	30 June 2018
Ex-Colonial policies	Bonus rate on sum assured	0.20%	0.20%
	Bonus rate on existing bonus	0.20%	0.20%
Ex-Prudential policies	Bonus rate on sum assured	0.25%	0.25%
	Bonus rate on existing bonus	0.25%	0.25%
Ex-NZI policies	Bonus rate on sum assured	0.13%	0.13%
	Bonus rate on existing bonus	0.25%	0.25%
Ex-Metropolitan life policies	Bonus rate on sum assured	0.00%	0.00%
	Bonus rate on existing bonus	0.00%	0.00%
Investment account policies	Crediting Rate	2.65%	3.23%

(j) Impact of Changes in Assumptions

Refer to note 1(k) for an explanation of the treatment of changes in actuarial assumptions on life insurance contract liabilities. The impact of changes in actuarial assumptions made during the reporting period are:

\$ millions	Effect on Future Profit Margins		Effect on Life Insurance Contract Liabilities	
	6 months to 31 December 2018	12 months to 30 June 2018	6 months to 31 December 2018	12 months to 30 June 2018
Market related changes to discount rates	23	21	18	-
Mortality and morbidity	30	(23)	-	(2)
Discontinuance rates	-	42	-	2
Maintenance expenses	(3)	31	1	(2)
Reinsurance*	(477)	1	-	-
Other assumptions	(5)	(44)	-	(1)

The implementation of a new reinsurance treaty has adversely impacted on future profit margins.

*This relates to the impact from the reinsurance treaty entered into by the Group during the period.

3. Sources of Profit

\$ millions	6 months to 31 December 2018	12 months to 30 June 2018
Life Insurance		
Planned margins of revenues over expenses	23	72
Unwind of discount on policy liabilities	-	11
Difference between actual and assumed experience	(8)	8
Effects of changes in underlying assumptions	(11)	-
Reversal / (recognition) of future expected losses	(1)	4
Net profit after taxation arising from life insurance contracts	3	95
Life Investment		
Planned margins of revenues over expenses	3	6
Net profit after taxation arising from life investment contracts	3	6
Shareholder investment earnings	4	6
Total life activities	10	107
Net profit after taxation attributed to shareholders	10	101



Notes to the Financial Statements

For the six months ended 31 December 2018

4 Premium Revenue

\$ millions	Note	6 months to 31 December 2018	12 months to 30 June 2018
Premium revenue			
Life insurance contract premiums		363	716
Life investment contract deposit premiums and fee income		10	22
Total premiums		373	738
Less: Deposit premiums recognised as an increase in life investment contract liabilities	18	(9)	(21)
Total premium revenue		364	717
Less: Reinsurance expense		(177)	(48)
Total net premium revenue		187	669

5 Investment and Other Revenue

\$ millions		6 months to 31 December 2018	12 months to 30 June 2018
Dividends		6	18
Realised and unrealised (losses)/gains		(43)	72
Total equity securities and fund certificates		(37)	90
Dividends		1	4
Realised and unrealised (losses)/gains		(3)	6
Total property securities		(2)	10
Interest		30	49
Realised and unrealised gains		9	12
Total fixed interest securities and cash		39	61
Realised and unrealised gains/(losses)		4	(19)
Total derivatives		4	(19)
Total investment revenue		4	142
Other revenue			
Investment fee		8	-
Other revenue		-	3
Total other revenue		8	3

6 Reinsurance Commission

\$ millions	Note	6 months to 31 December 2018	12 months to 30 June 2018
Initial commission		725	-
Ongoing commission		25	-
Total Reinsurance Commission		750	-

The Group entered into a new reinsurance treaty arrangement on 2 July 2018, subsequent to the acquisition by AIA International Limited. Under this treaty, the Group received an upfront reinsurance commission of \$725mil, and ongoing commission of \$25 mil for the six month period to 31st December 2018.

7 Claims Expense

\$ millions	Note	6 months to 31 December 2018	12 months to 30 June 2018
Death, disability and medical claims		206	362
Maturities		15	31
Surrenders		43	104
Annuities		2	4
Total claims		266	501
Less: Claims recognised as a decrease in life investment contract liabilities	18	(42)	(106)
Total claims expense		224	395
Less: Reinsurance recoveries		(89)	(43)
Total net claims expense		135	352



Notes to the Financial Statements

For the six months ended 31 December 2018

8 Other Operating Expenses

\$ millions	Life Insurance contracts		Life Investment contracts		Total	
	6 months to 31 December	12 months to 30 June	6 months to 31 December	12 months to 30 June	6 months to 31 December	12 months to 30 June
	2018	2018	2018	2018	2018	2018
Initial commission	27	59	-	-	27	59
Other acquisition expenses	33	59	1	1	34	60
Policy acquisition expenses	60	118	1	1	61	119
Renewal commission	45	89	1	3	46	92
Other maintenance expenses	54	61	1	2	55	63
Policy maintenance expenses	99	150	2	5	101	155
Investment management expenses	1	3	1	2	2	5
Total life expenses	160	271	4	8	164	279
Other expenses	-	-	-	-	-	-
Total other operating expenses					164	279
Included above:						
Operating lease expenses					2	5
Amortisation of intangible assets					1	3
Depreciation					1	2
Employee benefits expense						
Wages and salaries					41	75
Defined contribution plan expense					1	2
Fiduciary expenses					1	2

9 Auditor's Remuneration

\$ thousands	6 months to 31 December 2018	12 months to 30 June 2018
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PricewaterhouseCoopers is the appointed auditor of the Group for the current and prior Period.

Fees paid to PricewaterhouseCoopers are as follows:

Fees for the audit and review of financial statements	754	863
Assurance and agree upon procedures over solvency return	44	41
Other assurance services related to the acquisition of the Group	582	18
Agree upon procedures related to reinsurance	72	-
Other assurance related services	-	8

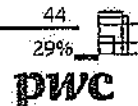
Other assurance related services include work performed over the off-quarter disclosure statements in prior periods and other agreed upon procedures.

10 Taxation

\$ millions	Note	6 months to 31 December 2018	12 months to 30 June 2018
Current taxation expense		4	25
Deferred taxation expense	19	21	19
Total taxation expense recognised in the Income Statement		25	44

The taxation expense on the Group's net profit before taxation differs from the theoretical amount that would arise using the domestic rate as follows:

Net profit before taxation	35	151
Income tax at the current rate of 28% (30 June 2018 28%)	10	42
Investment income adjustments	13	(23)
Imputation and PIE tax credit adjustments	(2)	(3)
Movement in investment contract liabilities and adjustments	(8)	17
Movement in insurance contract liabilities and adjustments	10	11
Other non-deductible expenditure	2	1
Prior period adjustments	-	(1)
Total taxation expense recognised in the Income Statement	25	44
Weighted average effective tax rate	71%	29%



Notes to the Financial Statements

For the six months ended 31 December 2018

11 Imputation Credit Account

Companies may attach imputation credits to dividends paid, which represent the New Zealand tax already paid by the company or tax group on profits. New Zealand resident shareholders may claim a tax credit to the value of the imputation credit attached to dividends.

The Group has formed an imputation group with eligible members of the AIA NZ Group (ICA Group). The closing balance of imputation credits available to all members of the ICA Group as at 31 December 2018 is \$7 million (30 June 2018 \$4 million). This amount includes imputation credits that will arise from the payment of the provision for income tax and from the receipt of dividends recognised as receivables as at the reporting date, and imputation debits that will arise from the payment of dividends recognised as payables as at the reporting date.

12 Securities

\$ millions	Note	6 months to 31 December 2018	12 months to 30 June 2018
Equity securities and fund certificates		604	674
Fixed interest securities:			
New Zealand government stock		1,024	727
Corporate bonds		22	24
Foreign government stock		107	109
Total fixed interest securities	12a	1,153	860
Property securities		64	66
Total securities		1,821	1,600

As at 31 December 2018, no investments were pledged under repurchase agreements or other arrangements (30 June 2018 nil). A maturity analysis for equity securities, fund certificates, and property securities has not been presented because these investments are liquid assets and the timing of realisation is not known.

Fixed Interest Securities

Maturity analysis:

Under one year	7	8
Between one and two years	5	8
Between two and three years	29	31
Between three and four years	9	8
Between four and five years	474	570
Greater than five years	629	235
	1,153	860

13 Cash and Cash Equivalents

\$ millions	6 months to 31 Dec 2018	12 months to 30 Jun 2018
Cash at bank and on deposit	357	458
Foreign currency deposits	2	3
Total cash and cash equivalents	359	461

Notes to the Financial Statements

For the six months ended 31 December 2018

14 Principal Subsidiaries

The Group has an interest in the following entities:

Entity Name	%	Nature of Business	Balance Date
Sovereign Services Limited	100	Administration services	31 December
Sovereign Superannuation Funds Limited	100	Superannuation scheme manager	31 December
Westside Properties Limited	100	Asset leasing	31 December

All entities were incorporated in New Zealand.

Sovereign Superannuation Funds Limited ceased trading during the period, and was de-registered from the New Zealand Company Register on 30 January 2019.

15 Intangible Assets

\$ millions	Life investment contract deferred acquisition costs	Internally developed software	Other intangible assets	Total
Gross carrying value				
Balance at 1 July 2018	6	26	1	33
Additions	-	5	-	5
Disposals and write-offs	-	-	-	-
Balance as at 31 December 2018	6	31	1	38
Accumulated amortisation and impairment losses				
Balance at 1 July 2018	-	(17)	(1)	(18)
Amortisation expense	(1)	-	-	(1)
Disposals and write-offs	-	-	-	-
Balance as at 31 December 2018	(1)	(17)	(1)	(19)
Net carrying value at 31 December 2018	5	14	-	19
Gross carrying value				
Balance at 1 July 2017	7	23	6	36
Additions	-	6	1	7
Disposals and write-offs	(1)	(3)	(6)	(10)
Balance as at 30 June 2018	6	26	1	33
Accumulated amortisation and impairment losses				
Balance at 1 July 2017	-	(16)	(4)	(20)
Amortisation expense	(1)	(1)	(1)	(3)
Disposals and write-offs	1	-	4	5
Balance as at 30 June 2018	-	(17)	(1)	(18)
Net carrying value at 30 June 2018	6	9	-	15

16 Trade and Other Receivables

\$ millions	Note	31 December 2018	30 June 2018
Investment receivables		18	15
Outstanding premiums		19	17
Amounts due from related parties		-	1
Amounts due from reinsurers		58	17
Agent balances receivables		1	1
Other assets		6	9
Total trade and other receivables		102	60

All trade and other receivables have an expected settlement date of less than 12 months.

Notes to the Financial Statements

For the six months ended 31 December 2018

17 Retirement Benefit Surplus

Actuarial gains and losses are recognised in full each period.

SSRF is a superannuation scheme with a defined benefit section and a defined contribution section. The last full triennial actuarial review was completed in 2016. The next triennial actuarial review is scheduled for 31 March 2019.

\$ millions	SSRF	
	31 December 2018	30 June 2018
Reconciliation of amounts recognised in the Statement of Financial Position		
Present value of funded obligations	(3)	(3)
Fair value of fund assets	9	9
Surplus	6	6
Adjustment for limit on the use of net assets *	(5)	(5)
Total retirement benefit surplus (inclusive of specified superannuation contribution withholding tax)	1	1

* SSRF's estimated net assets at 31 December 2018 were \$9 million (30 June 2018 \$9 million), but a large part of the value of the surplus assets cannot be brought into the Group's financial statements. This is because SSL (employer) is not expected to be able to make use of all the surplus assets for its future employer contributions due to the current size of SSRF's membership.

18 Life Insurance and Life Investment Contract Liabilities

\$ millions	Life Insurance contracts		Life Investment contracts	
	31 December 2018	30 June 2018	31 December 2018	30 June 2018
Reconciliation of movements in policy liabilities				
Balance at the beginning of the period	73	100	710	739
Decrease in liabilities recognised in the Income Statement, excluding reinsurance and deferred fee income reserve	(47)	(27)	(22)	59
Investment contract fees	-	-	(8)	-
Decrease in deferred fee income reserve recognised in the Income Statement	-	-	(1)	(3)
Deposit premium recognised as an increase in policy liabilities	-	-	9	21
Claims recognised as a decrease in policy liabilities	-	-	(42)	(106)
Total policy liabilities	26	73	646	710

\$ millions	Life Insurance contracts			
	Under one year	Between one and five years	Greater than five years	Total
Expected realisation maturity analysis				
Expected realisation of policy liabilities as at 31 December 2018	(26)	(194)	246	26
Expected realisation of policy liabilities as at 30 June 2018	(10)	(23)	106	73

The maturity value of life investment contract liabilities is determined by the fair value of the linked assets at maturity date. Refer to note 33 for a contractual maturity analysis of life investment contract liabilities.

The following table provides information on the net of liabilities ceded under reinsurance, \$33mil (30 June 2018 \$10mil) and liabilities arising from reinsurance contract, \$708mil (30 June 2018 nil).

\$ millions	Life Insurance contracts		Life Investment contracts	
	6 months to 31 December 2018	12 months to 30 June 2018	6 months to 31 December 2018	12 months to 30 June 2018
Balance at the beginning of the period	10	13	-	-
Amount recognised in the income statement	(685)	(3)	-	-
Total	(675)	10	-	-
Maturity analysis				
Under one year	(38)	9	-	-
Greater than one year	(637)	1	-	-
	(675)	10	-	-



Notes to the Financial Statements

For the six months ended 31 December 2018

18 Life Insurance and Life Investment Contract Liabilities (continued)

\$ millions	Life Insurance contracts	
	31 December 2018	30 June 2018
Policy liabilities related to guarantees		
Policy liabilities with a discretionary participation feature	664	649
Valuation of policy liabilities		
Cash flows net of tax:		
Future policy benefits	8,606	8,071
Future bonuses	41	70
Future expenses	3,402	3,207
Future planned margins of revenue over expenses	1,326	1,245
Future premiums	(12,866)	(12,062)
Unvested policyholder benefits	72	73
Deferred tax gross up	(555)	(531)
Total policy liabilities	26	73
Life investment contract policy liabilities with an investment performance guarantee at 31 December 2018 were \$6 million (30 June 2018: \$7 million).		
Life Insurance contract liabilities future net cash inflows		
Under one year	151	314
Between one and five years	512	1,071
Greater than five years	2,615	3,977
	3,278	5,362

The table above shows the estimated timing of undiscounted future net cash flows resulting from life insurance contract liabilities. This includes estimated future surrenders, claims and maturity benefits, and bonuses, offset by expected future premiums and reinsurance recoveries. All values are undiscounted to the reporting date using the assumed future investment earning rate for each product.

19 Deferred Taxation Liability

\$ millions	6 months to 31 December 2018	12 months to 30 June 2018
Balance at beginning of period	528	509
Recognised in the Income Statement:	21	19
Total deferred taxation liability	549	528
Deferred taxation relates to:		
Life insurance and life investment contract liabilities	553	528
Losses available for offset against future taxable income	(5)	-
Other	1	-
Total deferred taxation liability	549	528
Deferred taxation recognised in the Income Statement:		
Life insurance and life investment contract liabilities	25	18
Losses available for offset against future taxable income	(5)	-
Other	1	1
Total deferred taxation recognised in the Income Statement	21	19

Notes to the Financial Statements

For the six months ended 31 December 2018

20 Trade and Other Payables

\$ millions	31 December 2018	30 June 2018
Outstanding claims	56	60
Expense creditors	14	12
Prepaid premiums	9	9
Employee benefits	9	14
Investment creditors	5	2
Agent balances	6	6
Amounts due to reinsurers	25	1
Amounts due to related parties	10	-
Total trade and other payables	134	104

As at 31 December 2018, all trade and other payables have an expected settlement date of less than 12 months, with the exception of \$2m of long term employee benefits (30 June 2018 \$2m).

A maturity analysis of current and non-current financial liabilities is presented in note 33.

AIA operates a number of share based compensation schemes. Further information on these share based compensation schemes is disclosed in note 23 and note 24.

21 Contributed Capital

\$ millions	31 December 2018	30 June 2018
Issued ordinary share capital		
Balance at beginning of period	540	540
Balance at end of period	540	540

Share capital includes 4,805,849 ordinary shares paid to \$74.22 and 183,000,000 ordinary shares paid to \$1.00 (30 June 2018 4,805,849 ordinary shares paid to \$74.22 and 183,000,000 ordinary shares paid to \$1.00).

All ordinary shares have equal voting rights and share equally in dividends and surplus on winding up.

Dividend paid on ordinary shares for the period ended 31 December 2018 was \$460m (30 June 2018 \$131m). This equates to \$2.45 per share (30 June 2018 \$0.70).

Notes to the Financial Statements

For the six months ended 31 December 2018

22. Capital Management

The objectives of the Group with regard to the management of capital adequacy are:

- (i) maintain a level of target surplus which creates a buffer over minimum regulatory capital while still allowing for efficient use of capital;
- (ii) maintain a strong capital base to cover the inherent risks of the business; and
- (iii) support the future development and growth of the business to maximise shareholder value.

The SACL Board has ultimate responsibility for compliance with the solvency standard and managing capital. The SACL Board approves the capital policy and minimum capital levels and limits. Minimum capital levels are set based on maintaining a target surplus in excess of solvency margin requirements under the Solvency Standard for Life Insurance Business issued in accordance with IPSA. Under its licence, the RBNZ requires SACL to hold a solvency margin of at least \$0 (30 June 2018: \$0) for each life fund. SACL has two funds, the Statutory Fund and the Other Fund.

If the SACL Board has reasonable grounds to believe that a failure to maintain a solvency margin in either life fund is likely to occur at any time within the next 3 years, the likely failure must be reported to the RBNZ as soon as is reasonably practicable. Compliance with these requirements is a continuous obligation. As a minimum, calculations must be undertaken twice a year, at six monthly intervals, and reported to the RBNZ.

Target surplus is a capital buffer held on top of regulatory requirements to ensure the likelihood of a breach of regulatory requirements is at a level consistent with SACL's risk appetite. The level of target surplus takes account of management assessments of actual risk and forecasts/stress testing of future capital requirements. The SACL BARC approves the methodology and basis for determining target surplus.

The solvency position of SACL for the two life funds is as follows:

\$ millions	Sovereign Statutory Fund	Other Fund	Total
As at 31 December 2018			
Actual solvency capital	128	123	251
Minimum solvency capital	-	105	105
Solvency margin	128	18	146
Solvency ratio	N/A	117%	240%
As at 30 June 2018			
Actual solvency capital	573	107	680
Minimum solvency capital	497	98	595
Solvency margin	76	9	85
Solvency ratio	115%	109%	114%

Notes to the Financial Statements

For the six months ended 31 December 2018

23 Related Party Transactions and Balances

During the six month period ended 31 December 2018, the Group has entered into, or had in place, the following related party transactions.

a) Immediate and ultimate controlling party

SACL immediate holding company is AIA Sovereign Limited. AIA International Limited (domiciled in Bermuda) owns 100% of AIA Sovereign Limited. AIA International Limited-New Zealand branch is related to AIA International Limited, whose immediate holding company is AIA Company Limited. The ultimate holding company is AIA Group Limited a company incorporated in Hong Kong and listed on The Hong Kong Stock Exchange.

b) Key management personnel

Key management personnel have been identified as members of the New Zealand Group executive committee. More information for key management personnel is disclosed in note 25.

c) Share based compensation

Information on share based compensation is outlined in note 24.

d) Transactions with related parties

The Group entered into transactions with its related parties in the normal course of business. The aggregate amount of income and expenses arising from these transactions during the reporting period with related parties was as follows:

\$ millions	31 December 2018	30 June 2018
Related Party Transactions		
Expenses		
Paid to AIA NZ Branch for recharge costs of integration, administrative service and staffing	1	-
Paid to AIA Australia for recharge costs of group integration	8	-
	<u>9</u>	<u>-</u>
Related Party Balances		
Liabilities		
Trade and other payables to AIA NZ Branch	1	-
Trade and other payables to AIA Australia Limited	8	-
	<u>9</u>	<u>-</u>

Refer to the Statement of Changes in Equity and note 21 for details of dividends paid to the Shareholder (AIA Sovereign Limited).

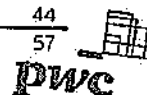
Prior period Related Party Transactions and Balances

Prior to the acquisition by AIA International Limited, the Group's related parties included:

- The Commonwealth Bank of Australia Group (the Overseas Banking Group) is domiciled in Australia and comprises CBA, the worldwide activities of CBA, and its controlled entities; and
- The CBA New Zealand Banking Group (the NZ Banking Group) refers to all New Zealand banking operations of the Overseas Banking Group, primarily comprising ASB Bank Limited (ASB).

The above related parties ceased being related on 2 July 2018 when the Group was acquired by AIA. Therefore, the disclosures below only relate to the year ended 30 June 2018:

\$ millions	30 June 2018
Related Party Transactions	
During the year, the Group entered into the following transactions with related parties:	
Income	
Interest received from NZ Banking Group	4
Dividends received from Overseas Banking Group	5
Fees received from NZ Banking Group	2
Net realised/unrealised gains on fund certificates managed by the Overseas Banking Group	2
Net realised/unrealised gains on fund certificates managed by the NZ Banking Group	35
Net realised/unrealised (losses)/gains on derivatives issued by the NZ Banking Group	(19)
	<u>29</u>
Expenses	
Paid to Overseas Banking Group for investment management services	1
Paid to NZ Banking Group for administrative services	12
Paid to NZ Banking Group for insurance commission	44
	<u>57</u>



Notes to the Financial Statements

For the six months ended 31 December 2018

23 Related Party Transactions and Balances (continued)

Related Party Balances

\$ millions	30 June 2018
Overseas Banking Group	
Assets	
Securities*	42
Recoverable expenses related to sale of business to AIA	4
NZ Banking Group	
Assets	
Cash and cash equivalents	184
Securities*	328
Trade and other receivables	1
	<u>513</u>
Liabilities	
Derivative liabilities	4
	<u>4</u>

* These securities balances represent investments in external fund certificates issued by the funds managed by the Overseas Banking Group and the NZ Banking Group. The underlying exposure to related party securities is \$1m as at 30 June 2018.

The Group is the sponsor, investment manager and assists with administration of one off-balance sheet employee superannuation scheme (refer note 17).

During the period ended 30 December 2018, the Group participated in the Colonial Mutual Life Assurance Society Limited (CMLA) catastrophe cover reinsurance programme. Refer note 31 "Risk Management Policies" under Insurance Risk.

24 Share Based Compensation

Stock compensation plans

During the six month period ended 31 December 2018, AIA Group Limited (ultimate parent) made no awards of restricted share units (RSUs) to employees, directors and officers under the Share Option Scheme (SO), the Restricted Share Unit Scheme (RSU Scheme) and the Employee Share Purchase Plan (ESPP).

RSU Scheme

Under the RSU scheme, the vesting of the granted RSUs is conditional upon the eligible participants remaining in employment with the Group during the retrospective vesting periods. RSU grants are vested either entirely after a specific period of time or in tranches over the vesting period. If the RSU grants are vested in tranches, each vesting tranche is accounted for as a separate grant for the purposes of recognising the expense over the vesting period. For certain RSUs, performance conditions are also attached which include both market and non-market conditions. RSUs subject to performance conditions are released to the employees at the end of the vesting period depending on the actual achievement of the performance conditions. During the vesting period, the eligible participants are not entitled to dividends of the underlying shares. The maximum number of shares that can be granted under the scheme is 301,100,000 representing approximately 2.5 per cent of the number of shares on issue of AIA at 31 December 2018.

\$ thousands	Number of Shares 6 months to 31 December 2018	Number of Shares 12 months to 30 June 2018
Restricted share units		
Outstanding at beginning of financial period/year	-	-
Granted	-	-
Vested or exercised	-	-
Forfeited or expired	-	-
Outstanding at end of financial period/year	<u>-</u>	<u>-</u>

Share Option Scheme

The objective of the Share Option (SO) Scheme is to align eligible participants' interests with those of the shareholders of AIA by allowing eligible participants to share in the value created at the point they exercise their options. SO awards are vested either entirely after a specific period of time or in tranches over the vesting period, during which, the eligible participants are required to remain in employment with the Group. If the SO grants are vested in tranches, each vesting tranche is accounted for as a separate grant for the purposes of recognising the expense over the vesting period. The granted share options expire ten years from the date of grant. The total number of shares under options that can be granted under the scheme is 301,100,000, representing approximately 2.5 per cent of the number of shares in issue of AIA at 31 December 2018.

Information about share options outstanding and share options exercisable by the Group's employees as at the end of the reporting period is as follows:

Sovereign Assurance Company Limited and Subsidiaries

Notes to the Financial Statements

For the six months ended 31 December 2018

24 Share Based Compensation (continued)

\$ thousands	Number of Share Options 6 months to 31 December 2018	Weighted average exercise price 6 months to 31 December 2018	Number of Share Options 12 months to 30 June 2018	Weighted average exercise price 12 months to 30 June 2018
		HKD		HKD
Share Options				
Outstanding at beginning of financial period/year	-	-	-	-
Granted	-	-	-	-
Exercised	-	-	-	-
Transfer out	-	-	-	-
Cancelled	-	-	-	-
Forfeited or expired	-	-	-	-
Outstanding at end of financial period/year	-	-	-	-
Share options exercisable at end of financial period/year	-	-	-	-
Weighted average remaining contractual life (years)	-	-	-	-

No share options were outstanding as of 31 December 2018.

Employee Share Purchase Plan (ESPP)

Under the ESPP, eligible employees of the Group can purchase ordinary shares of AIA with qualified employee contributions and AIA will award one matching restricted stock purchase unit to them at the end of the vesting period for each two shares purchased through the qualified employee contributions (contribution shares). Contribution shares are purchased from the open market. During the vesting period, the eligible employees must hold the contribution shares purchased during the plan cycle and remain employed by the AIA Group. The level of qualified employee contribution is limited to not more than 8% of the annual basic salary subject to a maximum of HK\$117,000 per annum. The awarded matching restricted stock purchase units are expected to be settled in equity. For the six month period ended 31 December 2018, eligible employees of the Group paid NZD\$16,631 (30 June 2018: \$Nil) to purchase 11,455 ordinary shares (30 June 2018: Nil ordinary shares) of AIA.

Valuation methodology

AIA utilises a binomial lattice model to calculate the fair value of the share options grants, a Monte-Carlo simulation model and/or discounted cash flow technique to calculate the fair value of the RSU and ESPP awards, taking into account the terms and conditions upon which the awards were granted. The price volatility is estimated on the basis of implied volatility of the AIA's shares which is based on an analysis of historical data since they are traded in the Stock Exchange of Hong Kong and takes into consideration the historical volatility of peer companies. The expected life of the options is derived from the output of the valuation model and is calculated based on an analysis of expected exercise behavior of the AIA Group employees. The estimate of market condition for performance based RSUs is based on one-year historical data preceding the grant date.

For the six months ended 31 December 2018	Share options	Restricted share units	ESPP Restricted stock purchase units
Risk-free interest rate	2%	0.0211	1.35% - 2.27%
Volatility	20%	0.2	0.2
Dividend yield	2%	0.015	0.018
Exercise price (HK\$)	N/A	N/A	N/A
Option life (in years)	N/A	N/A	N/A
Expected life (in years)	N/A	N/A	N/A
Weighted average fair value per option / unit at measurement date (HK\$)	N/A	N/A	62

The weighted average share price for granted SO valuation is \$Nil for the six month period ended 31 December 2018 as no options were awarded. (2018: \$Nil).

Recognised compensation cost

The total recognised compensation cost (net of expected forfeitures) related to various share based compensation awards granted under the ESPP for the six month period ended 31 December 2018 is \$16,631 (30 June 2018: \$Nil).



Notes to the Financial Statements

For the six months ended 31 December 2018

25 Directors and Key Management Personnel

\$ millions	31 December 2018	30 June 2018
Short term employee benefits	5	5
Directors fees	-	1
Total directors and key management personnel compensation	5	6
Provisions for short term benefits	2	4
Provisions for long term benefits	1	1

Key management personnel are defined as members of the executive leadership team.

Executives in AIA Australia perform certain functions for the Group. The compensation to these executives is paid by AIA Australia, which makes no recharge to the Group.

Information in relation to Share based compensation for Directors and Key Management personnel is disclosed in note 24.

26 Leasing Commitments and Capital Commitments

\$ millions	31 December 2018	30 June 2018
The following non-cancellable operating lease commitments existed at the end of the period:		
Within one year	5	5
Between one and five years	18	22
Over five years	9	12
Total leasing commitments	32	39

All of the Group's leases are classified as operating leases as a significant portion of the risks and rewards of ownership are retained by the lessor.

On 6 October 2005, SSL signed an 18-year lease on Sovereign House, its head office premises at Smales Farm, Auckland. The lease term commenced in October 2007. SSL has a number of other properties under operating leases. The leases have a variety of lease periods and a number of the leases contain options to renew. Payments made under operating leases are charged to the Income Statement on a straight-line basis over the period of the lease.

The Group will adopt NZ IFRS 16 from 1 January 2019. Refer to note 1 for more information on the impact of adopting NZ IFRS 16.

Capital commitments

The group has no material capital commitments as at 31 December 2018 (30 June 2018 nil).

27 Fair Value of Financial Instruments

The Group's financial assets and financial liabilities are measured on an on-going basis either at fair value or amortised cost.

The fair value of a financial instrument is the price that would be received to sell a financial asset, or paid to transfer a financial liability, in an orderly transaction between market participants at the measurement date.

A significant number of financial instruments are carried on the Statement of Financial Position at fair value. The best evidence of fair value is a quoted market price in an active market. Therefore, where possible, fair value is based on quoted market prices. Where a quoted market price for a financial instrument is not available, its fair value is based on present value estimates or other valuation techniques based on current market conditions. These valuation techniques rely on market observable inputs wherever possible, or in limited instances, rely on inputs which are unobservable but are reasonable assumptions based on market conditions.

There are three levels in the hierarchy of fair value measurements which are based on the inputs used to measure fair values:

- Level 1: inputs are quoted prices (unadjusted) in active markets for identical financial assets or financial liabilities that the Group can access. Level 1 assets comprise:
 - Equity and property securities measured based on the bid market price quoted by the stock exchange.
 - External fund certificates measured based on the unadjusted unit price provided from the fund manager.
 - Bank bonds and government bonds measured based on a quoted bid market price or third party pricing information.
- Level 2: where quoted market prices are not available, fair values have been estimated using present value or other valuation techniques using inputs that are observable for the financial asset or financial liability, either directly or indirectly. Level 2 assets comprise:
 - External fund certificates measured based on the most recently available unit price from the fund manager at the time of valuation, adjusted appropriately using market observable benchmarks to accurately reflect the fair value.
 - Corporate bonds measured based on third party pricing information.
 - Help for trading, foreign exchange contracts measured based on market observable foreign currency inputs sourced from third party pricing information.
- Level 3: Fair values are estimated using inputs that are unobservable for the financial asset or financial liability.



Notes to the Financial Statements

For the six months ended 31 December 2018

27 Fair Value of Financial Instruments (continued)

(a) Fair Value of Financial Instruments Measured at Fair Value

The following table presents an analysis by level in the fair value hierarchy of the fair value measurements of financial instruments that are recognised and measured at fair value on a recurring basis.

\$ millions	Level 1	Level 2	Level 3	Total
As at 31 December 2018				
Financial assets				
Securities				
Equity securities and fund certificates	197	407	-	604
Fixed interest securities	1,139	14	-	1,153
Property securities	64	-	-	64
Derivative assets	-	4	-	4
Total financial assets measured at fair value	1,400	425	-	1,825
Financial liabilities				
Derivative liabilities	-	2	-	2
Life investment contract liabilities	-	646	-	646
Total financial liabilities measured at fair value	-	648	-	648
As at 30 June 2018				
Financial assets				
Securities				
Equity securities and fund certificates	213	461	-	674
Fixed interest securities	847	13	-	860
Property securities	66	-	-	66
Total financial assets measured at fair value	1,126	474	-	1,600
Financial liabilities				
Derivative liabilities	-	4	-	4
Life investment contract liabilities	-	710	-	710
Total financial liabilities measured at fair value	-	714	-	714

(b) Fair Value of Financial Instruments Not Measured at Fair Value

The following table sets out and compares the fair values of financial instruments not measured at fair value with their carrying amounts.

\$ millions	Fair Value	Carrying Value
As at 31 December 2018		
Financial Assets		
Cash and cash equivalents	359	359
Trade and other receivables	102	102
Total financial assets not measured at fair value	461	461
Financial Liabilities		
Trade and other payables	116	116
Total financial liabilities not measured at fair value	116	116

Notes to the Financial Statements

For the six months ended 31 December 2018

27 Fair Value of Financial Instruments (continued)

(b) Fair Value of Financial Instruments Not Measured at Fair Value (continued)

\$ millions	Fair Value	Carrying Value
As at 30 June 2018		
Financial Assets		
Cash and cash equivalents	461	461
Trade and other receivables	60	60
Total financial assets not measured at fair value	521	521
Financial Liabilities		
Trade and other payables	81	81
Total financial liabilities not measured at fair value	81	81

28 Categories of Financial Instruments

\$ millions	At Fair Value through Income Statement		At Amortised Cost		Total	Fair Value
	Held for Trading	Designated on Initial Recognition	Loans and Receivables	Financial Liabilities		

The following tables summarise the carrying amounts and fair values of categories of financial assets and financial liabilities. Refer to note 1(f) for a description of the categories and how fair values are estimated.

As at 31 December 2018

Financial assets	-	-	359	-	359	359
Cash and cash equivalents	-	-	102	-	102	102
Trade and other receivables	-	1,821	-	-	1,821	1,821
Securities	4	-	-	-	4	4
Derivative assets	4	-	-	-	4	4
Total financial assets	4	1,821	461	-	2,286	2,286
Financial liabilities	-	-	-	116	116	116
Trade and other payables	2	-	-	-	2	2
Derivative liabilities	-	646	-	-	646	646
Life investment contracts	-	-	-	-	-	-
Total financial liabilities	2	646	-	116	764	764

As at 30 June 2018

Financial assets	-	-	461	-	461	461
Cash and cash equivalents	-	-	60	-	60	60
Trade and other receivables	-	1,600	-	-	1,600	1,600
Securities	-	-	-	-	-	-
Total financial assets	-	1,600	521	-	2,121	2,121
Financial liabilities	-	-	-	81	81	81
Trade and other payables	4	-	-	-	4	4
Derivative liabilities	-	710	-	-	710	710
Life investment contracts	-	-	-	-	-	-
Total financial liabilities	4	710	-	81	795	795

Notes to the Financial Statements

For the six months ended 31 December 2018

29. Asset Quality

The Group has no material impaired or past due assets.

Credit Quality of Financial Assets that are not Past Due or Impaired

Cash and Cash Equivalents

The Standard and Poors (S&P) credit ratings for the Group's major cash holdings are:

	31 December 2018	30 June 2018
ASB Bank Limited	AA-	AA-
Westpac New Zealand Limited	AA-	AA-
ANZ Bank New Zealand Limited	AA-	AA-
Citibank NA	A+	A+

Securities

The Group holds fixed interest securities issued by counterparties with the following S&P credit ratings:

	31 December 2018	30 June 2018	31 December 2018	30 June 2018	31 December 2018	30 June 2018
\$ millions	Investment-linked*		Non-Linked		Total	
Ratings						
AAA	-	-	4	5	4	5
AA+	28	31	1,075	775	1,103	806
AA	2	2	30	32	32	34
AA-	9	10	-	-	9	10
A+	2	2	-	-	2	2
A	1	1	-	-	1	1
A-	2	2	-	-	2	2
Total fixed interest securities	44	48	1,109	812	1,153	860

* For investment-linked assets, the liability to policyholders is linked to the performance of and value of the assets that back these liabilities. The shareholder has no direct exposure to any risk in the assets which back these liabilities.

Credit ratings are not provided for equity and property securities because they are not subject to credit risk.

Derivative Financial Instruments

The counterparty for the Group's derivative financial instruments at balance date is ASB Bank Limited.

Investment Receivables

This balance comprises outstanding sales, accrued interest and outstanding dividends. All outstanding sales have subsequently been settled. The credit ratings of counterparties for which accrued interest arises are disclosed in the table above. Credit risk associated with outstanding dividends is deemed to be negligible.

Outstanding Premiums

Outstanding premiums are primarily aged less than 90 days, and in the case of participating policies, have surrender values that are equal to or greater than the premium amount outstanding.

Amounts Due from Reinsurers

The credit ratings for the Group's major reinsurers are:

	Rating Agency	31 December 2018	Rating Agency	30 June 2018
General Reinsurance Life Australia Limited	S&P	AA+	S&P	AA+
RGA Reinsurance Company of Australia Limited	S&P	AA-	S&P	AA-
Swiss Re Life and Health (Australia) Limited	S&P	AA-	S&P	AA-
Munich Reinsurance Company of Australasia Limited	S&P	AA-	S&P	AA-
Lloyd's	S&P	A+	S&P	A+
Assicurazioni Generali S.P.A.	AM Best	A	AM Best	A
Ala Reinsurance Limited	S&P	AA-	N/A	N/A

Notes to the Financial Statements

For the six months ended 31 December 2018

30 Disaggregated Information

\$ millions	Sovereign Statutory Fund			Other Fund
	Life Insurance contracts	Life Investment contracts	Total	Total

NZ IFRS 4 requires a life insurer to disclose disaggregated information for each life fund, as defined in the solvency standards under IPSA. Disaggregated information for major components of the Group's life funds are presented in the tables below.

For the six months ended 31 December 2018

Premium revenue	318	1	319	46
Investment revenue	25	(23)	2	2
Claims expense	193	-	193	31
Other operating expenses	128	4	132	15
Investment revenue paid or allocated to policyholders	9	(23)	(14)	-
Net profit before tax	38	4	42	11
Net profit after tax	14	3	17	8
Net distributions made from funds	(462)	-	(462)	2

For the year ended 30 June 2018

Premium revenue	629	1	630	88
Investment revenue	72	69	141	-
Claims expense	340	-	340	55
Other operating expenses	256	8	264	31
Investment revenue paid or allocated to policyholders	53	69	122	-
Net profit before tax	117	5	122	13
Net profit after tax	79	7	86	10
Net distributions made from funds	(115)	-	(115)	(16)

As at 31 December 2018

Life insurance contract liabilities/(assets)	145	-	145	(119)
Life investment contract liabilities	-	646	646	-
Other liabilities	646	(9)	637	743
Retained losses directly attributable to shareholders	(250)	5	(245)	(7)
Investment assets	1,279	542	1,821	-
Other assets	(358)	803	445	74

As at 30 June 2018

Life insurance contract liabilities/(assets)	183	-	183	(110)
Life investment contract liabilities	-	710	710	-
Other liabilities	591	1	592	32
Retained profits/(losses) directly attributable to shareholders	197	3	200	(17)
Investment Assets	991	609	1,600	-
Other Assets	370	90	460	70



Notes to the Financial Statements

For the six months ended 31 December 2018

30 Disaggregated Information (continued)

IPSA requires a life insurer to allocate the operating profit or loss of a statutory fund or a category of business of a statutory fund. The regulations define two categories of business: participating business and non-participating business. SACL classifies all its life insurance business as participating business or non-participating business in order to ensure the appropriate allocation of profit, as shown below:

\$ millions	Sovereign Statutory Fund		Other Fund	
	Life Insurance contracts	Life Investment contracts	Total	Total
For the six months ended 31 December 2018				
Participating net profit after tax	1	-	1	-
Non-participating net profit after tax	13	3	16	8
Net profit allocated to shareholders	14	3	17	8
For the year ended 30 June 2018				
Participating net profit after tax	3	-	3	-
Non-participating net profit after tax	76	7	83	10
Net profit allocated to shareholders	79	7	86	10

Notes to the Financial Statements

For the six months ended 31 December 2018

31 Risk Management Policies

Introduction

The Group is exposed to risk through its financial assets, financial liabilities, reinsurance assets and life insurance contract liabilities. Risk management policies focus on ensuring cash flows from assets are sufficient to fund obligations arising from life insurance and life investment contracts. The primary risks are those of insurance, credit, market, liquidity, operational and strategic business risk.

The Group's risk function is the responsibility of the Chief Risk Officer (CRO), who reports to the Chief Executive Officer. The Group's risk management strategy is set by the Board through the BARC. This committee comprises members of the Board and is chaired by an independent member of the Board. The CRO is responsible for the implementation of the Group's risk management strategy and all executives have responsibility for the day to day management of risk across the Group.

The Group has management structures and information systems to manage individual risks, has separated risk initiation and monitoring tasks where feasible, and subjects all material systems to regular review. Periodic assessments of all risk management systems, key business processes and applications are undertaken by the internal audit function.

The Group conducts sensitivity analysis to quantify the exposure to risk of changes in the key underlying variables such as interest rate, currency rate, mortality, morbidity and inflation. The valuations included in the reported results and the Group's best estimate of future performance are calculated using certain assumptions about these variables. The movement in any key variable will impact the performance and net assets of the Group and as such represents a risk.

The sensitivity analysis in the risk categories that follow, is based on changes in economic conditions that are considered reasonably possible at the reporting date. The correlation of assumptions will have a significant effect in determining the ultimate profit impact, but to demonstrate the impact of a specific assumption change, modelling had to be done on the basis that all other assumptions were held constant.

The following sections describe the risk management framework components:

Operational and Strategic Business Risk

Operational risk is defined as the risk of economic gain or loss resulting from inadequate or failed internal processes and methodologies, people, systems or external events.

Strategic business risk is defined as the risk of economic gain or loss resulting from changes in the business environment caused by economic, competitive, social trend or regulatory factors.

Each business manager is responsible for the identification and assessment of these risks and for maintaining appropriate internal controls, and is supported by the Group's governance structures, operational risk management framework and operational risk policies.

Business Continuity Management

Business Continuity Management (BCM) within the Group involves the development, maintenance and testing of action plans to manage business disruption risk. This ensures that business processes continue with minimal adverse impact on customers, staff, products, services and brands.

BCM constitutes an essential component of the Group's risk management process by providing a controlled response to potential operational risks that could have a significant impact on the Group's critical processes and revenue streams. It includes both cost effective responses to mitigate the impact of risk events or disasters and crisis management plans to respond to crisis events.

A BCM programme including plan development, testing and education is in place across all divisions and includes technology disaster recovery planning.

Internal Audit

The Internal Audit function reports to AIA Australia Limited Head of Internal Audit for Australia and New Zealand.

Internal audit provides an independent assurance service designed to assist the Group in achieving its objectives by bringing a systematic and disciplined approach to improving the effectiveness of risk management systems, the framework of controls, and governance processes. Operational, compliance, financial and systems reviews of the Group's operations are performed based on an assessment of risk. The independent internal audit function is ultimately accountable to the Board through the BARC.

The BARC meets on a regular basis to consider financial reporting, internal control, and corporate governance issues. It reviews the interim and annual financial statements, the activities of the internal and external auditors, and monitors the relationship between management and the external auditors.

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31 Risk Management Policies (continued)

Insurance Risk

Insurance risk is risk, other than financial risk, that is transferred from the holder of a contract to the issuer.

The Group's objectives in managing risks arising from insurance business are:

- (i) To ensure insurance risk is managed in accordance with the principles set out in the Risk Appetite Statement. The Risk Appetite Statement describes the Group's tolerance and intolerance to key risks via a set of statements and principles.
- (ii) To ensure that an appropriate return on capital is made in return for accepting insurance risk.
- (iii) To ensure that strong internal controls are embedded within the business to mitigate underwriting risk.
- (iv) To ensure that internal and external solvency and capital requirements are met.
- (v) To use reinsurance as a component of insurance risk management strategy.

Variations in claim levels will affect reported profit and shareholder's equity. The impact may be magnified if the variation leads to a change in actuarial assumptions which cannot be absorbed within the present value of planned margins for a group of related products.

Insurance risk may arise through the reassessment of the incidence of claims, the trend of future claims and the effect of unforeseen diseases or epidemics. In addition, in the case of morbidity, the time to recovery may be longer than assumed. Insurance risk is controlled by ensuring underwriting standards adequately identify potential risk, retaining the right to amend premiums on risk policies where appropriate and through the use of reinsurance. The experience of the Group's life insurance business is reviewed regularly.

Concentrations of insurance risk arise due to:

- Large sums assured on certain individuals.
- Geographic concentrations due to employee group schemes. During the period ended 31 December 2018, SACL participated in the Colonial Mutual Life Assurance Society Limited (CMLA) catastrophe cover reinsurance programme which provides cover of AUD\$90 million for single event claims in excess of AUD\$20 million.
- Geographic concentrations due to a pandemic affecting lives in a certain country or region. During the period the Group cancelled its pandemic cover as a new reinsurance arrangement reduced the retained sum at risk significantly, making it extremely unlikely that the pandemic cover could ever be claimed upon.

Terms and conditions of life insurance contracts

The nature of terms of life insurance contracts written is such that certain external variables can be identified on which related cash flows for claim payments depend. The table below provides an overview of these:

Type of contract	Detail of contract terms and conditions	Nature of compensation for claims	Key variables that affect the timing and uncertainty of future cash flows
Non-participating life insurance contracts with fixed and guaranteed terms (term life and disability, major medical)	Benefits paid on death, ill health or maturity that are fixed and guaranteed and not at the discretion of the issuer. Premiums may be guaranteed through the life of the contract, guaranteed for a specified term or variable at the insurer's discretion.	Benefits, defined by the life insurance contract, are determined by the contract and are not directly affected by the performance of underlying assets or the performance of the contracts as a whole.	<ul style="list-style-type: none"> - Mortality - Morbidity - Discontinuance rates
Life insurance contracts with discretionary participating benefits (endowment and whole of life)	These policies include a clearly defined initial guaranteed sum assured which is payable on death. The guaranteed amount is a multiple of the amount that is increased throughout the duration of the policy by the addition of regular bonuses annually which, once added, are not removed. Regular bonuses are also added retrospectively.	Benefits arising from the discretionary participation feature are based on the performance of a specified pool of contracts or a specified type of contract.	<ul style="list-style-type: none"> - Mortality - Morbidity - Market risk - Discontinuance rates - Market returns on underlying assets
Life annuity contracts	These policies provide guaranteed regular payments to the life assured.	The amount of the payment is set at inception of the policy.	<ul style="list-style-type: none"> - Longevity - Market returns on underlying assets

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For the six months ended 31 December 2018

31 Risk Management Policies (continued)

Sensitivity to insurance risk

Insurance risk is measured by using sensitivity analysis to show the effects on equity and profit. The below sensitivities are calculated based on all other assumptions remaining unchanged.

Mortality rates

For life insurance contracts, greater mortality rates would lead to higher levels of claims occurring sooner than anticipated, increasing associated claims cost and, therefore reducing profit and shareholder's equity. This is offset by increased annuitant mortality which would reduce expected future annuity payments and therefore reduce life insurance contract liabilities.

Morbidity rates

The cost of health-related claims depends on both the incidence of policyholders becoming ill and the duration with which they remain ill. Higher than expected incidence and duration would be likely to increase claim costs, reducing profit and shareholder's equity.

Discontinuance

The impact of the discontinuance rate assumption depends on a range of factors including the type of contract, the surrender value basis (where applicable) and the duration in force. For example, an increase in discontinuance rates at earlier durations of life insurance contracts usually has a negative effect on performance and net assets. However, due to the interplay between the factors, there is not always an adverse outcome to profits from an increase in discontinuance rates. There is an additional negative impact for a deterioration in discontinuance rates due to the lapse penalty under a new reinsurance treaty.

The table below illustrates the sensitivity of reported net profit and loss after tax and equity to changes in insurance risk assumptions:

\$ millions		Change in following financial year's net profit after tax and shareholders' equity			
		31 December 2018		30 June 2018	
Insurance risks		Before reinsurance	After reinsurance	Before reinsurance	After reinsurance
Mortality	Improvement by 10%	17	7	16	7
	Deterioration by 10%	(22)	(13)	(21)	(13)
Morbidity	Improvement by 10%	9	4	8	5
	Deterioration by 10%	(38)	(33)	(65)	(62)
Discontinuance	Improvement by 20%	9	1	9	1
	Deterioration by 20%	(12)	(18)	(12)	(8)
Expenses	Increase by 10%	(3)	(3)	(3)	(3)
	Decrease by 10%	3	3	2	2

Credit Risk

Credit risk is the potential risk for loss arising from failure of a counterparty to meet their contractual obligations.

Credit risk principally arises within the Group from investments of shareholder funds or funds where the shareholder participates in investment returns in cash and fixed interest securities, and reinsurer payment obligations. Credit risk also arises from loans to agents, foreign currency contracts and trade receivables. No collateral exists for any of the securities held by the Group. The maximum credit risk associated with each class of recognised financial asset held by the Group is the carrying value. The Group has a credit policy that covers the approval and management of all credit risk.

Investment concentrations for shareholder funds are managed within established guidelines and limits set by the Asset and Liability Committee (ALCO). Some criteria are referred to the SACL BARC for approval. Guidelines and limits are set for security credit ratings and aggregate exposure to any single geographic region or counterparty as documented within the investment management agreement.

Reinsurance is entered into for the purpose of risk transfer. The credit risk inherent in reinsurance arrangements is managed by establishing minimum credit standards for reinsurers.

For investment linked contracts the investments credit risk is appropriate for each particular product and the risk is borne by the policyholder. There is no significant credit risk assumed by the Group. The impact on the fair value of life investment contract liabilities due to changes in credit risk is nil (30 June 2018 nil), except to the extent that the market value of securities backing life investment contract liabilities is affected by changes in credit risk. Any such credit risk impact is reflected in the movement of securities balances during the year.

To enable harmonisation with AIA Group Financial and Investment Risk governance, BARC approved Sovereign ALCO to be disestablished on the 25 October 2018 and be replaced by the Financial Risk Committee (FRC) and the Investment Committee (IC).

The credit ratings of counterparties are disclosed in note 29.

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Management of liquidity risk is designed to ensure that the Group has the ability to meet its financial obligations as they fall due.

The Group manages this risk by holding a pool of readily tradable investment assets and deposits on call.

Notes to the Financial Statements

For the six months ended 31 December 2018

31 Risk Management Policies (continued)

The maturity of life insurance and life investment contract liabilities are disclosed in notes 18 and 32 respectively.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

Market risk arises from the mismatch between assets and liabilities. The Group is exposed to market risk on diverse financial instruments including interest bearing assets, foreign currency investments, equities, and derivative instruments. For each distinct category of liabilities, a separate portfolio of assets is maintained and investment mandates are set that are appropriate for each.

A significant proportion of assets are held for investment linked policies where market risk is transferred to the policyholder. The Group earns fees on investment linked policies that are based on the amount of assets invested and it may receive lower fees should markets fall. Asset allocation for investment linked policies is decided in accordance with the policyholders' fund selections.

Market risk arises on discretionary participation business as these contracts have investment guarantees. Risk is mitigated by using an appropriate bonus / credit rate policy and a suitable growth / income investment allocation.

Market risk arises from returns obtained from investing the shareholders' funds held in the Group. Appropriate investment mandates are set by ALCO for the investment of shareholders' funds. As at 31 December 2018, shareholders' funds in the Group were invested 3% (30 June 2018 1%) in growth assets (equity and property) and 97% (30 June 2018 99%) in income assets (cash and fixed interest).

Market risk comprises three types of risk: currency risk, interest rate risk and price risk.

(i) Currency Risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency rates.

The Group does not fully hedge foreign currency denominated equity instruments. Adverse movements in currency rates relating to the New Zealand dollar will subsequently reduce the value of policyholder assets and liabilities.

The Group uses foreign currency forward contracts to mitigate its exposure to currency risk from foreign currency denominated investments. Global equity is hedged within the Collective Investment Vehicle (CIV). The hedge ratio benchmark for Global Equities in the CIV is 100%. All other equity and property investments denominated in foreign currency have a weighted average hedging ratio of 68% (30 June 2018 67%) and fixed interest investments denominated in a foreign currency have a hedging ratio of 100% (30 June 2018 100%). All investments denominated in emerging market currencies are unhedged.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Fair value interest rate risk arises from the potential for a change in interest rates to cause a fluctuation in the fair value of financial instruments and the value of life insurance contract liabilities. Interest rate risk arises from the structure and characteristics of the Group's assets, liabilities and equity, and the mismatch in cash flows of its assets and liabilities. The objective is to manage the interest rate risk to achieve stable and sustainable net profit.

For fixed interest investments held to match fixed interest style products selected by policyholders, the interest rate risk is borne by the policyholder.

Interest rate risk also arises on risk contracts where negative policy liabilities (arising from the deferral of acquisition costs) are valued at current risk-free interest rates.

Cash flow interest rate risk is the potential for a change in interest rates to change interest expense and interest income in the current year and in future years.

The Group reduces interest rate risk by seeking to match the cash flows of assets and liabilities.

Depending on the profile of the investment portfolio, the investment income of the Group will decrease as interest rates decrease. This may be offset to an extent by changes in the market value of fixed interest investments. The impact on profit and shareholder's equity depends on the relative profiles of assets and liabilities, to the extent that these are not matched.

Notes to the Financial Statements

For the six months ended 31 December 2018

31 Risk Management Policies (continued)

Market Risk (continued)

(iii) Price Risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or by factors affecting all similar financial instruments traded in the market.

This risk is managed by ensuring a diverse range of investments, limits on counterparty exposure and restrictions on types of instruments.

Equity Prices

For life investment contracts and life insurance contracts with discretionary participation features, liabilities depend on the value of underlying assets. Equity price risk may be entirely borne by policyholders. However, the Group derives fee income based on the value of the underlying funds; hence revenues are always sensitive to changes in market value. For assets which are not contractually linked to policy liabilities, the Group is exposed to equity price risk.

Sensitivity to market risk

Market risk is measured by using sensitivity analysis to model changes in interest rates, equity values and foreign currency rates. The table below illustrates the sensitivity of reported profit and loss after tax and equity to changes in market risk assumptions:

		Change in following financial year's profit after tax and shareholders' equity	
		31 December 2018	30 June 2018
\$ millions			
Market risks			
Equity prices	Favourable by 10%	2	1
	Adverse by 10%	(2)	(1)
Interest rates	Increase of 100 bps	(3)	(13)
	Decrease of 100 bps	(9)	15

The negative impact of a decrease of 100bps in interest rates is primarily associated with participating product with guaranteed benefits.

32 Derivative Financial Instruments

The Group enters into derivative transactions which provide economic hedges for risk exposures but do not meet the accounting requirements for hedge accounting treatment. The Group enters into foreign currency forward contracts as economic hedges to manage currency risk (refer note 1(f)). Gains or losses on the forward contracts have been recorded in investment income with the gains or losses on the investments they have hedged.

The forward currency contracts taken out do not exceed three months. At balance date these contracts have varying maturity dates.

Face and Fair Values

The face value is the contractual amount of the derivatives and provides a basis for comparison with instruments recognised in the Statement of Financial Position. This amount is not exchanged and does not indicate the Group's exposure to credit risk. The amount predominantly acts as a reference value upon which the net settlements can be calculated and on which revaluation is based. The face value of derivative financial instruments on hand, the favourable or unfavourable market values of these instruments, and the consequent aggregate fair values of derivative financial assets and liabilities can fluctuate significantly from time to time.

Notes to the Financial Statements

For the six months ended 31 December 2018

32 Derivative Financial Instruments (continued)

The fair values of derivative financial instruments held are set out in the following table:

\$ millions	31 December 2018	30 June 2018
Financial instruments subject to enforceable master netting agreements		
Forward contract assets	4	-
Total derivative financial assets	4	-
Forward contract liabilities	(2)	(4)
Total derivative financial liabilities	(2)	(4)
Total net derivative financial instruments *	2	(4)
Currency contracts face value		
Forward contract assets	129	3
Forward contract liabilities	141	270

33 Maturity Analysis of Financial Liabilities

\$ millions	On Demand	Within 6 Months	Between 6 - 12 Months	Between 1 - 2 Years	Between 2 - 5 Years	Over 5 Years	Total	Carrying Value
As at 31 December 2018								
Non-derivative financial liabilities								
Trade and other payables	16	95	-	-	-	5	116	116
Life investment contracts	644	-	-	-	-	-	644	646
	660	95	-	-	-	5	760	762
Derivative financial liabilities								
Inflows from derivatives	-	141	-	-	-	-	141	
Outflows from derivatives	-	(143)	-	-	-	-	(143)	
	-	(2)	-	-	-	-	(2)	
As at 30 June 2018								
Non-derivative financial liabilities								
Trade and other payables	6	70	-	-	-	5	81	81
Life investment contracts	692	-	-	1	2	4	699	710
	698	70	-	1	2	9	780	791
Derivative financial liabilities								
Inflows from derivatives	-	143	-	-	-	-	143	
Outflows from derivatives	-	(146)	-	-	-	-	(146)	
	-	(3)	-	-	-	-	(3)	

The above analysis is based on contractual undiscounted cash flows. Where the counterparty has discretion in requesting payment, liabilities have been classified according to the earliest time period in which the Group may be required to pay. Refer to note 31 for details of how the Group manages liquidity risk.

34 Funds Under Management and Administration

The Group manages and administers investment products that are closed to new business. As at 31 December 2018, the Group had \$644 million funds under management and administration (30 June 2018 \$707 million). The Group utilises external fund managers and investment consultants in the management of these funds.

Notes to the Financial Statements

For the six months ended 31 December 2018

35 Commitments and Contingencies

Commitments under operating leases

Total future aggregate minimum lease payments under non-cancellable are disclosed under note 26.

The Group is the lessee in respect of several properties and items of office equipment held under operating leases. The leases typically run for an initial period of one to six years, with an option to renew the lease when all terms are renegotiated. Lease payments are usually reviewed at the end of the lease term to reflect market rates. None of the leases include contingent rentals.

NZ IFRS 16 takes effect from 1 January 2019. Refer to Note 1 on how NZ IFRS 16 will impact leasing commitments.

Contingent Liabilities

The Group is subject to regulation from insurance, securities, capital markets, pension, data privacy and other regulators and is exposed to the risk of regulatory actions in response to perceived or actual non-compliance with regulations relating to suitability, sales or underwriting practices, claims payments and procedures, product design, disclosure, administration, denial or delay of benefits and breaches of fiduciary or other duties. The Group believes that these matters have been adequately provided for in these financial statements.

The Group is exposed to legal proceedings, complaints and other actions from its activities including those arising from commercial activities, sales practices, suitability of products, policies and claims. The Group believes that these matters are adequately provided for in these financial statements.

AIA acquired the Group from CBA with effect from 2 July 2018. As part of the sale agreement, the Group entered into a Transitional Service Agreement with CBA, whereby CBA agreed to provide certain services to the Group until June 2019. As at 31 December 2018 the Group believes that it may execute the option to extend the agreement. As at the financial statement signing date it is believed that this would not have a material financial impact on the Group.

There are no other known material capital commitments or contingent liabilities at reporting date (30 June 2018: nil).

36 Events after the Reporting Period

SACL executed a new reinsurance agreement on 7 January 2019 with an effective date of 31 December 2018. The impact of this new reinsurance agreement on the profit of the Group is forecasted to be immaterial.

There were no other events subsequent to the reporting period which would materially affect the financial statements.



Independent auditor's report

To the shareholder of Sovereign Assurance Company Limited

We have audited the consolidated financial statements which comprise:

- the statement of financial position as at 31 December 2018;
- the income statement for the six month period then ended;
- the statement of comprehensive income for the six month period then ended;
- the statement of changes in equity for the six month period then ended;
- the statement of cash flows for the six month period then ended; and
- the notes to the financial statements, which include a statement of significant accounting policies.

Our opinion

In our opinion, the accompanying consolidated financial statements (financial statements) of Sovereign Assurance Company Limited (the Company), including its subsidiaries (the Group), present fairly, in all material respects, the financial position of the Group as at 31 December 2018, its financial performance and its cash flows for the six month period then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS) and International Financial Reporting Standards (IFRS).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand) (ISAs NZ) and International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

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

We are independent of the Group in accordance with Professional and Ethical Standard 1 (Revised) *Code of Ethics for Assurance Practitioners* (PES 1) issued by the New Zealand Auditing and Assurance Standards Board and the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our firm carries out other services for the Group in the areas of assurance and agreed upon procedures over the solvency return, other assurance services related to the acquisition of the Group on behalf of the parent company auditor and agreed upon procedures related to reinsurance. The provision of these other services has not impaired our independence as auditor of the Group. In addition, certain partners and employees of our firm may deal with the Group on normal terms within the ordinary course of trading activities of the Group.

Our audit approach

Overview



An audit is designed to obtain reasonable assurance whether the financial statements are free from material misstatement.

Overall Group materiality: \$3.6 million, which represents approximately 1% of average premium revenue for the past three July to December periods.

We chose average premium revenue because, in our view, it is a key financial statement metric used in assessing the performance of the Group and is not as volatile as other profit and loss measures, and is a generally accepted benchmark for life insurers. The 1% is based on our professional judgement, noting that it is also within the range of commonly accepted revenue related thresholds.

We have determined that there are two key audit matters:

- Measurement of life insurance contract liabilities and associated liabilities ceded under and arising from reinsurance
- Operation of financial reporting Information Technology (IT) systems and controls

Materiality

The scope of our audit was influenced by our application of materiality.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall Group materiality for the financial statements as a whole as set out above. These, together with qualitative considerations, helped us to determine the scope of our audit, the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Audit scope

We designed our audit by assessing the risks of material misstatement in the financial statements and our application of materiality. As in all of our audits, we also addressed the risk of management override of internal controls including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the six month period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Key audit matter

How our audit addressed the key audit matter

Measurement of life insurance contract liabilities and associated liabilities ceded under and arising from reinsurance

As at 31 December 2018 the Group has life insurance contract liabilities of \$26 million (30 June 2018: \$73 million), liabilities ceded under reinsurance of \$33 million (30 June 2018: \$10 million) and liabilities arising from reinsurance contracts of \$708 million (30 June 2018: nil).

The Directors' valuation of these balances involves complex and subjective judgements about future events, both internal and external to the business, for which small changes in assumptions can result in a material impact to the measurement of these balances.

We considered this a key audit matter due to the subjective judgements made by the Directors around the key actuarial assumptions used in determining these balances. These key actuarial assumptions represent best estimate assumptions at reporting date and includes:

- Expected amount, timing and duration of all expected future payments and premiums, likely rates of discontinuance, mortality and morbidity rates, investment and maintenance expenses; and
- Long term economic assumptions including discount rates and inflation rate.

Further, the Directors perform a liability adequacy test (at individual related product group level) to ensure that any deficiency in the measurement of life insurance contract liabilities are appropriately recognised at the reporting date. This involves a comparison of the amount of life insurance contract liabilities against the estimated future cash flows calculated based on best estimate assumptions. Any deficiencies in

Together with PwC actuarial experts, we:

- Assessed the reasonableness of the key assumptions including those for the amount, timing and duration of all future payments and premiums, rates of discontinuance, mortality and morbidity rates, investment and maintenance expenses, discount rates and inflation rate. Our assessment of the assumptions included:
 - Obtaining an understanding of, and testing, the controls in place to determine the assumptions;
 - Examining the approach used by management to derive the assumptions by applying our industry knowledge and experience; and
 - Challenging the key assumptions used by management against past experience, market observable data (as applicable) and our experience of market practice.
- Assessed the valuation methodologies used by applying our industry knowledge and experience to compare whether the methodologies and changes to those are consistent with recognised actuarial practices and expectations derived from market experience.
- Checked the calculation of the liability adequacy test and assessed the outcome in order to ascertain whether the insurance contract liabilities are adequate in the context of a valuation on best estimate assumptions at reporting date.

Policy data is a key input to the actuarial estimates. Accordingly, we:

- Evaluated the design effectiveness and tested the operating effectiveness of controls over underwriting and policy administration processes;



Key audit matter	How our audit addressed the key audit matter
<i>Measurement of life insurance contract liabilities and associated liabilities ceded under and arising from reinsurance</i>	

the measurement of life insurance contract liabilities are recognised through the statement of comprehensive income.

Refer to the following notes in the Group's financial statements: Note 1(k) for related accounting policies, Note 1 for critical accounting estimates and judgements, Note 2 and Note 18.

- Tested the completeness and accuracy of data between source and actuarial valuation systems; and
- Assessed a sample of premiums received during the six month period to confirm that they were supported by appropriate documentation and approved within delegated authority limits.

We have no matters to report from the procedures performed.

Operation of financial reporting Information Technology (IT) systems and controls

We focused on this area because the Group's operations and financial reporting processes are heavily dependent on IT systems, including automated accounting procedures, IT dependent manual controls and controls preventing unauthorised access to systems and data.

The Group's controls over IT systems include:

- The framework of governance over IT systems;
- Program development and changes;
- Access to process, data and IT operations; and

Governance over generic and privileged user accounts.

Our procedures included evaluating and testing the design and operating effectiveness of certain controls over the continued integrity of the IT systems that are relevant to financial reporting.

We also carried out direct tests, on a sample basis, of system functionality that was key to our audit testing in order to assess the accuracy of certain system calculations, the generation of certain reports and the operation of certain system enforced access controls.

When we noted design or operating effectiveness matters relating to IT systems and application controls relevant to our audit, we performed alternative or additional audit procedures. This involves a combination of the following procedures:

- Testing mitigating controls;
- Investigating to determine that the exception has not been exploited;
- Validating the appropriateness of transactions associated with the identified exception;
- Determining whether key programs have changed during the period under audit; and
- Increasing sample sizes for our substantive test of details for the relevant attributes.



Information other than the financial statements and auditor's report

The Directors are responsible for the annual report. Our opinion on the financial statements does not cover the other information included in the annual report and we do not, and will not express any form of assurance conclusion on the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (NZ) and ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located at the External Reporting Board's website at:

<https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-1/>

This description forms part of our auditor's report.

Who we report to

This report is made solely to the Company's shareholder. Our audit work has been undertaken so that we might state those matters which we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholder, for our audit work, for this report or for the opinions we have formed.



The engagement partner on the audit resulting in this independent auditor's report is Karl Deutsche.
For and on behalf of:

PricewaterhouseCoopers

Chartered Accountants
18 March 2019

Auckland

Appointed Actuary's Report

To the Directors of Sovereign Assurance Company Limited

This Appointed Actuary's report under Section 78 of the Insurance (Prudential Supervision) Act 2010 (the **Act**) is prepared in respect of the financial statements of Sovereign Assurance Company Limited (**SACL**) for the 6 month period ended 31 December 2018.

I have undertaken a review of the actuarial information (as defined in section 77(4) of the Act) contained in, and used in the preparation of, the financial statements of SACL (the **Financial Statements**) as required under section 77(1) of the Act.

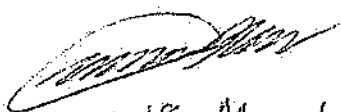
My review has been carried out in accordance with the Solvency Standard for Life Insurance Businesses issued by the Reserve Bank of New Zealand under section 55 of the Act (the **Life Solvency Standard**) and with the New Zealand Society of Actuaries' Professional Standards.

In respect of my review, I confirm as follows:

- (a) I, Marco Welgemoed FNZSA, am the appointed actuary for SACL under section 78(1) of the Act, and that I have prepared this report.
- (b) The work that I have done to review the actuarial information contained in, or used in the preparation of the Financial Statements, includes a review of:
 - (i) information relating to SACL's calculations of premiums, claims, reserves, dividends, insurance and annuity rates, and technical provisions;
 - (ii) information relating to assessments of the probability of uncertain future events occurring and the financial implications for SACL if those events do occur;
 - (iii) SACL's Policy Liability, as defined in the Life Solvency Standard;
 - (iv) reinsurance and other recovery assets relevant to the Policy Liability, or relevant to outstanding claims reserves incurred but not reported claims reserves held outside of the Policy Liability;
 - (v) any deferred or other tax asset relevant to the Policy Liability;
 - (vi) any deferred acquisition cost or deferred fee revenue relevant to the Policy Liability;
 - (vii) the unvested policyholder benefits liability;
 - (viii) the crediting and bonus rates used for participating and investment account contracts;
 - (ix) the analysis of SACL's profit and the movement in the solvency margin;
 - (x) the sensitivity of SACL's profit to changes in insurance and market risk assumptions;
 - (xi) the assumptions used in the calculation of the Policy Liability and the solvency margin and the impacts of changes in those assumptions;

- (xii) the methodology used to calculate the Policy Liability and the Solvency Margin;
 - (xiii) the consistency between the New Zealand Society of Actuaries Professional Standard 20 "Determination of Life Insurance Policy Liabilities", SACL's valuation methodology document, and the calculated Policy Liability; and
 - (xiv) SACL's checks and controls over data, valuation and solvency calculation processes.
- (c) I am an employee of Sovereign Services Limited, a subsidiary of SACL. I do not have any other relationship with, or interests in, SACL or any of its subsidiaries.
- (d) I have obtained all information and explanations that I have required in order to conduct my review under section 77 of the Act.
- (e) I consider that in my opinion and from an actuarial perspective:
- (i) the actuarial information contained in the Financial Statements has been appropriately included in those Financial Statements; and
 - (ii) the actuarial information used in the preparation of the Financial Statements has been used appropriately.
- (f) I consider that in my opinion and from an actuarial perspective SACL, as at 31 December 2018, is maintaining a solvency margin that complies with that required under the Life Solvency Standard for the purposes of section 21(2)(b) of the Act.
- (g) I consider that in my opinion, and from an actuarial perspective and as at 31 December 2018, SACL is maintaining solvency margins that comply with those required under the Life Solvency Standard for the purposes of section 21(2)(c) of the Act.

I have prepared, dated and signed this report solely in my capacity as SACL's appointed actuary under section 76(1) of the Act. To the fullest extent permitted by law, I do not accept responsibility to anyone other than the Reserve Bank of New Zealand, SACL, its Board and shareholder for the contents of this report.



Dated 18 March 2019

Marco Welgemoed
Appointed Actuary

Auckland