Unison Insurance Limited
Financial statements
for the year ended 31 March 2022

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Principal business	Unison Insurance Limited's principal activity is to act as a captive insurance company. The Company insures certain transmission and distribution assets of Unison Networks Limited, and the fibre optic network of Unison Fibre Limited. From time to time the Company also provides material damage and business interruption cover for the Unison Group. All insurance activity between the Company and the Unison Group are transacted via the Company's parent . Where required, the Company obtains reinsurance for the material damage and business interruption cover in the wholesale insurance market. Unison Insurance Limited is a wholly owned subsidiary of Unison Networks Limited.
Directors	Ken Sutherland Brian Martin John Palairet
Registered office	1101 Omahu Road Hastings New Zealand
Auditor	Audit New Zealand, on behalf of the Auditor-General

Statement of comprehensive income

For the year ended 31 March 2022

	Notes	**2022 $'000**	2021 $'000
Premium revenue	4	**908**	825
Claims expenses	4	**-**	-
Net underwriting result		**908**	825
Other income	5	**744**	2,307
Operating expenses	6	**(267)**	(239)
Profit before income tax		**1,385**	2,893
Income tax expense	12	**(336)**	(311)
Profit for the year		**1,049**	2,582
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
		-	-
		-	-
Items that may be subsequently reclassified to profit or loss:			
		-	-
		-	-
Other comprehensive income for the year, net of tax		**-**	-
Total comprehensive income for the year		**1,049**	2,582

The above statement of comprehensive income should be read in conjunction with the accompanying notes

Statement of financial position

As at 31 March 2022

	Notes	2022 $'000	2021 $'000
ASSETS			
Current assets			
Cash and cash equivalents	7	**4,989**	3,977
Receivables	9	**47**	-
Total current assets		**5,036**	3,977
Non-current assets			
Other financial assets	8	**16,421**	16,207
Total non-current assets		**16,421**	16,207
Total assets		**21,457**	20,184
LIABILITIES			
Current liabilities			
Payables		**55**	46
Current tax liabilities		**633**	418
Total current liabilities		**688**	464
Total liabilities		**688**	464
Net assets		**20,769**	19,720
EQUITY			
Contributed equity	14	**8,700**	8,700
Retained earnings		**12,069**	11,020
Total equity		**20,769**	19,720

For and on behalf of the Board of Directors of Unison Insurance Limited who authorised these financial statements presented on pages 3 to 22 for issue on 30 June 2022.

Director

Director

The above statement of financial position should be read in conjunction with the accompanying notes

Unison Insurance Limited

Statement of changes in equity

For the year ended 31 March 2022

	Contributed equity $'000	Retained earnings $'000	Total equity $'000
Balance as at 1 April 2021	8,700	11,020	19,720
Comprehensive income			
Profit or loss for the year	-	1,049	1,049
Other comprehensive income	-	-	-
Total other comprehensive income	-	-	-
Total comprehensive income	-	1,049	1,049
Balance as at 31 March 2022	8,700	12,069	20,769
Balance as at 1 April 2020	8,700	8,439	17,139
Comprehensive income			
Profit or loss for the year	-	2,581	2,581
Other comprehensive income	-	-	-
Total other comprehensive income	-	-	-
Total comprehensive income	-	2,581	2,581
Balance as at 31 March 2021	8,700	11,020	19,720

The above statement of changes in equity should be read in conjunction with the accompanying notes

Unison Insurance Limited

Statement of cash flows

For the year ended 31 March 2022

	Notes	**2022 $'000**	2021 $'000
Cash flows from operating activities			
Insurance premiums		**866**	825
Payment to suppliers & employees		**(263)**	(229)
Income taxes paid		**(109)**	(110)
Net cash inflow / (outflow) from operating activities		**494**	486
Cash flows from investing activities			
Dividends received		**186**	120
Interest received from investments		**44**	75
Interest received from Parent		**231**	289
Repayment of investments		**2,006**	1,646
Purchase of investments		**(1,949)**	(2,876)
Net cash inflow / (outflow) from investing activities		**518**	(746)
Net increase / (decrease) in cash and cash equivalents		**1,012**	(260)
Cash and cash equivalents at the beginning of the financial year		**3,977**	4,237
Cash and cash equivalents at end of financial year	7	**4,989**	3,977

Reconciliation of profit after income tax to net cash inflow from operating activities

	2022 $'000	2021 $'000
Profit for the year	**1,049**	2,582
(Increase)/decrease in receivables	**(47)**	-
Increase/(decrease) in payables	**9**	17
Increase/(decrease) in income tax payable	**215**	194
Investment income (including Interest received, dividends and realised FX gains)	**(456)**	(484)
Fair value losses/(gains) on other financial assets at fair value through profit or loss	**(276)**	(1,823)
Net cash inflow from operating activities	**494**	486

The above statement of cash flows should be read in conjunction with the accompanying notes

1 About this report

These financial statements are for Unison Insurance Limited ('the Company').

Unison Insurance Limited is a limited liability company incorporated and domiciled in New Zealand.

(a) Basis of preparation

The financial statements of the Company have been prepared in accordance with generally accepted accounting practice (GAAP). They comply with New Zealand equivalents to International Financial Reporting Standards (NZ IFRS), and other applicable New Zealand Reporting Standards, as appropriate to Tier 1 for-profit entities. The financial statements also comply with International Financial Reporting Standards (IFRS).

Unison Insurance Limited is a for-profit company for the purposes of complying with GAAP.

The Company is a FMC reporting entity for the purpose of the Financial Markets Conduct Act 2013 as it is a licensed insurer. Therefore these financial statements have been prepared in accordance with the requirements of the Financial Markets Conduct Act 2013 and the New Zealand Companies Act 1993 .

The financial statements are presented in New Zealand dollars and all values are rounded to the nearest thousand dollars ($000).

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and liabilities at fair value through profit or loss.

(b) Notes to the financial statements

Information that is considered material and relevant to the users of these financial statements is included within the notes to the financial statements. The assessment of materiality and relevance includes qualitative as well as quantitative factors including the size and nature of the balance and if the balance is important in understanding the Company's current or future performance.

Information, including accounting policies, that is considered material and not listed with the notes to the accounts are included below.

(c) Standards, amendments and interpretations to existing standards that are not yet effective

There are a number of other new and amended accounting standards and interpretations not yet effective that will be adopted by the Company when they become effective. Those relevant to the Company include:

- **NZ IFRS 17 Insurance Contracts** is effective for periods beginning on or after 1 January 2023 (31 March 2024 year end). The standard replaces the current guidance in NZ IFRS 4, and establishes the principles for recognition, measurement, presentation and disclosure of insurance contracts. The Company is yet to assess the impact of adopting NZ IFRS 17 but will be working with our advisors to assess the transition requirements and impacts to the financial statements.

- **NZ IAS 1 Presentation of Financial Statements -** (effective 1 January 2023). The amendments to NZ IAS 1 require entities to disclose their material accounting policy information rather than their significant accounting policies. The amendments aim to improve the relevance of the information in the financial statements by helping an entity to:
  • identify and disclose accounting policy information that is material to users of financial statements; and
  • remove immaterial accounting policy information that might obscure material accounting policy information.

  There are no other NZ IFRSs or NZ IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

(d) Critical judgements and estimations in applying accounting policies

The preparation of financial statements in conformity with NZ IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements include estimation of the fair value of financial assets based on observable inputs, as disclosed in notes 11 and 10.

The estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

1 About this report (continued)

(d) Critical judgements and estimations in applying accounting policies (continued)

The Directors believe that, as at the date of these financial statements, there are no significant sources of estimation uncertainty that have not been disclosed in these financial statements.

(e) Foreign currency translation

Transactions in foreign currencies are translated at the New Zealand rate of exchange at the date of the transaction. At balance date foreign monetary assets and liabilities are translated at the closing rate, and exchange variances arising included in the statement of comprehensive income.

(f) Goods and Services Tax (GST)

The statement of comprehensive income has been prepared so that all components are stated exclusive of GST. All items in the statement of financial position are stated net of GST, with the exception of receivables and payables, which include GST invoiced.

2 Capital adequacy

(a) Capital adequacy

The Reserve Bank of New Zealand (RBNZ) is the prudential regulator and supervisor of all insurers carrying on insurance business in New Zealand, and is responsible for administering the Insurance (Prudential Supervision) Act 2010.

As part of the supervision of insurers in New Zealand the RBNZ requires insurers to carry on business in a prudent manner, and to maintain financial resources appropriate for the size and nature of the business. Having sufficient capital to cover the risks of the business is a critical element in carrying on business in a prudent manner.

The Company's capital is its equity, which comprises contributed equity and retained earnings. Equity is represented by net assets. The Company manages its equity as a by-product of prudently managing revenues, expenses, assets and liabilities to ensure the Company effectively achieves its objectives and purposes, whilst remaining a going concern.

The Company regularly monitors the adequacy of its capital by monitoring its solvency margin in line with the requirements of the Insurance (Prudential Supervision) Act 2010. The Company has complied with these requirements to maintain solvency as per the solvency standards for a captive insurer, and filed the required solvency returns to the Reserve Bank of New Zealand.

(b) Capital adequacy ratios

The Insurance (Prudential Supervision) Act 2010 requires insurers to maintain solvency at all times. As a captive insurance company, the Company needs to maintain solvency as per the Solvency Standard for Captive Insurers. Based on this standard the Company's solvency status is:

	2022 $'000	2021 $'000
Actual solvency capital	**20,769**	19,720
Minimum solvency capital	**6,637**	6,319
Solvency margin	**14,132**	13,401
Solvency ratio	**313 %**	312 %

The Company has sufficient equity to meet solvency requirements over and above its policy liabilities. The Company reviews its compliance with the solvency requirements of the RBNZ on a monthly basis.

All shareholder equity is retained to ensure the financial soundness of the Company. The high level of liquidity in cash and fixed interest investments is retained for cash flow purposes.

3 Credit Rating

Unison Insurance Limited is not required to have a rating under section 60 (2) (c) of the Insurance (Prudential Supervision) Act 2010 as it is a captive insurer.

4 Net underwriting result

	2022 $'000	2021 $'000
Premium revenue	**908**	825
Outwards reinsurance premiums	**-**	-
Net premium revenue	**908**	825
Claims expense	**-**	-
Net claims incurred	**-**	-
Net underwriting result	**908**	825

There were no claims in 2022. Claims costs are reliably estimated and claims are usually settled in one year, therefore there is no claims development from prior years. There are no outstanding claims liability at 31 March 2022 (2021: Nil).

Accounting policy

Premium revenue

Premium revenue comprises amounts charged to policyholders and excludes fire service and earthquake levies collected on behalf of statutory bodies. The earned portion of premium received and receivable is recognised as revenue. Premium revenue is recognised as earned from the date of attachment of risk (generally the date a contract is agreed to) over the period of the related insurance contract in accordance with the pattern of the risk expected under the contract.

An unearned premium liability is recognised on the Statement of Financial Position for the unearned portion of the insurance premium.

5 Other income

	2022 $'000	2021 $'000
Interest income	**284**	357
Dividend income	**186**	127
Fair value movement on investments	**276**	1,823
Realised FX gains/(losses)	**(2)**	-
Total other income	**744**	2,307

(i) Interest income

Interest income is recognised using the effective interest method.

(ii) Dividend income

Dividend income is recognised when the right to receive payment is established.

iii) *Fair value movement on investment*s

Fair value income is recognised using the movement in market rate of investments as at the reporting period compared to the prior year.

6 Expenses

	2022 $'000	2021 $'000
Audit of the annual financial statements - Audit New Zealand	**25**	24
Audit of the annual solvency return - Audit New Zealand	**6**	8
Directors fees	**18**	17
Corporate management fees	**82**	81
Other expenses	**136**	109
	267	239

7 Cash and cash equivalents

	2022 $'000	2021 $'000
Cash at bank and in hand	**4,045**	3,229
NZD Trust Account	**719**	719
Foreign Currency Accounts	**225**	29
	4,989	3,977

(a) Risk exposure

The Company's exposure to interest rate and currency risk is discussed in note 10. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of cash and cash equivalents mentioned above.

(b) Fair value

The carrying amount for cash and cash equivalents equals the fair value.

Accounting policy

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

8 Other financial assets

	2022	2021
	$'000	$'000
Non-current		
Corporate bonds	**808**	942
Global Bond Funds	**960**	1,407
Equities	**7,953**	7,158
Related party receivable	**6,700**	6,700
	16,421	16,207

(i) Term deposits

There were no term deposits at 31 March 2022 (31 March 2021: nil).

(ii) Corporate bonds

Corporate bonds classified as other financial assets at fair value through profit or loss had a carrying value of $807,602 (31 March 2021: $941,517) with interest rates of between 3.00% and 4.85% (31 March 2021: between 4.7% and 5.63%) and mature between 16 February 2027 and 19 November 2051 (31 March 2021: 1 September 2026 and 15 June 2043).

(iii) Global bonds

Global bonds classified as other financial assets at fair value through profit or loss with a carrying value of $959,520 (31 March 2021: $1,407,164) have values of between $1.04 and $44.23 per unit (31 March 2021: between $1.05 and $46.79 per unit). Management do not intend to dispose of these within 12 months of balance date.

(iv) Equities

Equities classified as other financial assets at fair value through the profit or loss with a carrying value of $7,952,730 (31 March 2021: $7,157,910) have share values of between $3.37 and $557.18 per share (31 March 2021: between $2.28 and $515.43 per share). Management do not intend to dispose of these within 12 months of balance date.

(v) Related party receivables

The related party loan receivable with the parent is callable on demand. It is not the Company's intention to demand repayment of the outstanding intercompany loan for a minimum period of 12 months from balance date. The Company may demand repayment of the outstanding intercompany loan if required to by a regulatory body and/or in order to ensure the Company remains solvent, or in the event of a natural disaster. The Company has the right to set off any monies owed by the Company to the Parent against the Loan, including the payment of insurance proceeds to the parent. There is no security over the loan.

The related party loan receivable with the parent has an interest rate calculated at the Bank Prime Lending Rate plus 1%,which is adjusted annually. For the 2021-22 financial year this equates to an interest rate of 3.61% (31 March 2021: 4.31%).

8 Other financial assets (continued)

(a) Amounts recognised in profit or loss

Changes in fair values of financial assets at fair value through profit or loss are recorded in 'Other income' or 'Operating expenses' in the statement of comprehensive income.

	2022 $'000	2021 $'000
Fair value gains/(losses) on equity investments at fair value through profit or loss	**345**	1,725
Fair value gains/(losses) on debt instruments at fair value through profit or loss	**(69)**	98
	276	1,823

Accounting policy

Classification

The Company classifies all of its financial assets as 'at fair value through profit or loss' as they are available to back insurance liabilities. Assets in this category are classified as current assets if expected to be settled or sold within 12 months, otherwise they are classified as non-current.

Recognition and measurement

Regular purchases and sales of financial assets are recognised on the trade-date, being the date on which the Company commits to purchase or sell the asset. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the statement of comprehensive income. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. Financial assets at fair value through profit or loss are subsequently carried at fair value.

Gains or losses arising from changes in the fair value of the ‘financial assets at fair value through profit or loss’ category are presented in the statement of comprehensive income in the period in which they arise.

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance date. The quoted market price used for financial assets held by the Company is the closing market price.

9 Receivables

	2022 $'000	2021 $'000
Premium receivable	**47**	-
	47	-

(a) Fair value and credit risk

Due to the short-term nature of these receivables, their carrying value is assumed to approximate their fair value.

The maximum exposure to credit risk at the reporting date is the fair value of each class of receivables mentioned above. The Company does not hold any collateral as security.

10 Financial risk management

This note explains the Company's exposure to financial risks and how these risks could affect the Company's future financial performance.

Risk	Exposure arising from	Measurement	Management
Market risk - foreign exchange	Equity investments that are denominated in a currency other than New Zealand dollars	Sensitivity analysis	Investment policy limits the Company's foreign currency exposure to a maximum of 30% of the Company's investment portfolio. The Company also holds cash denominated in Australian dollar, US dollar, British pound and Euro.
Market risk - security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification
Credit risk	Cash and cash equivalents and debt investments	Aging analysis Credit ratings	Diversification of bank deposits Investment guidelines for debt investments
Liquidity risk	Insurance claims	Solvency status	Maintain solvency as per the Solvency Standard for Captive Insurers

The Company has a comprehensive investment policy approved by the board of directors to manage the risks of financial instruments. The policy outlines the objectives and approach that the Company will adopt in the investment management process. The policy covers management of credit risk, interest rate risk, foreign exchange risk, liquidity, and operational risks.

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. The methods and assumptions used are that carrying amounts in the financial statements reflect the estimated fair value of the financial instruments including receivables, bank and investments, and accounts payable.

The Company holds the following financial instruments:

	2022	2021
	$'000	$'000
Financial assets		
Cash and cash equivalents	**4,989**	3,977
Term deposits	**-**	-
Receivables	**47**	-
Interest receivables	**-**	-
NZ equity investments	**2,242**	1,986
Offshore equity investments	**5,710**	5,172
Corporate bonds	**808**	942
Global bond funds	**960**	1,407
Related party receivable	**6,700**	6,700
	21,456	20,184
Financial liabilities		
Trade and other payables	**55**	46
	55	46

(a) Market risk

(i) Foreign exchange risk
Foreign currency risk is the risk that the value of the Company's assets and liabilities or revenues and expenditure will fluctuate due to changes in foreign exchange rates. Reinsurance is purchased in New Zealand dollars, irrespective of where the reinsurer is domiciled, and is effective from the same date and time as the Company writes the policy for its parent and accepts the insurance risk.

10 Financial risk management (continued)

The Company is exposed to currency risk as a result of equity investments that are denominated in a currency other than New Zealand dollars. The Company manages this risk through its comprehensive investment policy which limits the Company's foreign currency exposure to a maximum of 30% of the Company's investment portfolio. The Company also holds cash denominated in Australian dollar, US dollar, British pound and Euro.

The Company's exposure to foreign currency risk at the reporting date converted to New Zealand dollar equivalents was as follows:

	Cash and cash equivalents		Other financial assets	
	2022	**2021**	2022	2021
	$'000	**$'000**	$'000	$'000
USD	**19**	**12**	2,907	2,823
AUD	**197**	**17**	2,399	2,179
EUR	**3**	**-**	236	170
GBP	**6**	**-**	168	-

Sensitivity

The Company is mainly exposed to movements in the United States dollar (USD), Australian dollar (AUD) and Euro (EUR). The following table details the Company's sensitivity to a 5 cent (2021: 5 cent) increase and decrease in the relevant foreign currencies against the New Zealand dollar. Given the volatility of the foreign markets a 5 cent change in foreign currency exchange rates is considered a reasonably possible change. The sensitivity analysis only includes unhedged foreign currency denominated investments (including cash and cash equivalents) held at balance date and adjusts their translation at the period end for a 5 cent (2021: 5 cent) change in foreign currency exchange rates. A positive number indicates an increase in profit and equity.

	Impact on post tax profit	
	2022	2021
	$'000	$'000
USD/NZD exchange rate - strengthening NZD	**(196)**	(136)
USD/NZD exchange rate - weakening NZD	**227**	157
AUD/NZD exchange rate - strengthening NZD	**(133)**	(81)
AUD/NZD exchange rate - weakening NZD	**148**	91
EUR/NZD exchange rate - strengthening NZD	**(18)**	(9)
EUR/NZD exchange rate - weakening NZD	**21**	11
GBP/NZD exchange rate - strengthening NZD	**(15)**	-
GBP/NZD exchange rate - weakening NZD	**18**	-

(ii) Price risk

The Company is exposed to equity securities price risk because of investments held by the Company and classified in the statement of financial position as at fair value through profit or loss. The Company is not exposed to commodity price risk. To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Company's comprehensive investment policy.

10 Financial risk management (continued)

Sensitivity

The table below summarises the impact of increases / decreases of the equity indexes on the Company's post-tax profit for the year and on equity. The analysis is based on the assumption that the equity indexes had increased / decreased by 5% with all other variables held constant and all the Company's equity instruments moved in perfect correlation with the index.

	Impact on post-tax profit	
	2022	2021
	$'000	$'000
NZ Equities	**81**	69
Offshore Equities	**206**	186

(iii) Interest rate risk

The Company's interest rate risk arises from investments in short term deposits and cash held in bank accounts. To manage its exposure to interest rate risk the Company diversifies its investment portfolio. Diversification of the investment portfolio is done in accordance with the limits set by the Company's comprehensive investment policy.

Sensitivity

At 31 March 2022, if interest rates had changed by +/-50 basis points from the year end rates with all other variables held constant, post tax profit for the year would have been $45k higher/lower (31 March 2021: $42k), mainly as a result of higher/lower interest income from cash and cash equivalents.

(b) Credit risk

Financial instruments which potentially subject the Company to credit risk principally consist of bank balances, term deposits, interest receivable, corporate bonds, global bonds and related party receivables. No collateral is held on these amounts (31 March 2021: nil).

The Company minimises its exposure to credit risk by: pre-qualifying the financial institutions or Brokers/Dealers with which the Company will do business (in principle larger investments and those with longer durations will be made in higher quality investments); and diversifying the investment portfolio so that potential losses on individual investments will be minimised (diversity of investments includes investments in different types of financial assets, and different geographical regions).

Other than the receivable with Unison Networks Limited, there are no significant concentrations of credit risk

An analysis of the credit quality of financial assets that are neither past due nor impaired is as follows:

	2022	2021
	$'000	$'000
Fair value through profit or loss		
Counterparties with external credit rating (S&P or Moody's):		
AA	**4,285**	3,637
A	**1,926**	2,689
BB	**99**	-
BBB	**265**	-
Unrated	**203**	-
Loan to Parent	**6,700**	6,700
	13,478	13,026

The related party receivable is neither past due nor impaired.

The maximum exposure to credit risk at the reporting date is the carrying amount of the investments.

10 Financial risk management (continued)

(c) Liquidity risk

Liquidity risk represents the risk that the Company may not have the financial ability to meet its contractual obligations. The Company evaluates its liquidity requirements on an ongoing basis. Overall the company generates sufficient cash flows from its operating activities to meet its obligations arising from its financial liabilities and ensure its investments are sufficiently liquid to cover potential shortfalls.

The investment portfolio must remain sufficiently liquid to meet all operating requirements that may be reasonably anticipated. This is accomplished by structuring the portfolio so that investments mature concurrent with cash needs to meet anticipated demands. Furthermore, since all possible cash demands cannot be anticipated, the portfolio consists largely of investments with active secondary or re-sale markets. Negotiable securities may be sold prior to their maturity to provide liquidity as needed for cash flow purposes.

(d) Financial instruments categories and fair value hierachy

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: Quoted market prices – financial instruments with quoted prices for identical instruments in active markets.
- Level 2: Valuation techniques using observable inputs - financial instruments with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial instruments valued using models where all significant inputs are observable.
- Level 3: Valuation techniques with significant non-observable inputs - financial instruments valued using models where one or more significant inputs are not observable.

The following table presents the Company's financial assets and liabilities that are measured at fair value at the end of the reporting period.

	Level 1	Level 2	Level 3	Total
31 March 2022				
Financial assets at fair value through profit or loss				
Cash and cash equivalents	4,989	-	-	4,989
Term deposits	-	-	-	-
Interest receivable	-	-	-	-
Receivables	47	-	-	47
Corporate bonds	808	-	-	808
Global bond funds	960	-	-	960
Equity investments	7,952	-	-	7,952
Loan to Parent	-	6,700	-	6,700
Total assets	14,756	6,700	-	21,456
31 March 2021				
Financial assets at fair value through profit or loss				
Cash and cash equivalents	3,977	-	-	3,977
Term deposits	-	-	-	-
Interest receivable	-	-	-	-
Receivables	-	-	-	-
Corporate bonds	942	-	-	942
Global bond funds	1,407	-	-	1,407
Equity investments	7,158	-	-	7,158
Loan to Parent	-	6,700	-	6,700
Total assets	13,484	6,700	-	20,184

10 Financial risk management (continued)

Corporate bond and Global bond fund comparatives were updated to reflect the actual level the investments were at 31 March 2021.

The fair value of financial assets that are not traded in an active market (for example: term deposits and related party receivables) are determined by using valuation techniques that maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates.

- Term deposits and their associated accrued interest are typically short term in nature and held with banks with credit ratings of A+ or better. As such the fair value of these financial assets is considered to be their face value.
- Related party receivables with the Parent are reviewed annually and the interest rate is reset at every financial year to market rates. As such the fair value of this financial asset is considered to be its face value.

11 Insurance contracts - risk management policies and procedures

The financial condition and operation of the Company are affected by a number of key risks including insurance risk, interest rate risk, currency risk, credit risk, market risk, liquidity risk, financial risk, compliance risk, fiscal risk and operational risk. Notes on the Company's policies and procedures in respect of managing these risks are set out in these accounts.

(a) Objectives in managing risks arising from insurance contracts and policies for mitigating those risks

The Company, as the captive insurer and fully-owned subsidiary of Unison Networks Limited, is required to have in place an effective and fully functioning risk management programme. The Company has an objective to control insurance risk thus reducing the volatility of operating profits. In addition to the inherent uncertainty of insurance risk, which can lead to significant variability in the loss experience, profits from insurance business are affected by market factors, particularly reinsurance pricing and movements in asset values. Short-term variability is, to some extent, a feature of insurance business.

It is a requirement under the Insurance (Prudential Supervision) Act 2010 for any licensed insurer domiciled in New Zealand to produce a Risk Management Programme which is to be approved by the Reserve Bank of New Zealand (RBNZ). The purpose of the Risk Management Programme is to formalise, document and consolidate the risk management practices of the Company, to ensure compliance with sections 18, 34 and 73–75 of the Act. These Sections of the Act are administered by the Reserve Bank of New Zealand. The Company's Board and senior management have developed the Company's Risk Management Policy and strategies for managing risk. The programme is developed around:

- the generic and international Risk Management Standard, AS/NZS ISO 31000:2009; and

- the specific RBNZ requirements associated with licensed insurance companies domiciled in New Zealand.

The Company's Risk Management Programme has been developed to specifically meet the compliance needs of a Captive Insurance Company underwriting only their stakeholder's (i.e. the parent company's) risks. The programme has been developed to comply with the RBNZ's requirements as set out in the Act, and is reviewed on an annual basis.

The Company's Risk Management Programme has been approved by both the Board and RBNZ.

(b) Terms and conditions of insurance

The terms and conditions attaching to insurance contracts affect the level of insurance risk accepted by the Company. The Company is authorised to underwrite only the risks of the parent and its subsidiaries.

The Material Damage Business Interruption (MDBI) risk for the Unison Group may be underwritten by Unison Insurance Limited . The Transmission and Distribution Policy (T&D Policy) is a MDBI policy and provides limited cover for electricity and fibre network assets of the Unison Group. The T&D Policy is structured to provide catastrophe cover in the event of an earthquake, storm, flood or volcanic eruption. Unison Insurance Limited does not obtain reinsurance for this policy, and therefore retains all the risk associated with this policy.

11 Insurance contracts - risk management policies and procedures (continued)

The Company's net retentions are subject to annual review and approval by the Board at the time of insurance/reinsurance renewal, and prior to the Unison Group's annual Insurance Programme being arranged.

Insurance and reinsurance contracts are entered into annually. At the time of entering into the contract changes in risk are taken into account and all terms and conditions are negotiable or, in the case of renewals, renegotiable.

For the 2021/22 year the Company only wrote a Transmission & Distribution and Business Interruption policy, and therefore no reinsurance contracts were entered into.

The attachment of risk for insurance contracts written by the Company is 1 April of each insurance period. During the month of April 2021 the following insurance contracts were written by the Company for the period 1 April 2021 to 31 March 2022:

- Transmission & Distribution and Business Interruption policy with a gross written premium of $907,250

(c) Pricing

Basis - Policy pricing is based on market place quotes. This ensures that premiums are no better or worse than the retail market as the Company does not establish it.

Probability of an insurable event - the Company accepts the probabilities of the New Zealand retail insurance market.

(d) Insurance risk

The risk under any one insurance contract is the possibility that the insured event occurs and the uncertainty of the amount of the resulting claim. By the very nature of an insurance contract, this risk is random and therefore unpredictable.

The Company is authorised to underwrite only the risks of the Parent and its subsidiaries.

No reinsurance was purchased during the year.

Risk	Source of concentration	Risk management measures
Natural catastrophes	Properties concentrated in regions that are subject to: - Earthquakes - Storm - Flood - Volcanic eruption	The Company's underwriting strategy requires individual risk premiums to be differentiated in order to reflect the higher loss frequency in particular geographical areas. The Company has modelled aggregated risk by postcode using commercially available catastrophe models. The Company's exposure data across the portfolio encompasses all natural catastrophe risks. Based on the probable maximum loss per the models, the Company purchases catastrophe reinsurance cover where economically available. For the 2021/22 year the loss of damage caused by natural catastrophe to transmission and distribution assets is limited to $17.5 million of cover for a series of losses arising out of any one event for Material Damage and $3.5 million of cover for Business Interruption combined with a $7.5 million deductible held by Unison Networks Limited.

11 Insurance contracts - risk management policies and procedures (continued)

Larger than expected claims	Having a relatively high exposure to material damage and business interruption risks from the Group	The Company has mitigated these risks by retaining sufficient capital within the Company to meet the costs of a large claim. The Company has access to all the Stakeholder data so is in a privileged and well-informed position when determining its risk acceptance policy. Claims for the 2021/22 year are limited to $17.5 million of cover for a series of losses arising out of any one event for Material Damage and $3.5 million of cover for Business Interruption combined with a $7.5 million deductible held by Unison Networks Limited.

(e) Claims management

It is the Company's policy to insure only its parent and subsidiaries of the parent. As a result, the potential for non-notified claims and for late reporting of claims is minimised. Nevertheless, it is the Company's policy to require that the claims reporting restrictions imposed by the Company's reinsurers are imported into the insurance policies issued by the Company.

Because of the limited size and specialist requirements of Unison Insurance Limited, a captive insurance adviser has been appointed to meet the Company's administrative needs. Claims are likely to be infrequent, and the Company uses a third party with claims handling experience to independently review and manage all claims.

(f) Liability adequacy test

The liability adequacy test is an assessment of whether the carrying amount of the recognised liabilities are adequate and is conducted at each reporting date. If current estimates of the expected future cash flows relating to future claims arising from the rights and obligations under current insurance contracts exceed the recognised liabilities then the recognised liabilities are deemed to be deficient. Any deficiency arising from the test is recognised in the Statement of Comprehensive Income, with the corresponding impact on the statement of financial position.

No liability adequacy test has been performed as there have been no claims made nor notified to it during the year, and the latest insurance contract expires on 31 March and the next policy risk starts on 1 April.

(g) Credit risk

The credit rating of all participating reinsurers is monitored by the Company's Adviser who is responsible for warning the Board and management of changes to the credit ratings of any reinsurer involved in the Company's reinsurance programme. The reinsurer credit ratings are formally reviewed by the Board each year.

Financial assets and liabilities arising from insurance and reinsurance contracts are stated in the statement of financial position at the amount that best represents the maximum credit risk exposure at balance date.

Other than receivable with Unison Networks Limited, there are no significant concentrations of credit risk.

12 Income tax expense

	2022 $'000	2021 $'000
(a) Income tax expense		
Current tax:		
Current tax on profits for the year	**336**	311
Prior period current tax adjustment	**-**	-
Income tax expense	**336**	311
(b) Reconciliation of income tax expense to prima facie tax payable		
Profit from continuing operations before income tax expense	**1,385**	2,893
Income tax @ 28%	**388**	810
Tax effects of:		
• Income not subject to tax	**(43)**	(488)
• Expenses not deductible for tax purposes	**-**	-
• Prior period current tax adjustment	**-**	-
Imputation credits received	**(9)**	(11)
Other items	**-**	-
Income tax expense	**336**	311

There is no unrecognised deferred tax.

Accounting policy

The tax expense for the period includes components relating to current tax and deferred tax. Tax is recognised in the statement of financial performance, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current tax is the amount of income tax payable/(receivable) based on the taxable profit/(loss) for the current period, plus any adjustments to income tax payable in respect of prior years. Current tax is calculated using rates that have been enacted or substantially enacted by balance date.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the deductible temporary differences or tax losses can be utilised. Deferred tax is not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition of an asset and liability in a transaction that is not a business combination, and at the time of the transaction, affects neither accounting profit nor taxable profit. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised, using tax rates that have been enacted or substantively enacted by balance date.

13 Imputation credits

The Parent imputation credit account includes Unison Insurance Limited as part of the Unison Consolidated Income Tax Group.

14 Contributed equity

	2022 Shares	2021 Shares	2022 $'000	2021 $'000
Ordinary shares				
Fully paid (no par value)	**8,700,000**	8,700,000	**8,700**	8,700

15 Related party transactions

(a) Group structure

The ultimate Parent entity within the Group is Unison Networks Limited.

Related parties include:

- Unison Networks Limited

- Other Group companies

(b) Key management and personnel compensation

The Company does not have any employees. The Parent provides financial and administrative functions to the Company for which the Company pays the Parent a corporate overhead charge. Key management personnel of the Company are all the directors and officers of the Company as they have the authority for the strategic direction and management of the Company.

No compensation is paid by the Company for key management personnel services other than directors fees. No compensation is paid by the Company for services provided by the Chairman, who is the Chief Executive of the Company's Parent; nor officers of the Company, who are executives of the Parent. Their compensation is included in the aggregated key management personnel disclosures of the Group's financial statements. It is not possible to make a reasonable estimate of compensation in relation to services as Chairman or officers of the Company so no compensation value has been included below.

(c) Directors remuneration

The names of persons who were directors of the company and their remuneration at any time during the financial year are as follows:

	2022	2021
	$	$
B Martin	**9,000**	8,500
J Palairet	**9,000**	8,500
K Sutherland (Chairman)	**-**	-
	18,000	17,000

The directors remuneration is all classed as short term employee remuneration.

Directors interests

There were no new interests declared.

(d) Transactions with related parties

The following transactions occurred with related parties:

	2022	2021
	$'000	$'000
• Insurance premiums charged to Parent	**908**	825

15 Related party transactions (continued)

	2022 $'000	2021 $'000
(i) Purchases of services		
• Corporate overhead charges paid to Parent	**(82)**	(81)
(ii) Year-end balances arising from sales/purchases services		
Premium receivable from Parent	**47**	-
(iii) Loans to related parties		
Loans to key management of the company (and their families):		
• Loan receivable from/(payable to) Parent	**6,700**	6,700
• Interest received from Parent	**231**	289
	6,931	6,989

16 Contingent Liabilities and Commitments

As at 31 March 2022 the Company had no contingent liabilities nor capital commitments (31 March 2021: $Nil).

17 The effects of COVID-19

The COVID-19 coronavirus pandemic has had a major impact on economic activity in New Zealand and around the world for the past 24 months. Custody and broking services are classified as an essential services and as a result UIL's brokers JBWere have been able to work through the various alert levels and lockdowns without any disruption to services. The ongoing economic impact of COVID-19 will continue to be monitored by JBWere and the Board.

18 Events occuring after the reporting period

There were no subsequent events occuring after the reporting period .

Independent Auditor's Report

To the shareholders of Unison Insurance Limited's financial statements for the year ended 31 March 2022

The Auditor-General is the auditor of Unison Insurance Limited (the Company). The Auditor-General has appointed me, Chris Webby, using the staff and resources of Audit New Zealand, to carry out the audit of the financial statements of the Company on his behalf.

Opinion

We have audited the financial statements of the Company on pages 3 to 22, that comprise the statement of financial position as at 31 March 2022, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at 31 March 2022, and its financial performance and its cash flows for the year then ended in accordance with the New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

Basis for opinion

We conducted our audit in accordance with the Auditor-General's Auditing Standards, which incorporate the Professional and Ethical Standards and the International Standards on Auditing (New Zealand) issued by the New Zealand Auditing and Assurance Standards Board. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Auditor-General's Auditing Standards, which incorporate *Professional and Ethical Standard 1 International Code of Ethics for Assurance Practitioners* issued by the New Zealand Auditing and Assurance Standards Board, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

In addition to the audit, we have carried out a limited assurance engagement in relation to the Company's annual solvency return as at 31 March 2022, which is compatible with the above independence requirements. Other than the audit and this engagement, we have no relationship with, or interests in, the Company.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Other information

The Directors are responsible on behalf of the Company for the other information. The other information comprises the information included on page 2, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information. In doing so, we 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 our work, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' responsibilities 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 New Zealand equivalent to International Financial Reporting Standards and International Financial Reporting Standards, 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 on behalf of the Company for assessing the Company'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 Company or to cease operations, or have no realistic alternative to do so.

The Directors' responsibilities arise from the Financial Markets Conduct Act 2013.

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 it is not a guarantee that an audit carried out in accordance with the Auditor-General's Auditing Standards will always detect a material misstatement when it exists. Misstatements 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 the users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

- Conclude on the appropriateness of the use of the going concern basis of accounting by the Directors and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Our responsibilities arise from the Public Audit Act 2001.

Chris Webby
Audit New Zealand
On behalf of the Auditor-General
Palmerston North, New Zealand
30 June 2022

Davies Financial and Actuarial Limited

9th June 2022

To: The Directors
Unison Insurance Limited

From: Peter Davies
Appointed Actuary

Re: Unison Insurance Limited ("the Company"): Report as at 31st March 2022 under Sections 77 and 78 of the Insurance (Prudential Supervision) Act 2010

You have asked me to prepare this report in terms of the above sections of the Act, and I would like to comment further as follows:

1. I have reviewed the actuarial information included in the audited accounts for the Company as at 31st March 2022. "Actuarial information" includes the following:

   - claim provisions and unexpired risk / unearned premium provisions;
   - balance sheet and other information allowed for in the calculation of the company's solvency position; and
   - disclosures regarding the methodology and assumptions used for calculating claim provisions, unexpired risk provisions, and other disclosures.

2. No limitations have been placed on my work.

Level 1, 3 Shea Terrace, Takapuna 0622 Telephone (09) 489-3551 e-mail: pdavies@actuary.co.nz
P.O. Box 35-258, Browns Bay, Auckland 0753 home page: www.actuary.co.nz

3. I am independent with respect to the Company as defined under professional standard ISA (NZ) 620 of the External Reporting Board.

4. I have been provided with all information that I have requested in order to carry out this review.

5. In my view the actuarial information contained in the financial statements has been appropriately included, and the actuarial information used in the preparation of the financial statements has been appropriately used.

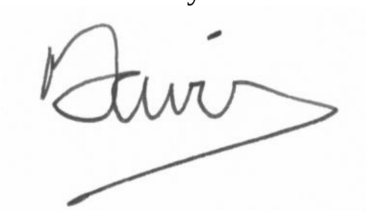
6. The Company's position as at 31st March 2022 under the RBNZ Solvency Standard for Captive Insurers Transacting Non-life Insurance Business 2014 can be summarised as follows:

	31 March 2022	31 March 2021
Solvency capital:	20,769,000	19,719,733
Minimum capital requirement:	6,637,060	6,319,305
Solvency margin:	14,131,940	13,400,428
Solvency coverage ratio	313%	312%

The Company is projected to meet the requirements of this Standard at all times over the next four years.

I would be very happy to answer any queries concerning this report.

Yours sincerely



Peter Davies B.Bus.Sc., FIA, FNZSA
Appointed Actuary

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