

**China
Construction
Bank
(NZ) Limited**

**Disclosure
Statement**

**For the nine months ended
30 September 2017**

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General Information and Definitions

This Disclosure Statement has been issued by China Construction Bank (New Zealand) Limited (the “Bank”) in accordance with the Registered Bank Disclosure Statements (New Zealand Incorporated Registered Banks) Order 2014 (as amended) (the “Order”).

In this Disclosure Statement:

- "Banking Group" refers to the Bank and its subsidiaries. As at the date of this Disclosure Statement, the Bank does not have any subsidiaries and is the only member of the Banking Group;
- the "Ultimate Parent Bank", "Immediate Parent Bank" and "CCB" mean China Construction Bank Corporation;
- "Board" means the Board of Directors of the Bank; and
- "Reserve Bank" means the Reserve Bank of New Zealand.

Words and phrases defined by the Order have the same meaning when used in this Disclosure Statement. All amounts referred to in this Disclosure Statement are in thousands of New Zealand Dollars unless otherwise stated.

Corporate Information

China Construction Bank (New Zealand) Limited was incorporated under the Companies Act 1993 (Company Number 4929019) on 30 January 2014. It became a registered bank on 15 July 2014.

The Bank's registered office and address for service is Level 29, Vero Centre, 48 Shortland Street, Auckland 1010, New Zealand. The Bank's website address is: <http://nz.ccb.com>. A copy of this Disclosure Statement is available on the Bank's website or upon request at the Bank's registered office.

Ultimate Parent and Holding Company

The Bank is a wholly-owned subsidiary of China Construction Bank Corporation (“CCB”) which is the Bank's ultimate parent bank (the “Ultimate Parent Bank”) and ultimate holding company. CCB was incorporated in China and is subject to regulatory oversight by the China Banking Regulatory Commission (the “CBRC”) and the Government of the People's Republic of China (“China”). The address for service of CCB is No. 25, Financial Street, Xicheng District, Beijing 100033, the People's Republic of China.

Significant Interest in the Registered Bank

The Ultimate Parent Bank has a direct qualifying interest in 100% of the voting securities of the Bank and has the power to directly appoint up to 100% of the Board of Directors of the Bank. All appointments to the Board must be approved by the Reserve Bank.

Limits on Material Financial Support by the Ultimate Parent Bank

There are no regulations, legislation or other restrictions of a legally enforceable nature in China that may materially inhibit the legal ability of CCB to provide material financial support to the Bank.

Directorate

Mr Jun Qi was appointed as Executive Director and Chief Executive Officer (CEO) of the Bank on 24 March 2017. Mr Jun Qi officially commenced as CEO on 1 May 2017, Mr Xingyao Li was the Acting CEO until 30 April 2017.

There have been no other changes to the composition of the Board since the publication of the Bank's full year Disclosure Statement for the year ended 31 December 2016.

Responsible Person

Mr Jun Qi (Executive Director), has been authorised in writing to sign this Disclosure Statement in accordance with section 82 of the Reserve Bank Act on behalf of the Directors, being:

Dame Jenny Shipley, John Shewan, Michael Allen, Xingyao Li and Yangtong Jin.

Credit Ratings

The Bank has the following credit ratings as at the date the Directors signed this Disclosure Statement.

	Standard & Poor's Ratings Services	Moody's Investors Service
Long-term credit rating	A	A1
Short-term credit rating	A-1	P-1
Outlook	Stable	Stable

There have been no changes to the above credit ratings since the ratings obtained on 15 July 2014 from Standard & Poor's and 30 April 2015 from Moody's respectively.

However, Moody's Investors Service on 26 May 2017 revised the Bank's rating outlook from negative to stable following the same change to the rating outlook for the Ultimate Parent Bank.

A credit rating is not a recommendation to buy, sell or hold securities of the Bank. Such ratings are subject to revision, qualification, suspension or withdrawal at any time by the assigning rating agencies. Investors in the Bank's securities are cautioned to evaluate each rating independently of any other rating.

Guarantee Arrangements

Details of Guaranteed Obligations

As at the date of this Disclosure Statement, under the terms of the Deed of Guarantee ("the Guarantee"), the obligations of the Bank are guaranteed by CCB, the Ultimate Parent Bank.

A copy of the Deed of Guarantee given by CCB is provided in the Bank's Disclosure Statement for the year ended 31 December 2016 which can be obtained from the Bank's website <http://nz.ccb.com> or the Bank's registered office.

There have been no changes to the Deed of Guarantee since the publication of the Bank's full year Disclosure Statement for the year ended 31 December 2016.

Under the Guarantee:

- (a) There are no limits on the amount of the obligations guaranteed.

- (b) There are no material conditions applicable to the Guarantee other than non-performance by the Bank.
- (c) There are no material legislative or regulatory restrictions in China that would have the effect of subordinating the claims under the Guarantee of any of the Bank's creditors on the assets of the Ultimate Parent Bank to other claims on the Ultimate Parent Bank in a winding up of the Ultimate Parent Bank.
- (d) The Guarantee does not have an expiry date.

Since 31 December 2016, there has been no material change in regulations, legislation or other restrictions of a legally enforceable nature that may materially inhibit the legal ability of CCB to provide material financial support to the Bank.

Details of the Guarantor

The guarantor is CCB, which is not a member of the Banking Group. The address for service of the guarantor is No. 25, Financial Street, Xicheng District, Beijing 100033, the People's Republic of China.

CCB has commenced implementation of the advanced measurement approaches for capital management from April 2014. As disclosed in CCB Group's unaudited consolidated results for the six months ended 30 June 2017, considering relevant rules under the transition period, CCB Group's total capital for capital adequacy purposes was RMB 1,830,515 million (NZD 369,134 million) and its total capital ratio was 14.50%. The capital ratio was calculated in accordance with the *Capital Rules for Commercial Banks (Provisional)* promulgated by the CBRC in June 2012.

CCB has the following credit ratings applicable to its long-term senior unsecured obligations payable in Chinese Yuan Renminbi ("RMB") as at the date the Directors signed this Disclosure Statement:

Rating agency	Current credit rating	Rating outlook
Standard & Poor's Ratings Services	A	Stable
Moody's Investors Service	A1	Stable
Fitch Ratings	A	Stable

There have been no changes to any of the above CCB credit ratings in the two years prior to 30 September 2017. On 24 May 2017, Moody's Investors Service revised the outlook from negative to stable on CCB's credit ratings while affirming the current ratings.

Pending Proceedings or Arbitration

There are no pending legal proceedings or arbitration at the date of this Disclosure Statement involving the Bank, whether in New Zealand or elsewhere, that may have a material adverse effect on the Bank.

The contingent liabilities of the Bank are set out in Note 12 *Commitments and Contingent Liabilities* of the financial statements for the nine months ended 30 September 2017 included within this Disclosure Statement.

Conditions of Registration

The Bank has complied with all conditions of registration over the accounting period.

The RBNZ issued revised conditions of registration which took effect from 1 October 2016.

A copy of the Conditions of Registration is provided in the Bank's full year Disclosure Statement for the year ended 31 December 2016 on pages 79 to 85.

Other Material Matters

The Board is of the opinion that, other than outlined below, there are no material matters relating to the business or affairs of the Bank which are not contained elsewhere in the Disclosure Statement and which would, if disclosed in this Disclosure Statement, materially affect the decision of a person to subscribe for debt securities of which the Bank is the issuer.

Core banking system

CCB is undertaking a global upgrade of its core banking system. This is a significant change programme which will include CCB NZ and is being actively managed.

Auditor

The appointed auditor for the Bank is PricewaterhouseCoopers ("PwC"). The auditor's address is PwC Tower, 188 Quay Street, Auckland 1010, New Zealand.

Directors' Statement

Each Director of the Bank believes, after due enquiry, that, as at the date on which this Disclosure Statement is signed:

- (a) the Disclosure Statement contains all the information that is required by the Order; and
- (b) the Disclosure Statement is not false or misleading.

Each Director of the Bank believes, after due enquiry that, for the nine months ended 30 September 2017:

- (a) the Bank has complied with all conditions of registration;
- (b) credit exposures to connected persons (if any) were not contrary to the interests of the Banking Group; and
- (c) the Bank had systems in place to monitor and control adequately the material risks of the Banking Group including credit risk, concentration of credit risk, interest rate risk, currency risk, equity risk, liquidity risk, operational risk and other business risks, and that those systems were being properly applied.

This Disclosure Statement is dated 6 November 2017 and has been signed by Mr Jun Qi as the responsible person for and on behalf of all the Directors (by Directors' resolution):



Mr Jun Qi
Executive Director

Statement of Comprehensive Income

For the nine months ended	Note	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000
Interest income		38,789	14,517
Interest expense		(20,774)	(9,484)
Net Interest Income		18,015	5,033
Net non-interest income	2	1,370	1,428
Total operating income		19,385	6,461
Operating expenses		(8,482)	(7,023)
Impairment losses on loans and advances	6a, 6c	(700)	(216)
Profit/(Loss) before income tax		10,203	(778)
Income tax expense		(2,857)	-
Profit/(Loss) after income tax		7,346	(778)
Other comprehensive income, net of tax			
Other comprehensive income which will not be reclassified to profit or loss		-	-
Other comprehensive income which may be reclassified to profit or loss		(255)	-
Total other comprehensive income, net of tax		(255)	-
Total comprehensive income/(loss)		7,091	(778)

Statement of Changes in Equity

For the nine months ended 30 September 2017 (Unaudited)	Note	Share Capital \$000	Retained Earnings \$000	Cash Flow Hedge Reserve \$000	Total \$000
Balance at the beginning of the period		199,178	(3,651)	71	195,598
Profit after income tax		-	7,346	-	7,346
Other comprehensive income		-	-	(255)	(255)
Total comprehensive income for the period		-	7,346	(255)	7,091
Transactions with owners:					
Ordinary share capital issued		-	-	-	-
Dividends paid on ordinary shares		-	-	-	-
Balance as at 30 September 2017		199,178	3,695	(184)	202,689

For the nine months ended 30 September 2016 (Unaudited)	Note	Share Capital \$000	Retained Earnings \$000	Cash Flow Hedge Reserve \$000	Total \$000
Balance at the beginning of the period		58,630	(5,451)	-	53,179
Loss after income tax		-	(778)	-	(778)
Other comprehensive income		-	-	-	-
Total comprehensive income for the period		-	(778)	-	(778)
Transactions with owners:					
Ordinary share capital issued		140,548	-	-	140,548
Dividends paid on ordinary shares		-	-	-	-
Balance as at 30 September 2016		199,178	(6,229)	-	192,949

For the year ended 31 December 2016 (Audited)	Note	Share Capital \$000	Retained Earnings \$000	Cash Flow Hedge Reserve \$000	Total \$000
Balance at the beginning of the period		58,630	(5,451)	-	53,179
Profit after income tax		-	1,800	-	1,800
Other comprehensive income		-	-	71	71
Total comprehensive income for the period		-	1,800	71	1,871
Transactions with owners:					
Ordinary share capital issued		140,548	-	-	140,548
Dividends paid on ordinary shares		-	-	-	-
Balance as at 31 December 2016		199,178	(3,651)	71	195,598

Balance Sheet

As at		Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
	Note			
Assets				
Cash and balances with central bank	3	40,320	22,908	15,801
Due from other financial institutions		102,415	157,596	116,690
Derivative financial assets		14,153	3,972	4,920
Loans and advances	5	1,445,343	522,897	744,419
Due from related parties	9	569	2,139	2,340
Other assets		329	169	274
Property, plant and equipment		1,291	1,929	1,760
Intangible assets		198	52	159
Deferred tax assets		486	-	1,356
Total assets		1,605,104	711,662	887,719
Liabilities				
Due to other financial institutions		24,020	-	28,006
Derivative financial liabilities		5,831	380	5,328
Deposits from customers	7	258,999	119,022	138,998
Debt securities issued	8	292,441	279,982	292,638
Due to related parties	9	802,611	103,391	210,982
Subordinated debt	9	15,132	15,141	15,137
Current tax liabilities		1,888	-	-
Other liabilities		1,493	797	1,032
Total liabilities		1,402,415	518,713	692,121
Shareholder's equity				
Share capital		199,178	199,178	199,178
Retained earnings		3,695	(6,229)	(3,651)
Cash flow hedge reserve		(184)	-	71
Total shareholder's equity		202,689	192,949	195,598
Total liabilities and shareholder's equity		1,605,104	711,662	887,719
Total interest earning and discount bearing assets		1,589,499	704,357	879,593
Total interest and discount bearing liabilities		1,388,624	513,019	685,511

Cash Flow Statement

For the nine months ended	Unaudited 30 September 2017	Unaudited 30 September 2016
Note	\$000	\$000
Cash flows from operating activities		
Interest received	37,500	13,663
Interest paid	(3,860)	(2,473)
Non-interest income received	205	1,703
Non-interest expenses paid	(265)	(66)
Operating expenses paid	(7,435)	(6,407)
Income taxes paid	-	-
Net cash flows from operating activities before changes in operating assets and liabilities	26,145	6,420
Net changes in operating assets and liabilities:		
Net decrease/(increase):		
GST receivable	(36)	(1)
Other assets	(20)	(59)
Loans and advances	(698,473)	(215,987)
Due from related parties	(62)	(856)
Net increase/(decrease):		
Due to other financial institutions	(4,000)	(14,500)
Other liabilities	-	-
Deposits from customers	118,889	21,247
Net changes in operating assets and liabilities	(583,702)	(210,156)
Net cash flows used in operating activities	11 (557,557)	(203,736)
Cash flows from investing activities		
Purchase of property, plant and equipment	(76)	(85)
Purchase of intangible assets	(78)	-
Net cash flows used in investing activities	(154)	(85)
Cash flows from financing activities		
Issue of ordinary share capital	-	140,548
Net increase in due to related parties	581,932	8,706
Net increase in debt issues	(2,000)	150,646
Interest paid on financing activities	(13,492)	(6,463)
Net cash flows provided by financing activities	566,440	293,437
Net (decrease)/increase in cash and cash equivalents	8,729	89,616
Cash and cash equivalents at beginning of the period	134,507	91,670
Cash and cash equivalents at end of the period	143,236	181,286
Cash and cash equivalents at end of the period comprise:		
Due from other financial institutions (call or original maturity of 3 months or less) excluding interest receivable ¹	102,409	157,202
Cash and balances with central banks	40,320	22,908
Due from related party (nostro balance held with the Ultimate Parent Bank) ²	507	1,176
Cash and cash equivalents at end of the period	143,236	181,286

¹ The amount 'Due from other financial institutions (call or original maturity of 3 months or less) excluding interest receivable' above does not equal the 'Due from other financial institutions' on the balance sheet due to accrued interest of \$6k as at 30 September 2017 and \$394k as at 30 September 2016.

² The amount 'Due from related parties (nostro balance account held with Ultimate Parent Bank) above does not equal the 'Due from related parties' on the balance sheet due to receivables of \$62k as at 30 September 2017 and nil as at 30 September 2016.

1. Statement of Accounting Policies

a) Reporting Entity

These condensed interim financial statements (“interim financial statements”) are for China Construction Bank (New Zealand) Limited (the “Bank”), for the nine months ended 30 September 2017, and have been prepared in accordance with the Registered Bank Disclosure Statements (New Zealand Incorporated Registered Banks) Order 2014 (as amended) (the “**Order**”).

They have been prepared in accordance with New Zealand Generally Accepted Accounting Practice (“NZ GAAP”) as appropriate for profit-oriented entities and the New Zealand equivalent to NZ IAS 34 *Interim Financial Reporting*. These financial statements comply with IAS 34 *Interim Financial Reporting* as issued by the International Accounting Standards Board.

They were approved for issue by the Board of Directors (the “Board”) of the Bank on 6 November 2017.

As at 30 September 2017, China Construction Bank (New Zealand) Limited is a company registered under the Companies Act 1993, a registered bank under the Reserve Bank Act 1989 and a FMC reporting entity for the purposes Part 7 of the Financial Markets Conduct Act 2013.

The principal activity of the Bank is the provision of a range of banking products and services to business, corporate, institutional and retail customers.

These interim financial statements do not include all the information and disclosures required in the annual financial statements and should therefore be read in conjunction with the Bank’s financial statements for the full year ended 31 December 2016.

b) Basis of Preparation

These interim financial statements have been prepared in accordance with the historical cost basis, as modified by applying fair value accounting to all derivative financial instruments, including in the case of fair value hedging, the fair value adjustment on the underlying hedged exposure.

The going concern and the accrual basis of accounting have been adopted. All amounts are expressed in thousands of New Zealand Dollars, unless otherwise stated.

The same accounting policies and methods of computation have been followed in preparing these financial statements as were used in preparing the Bank’s financial statements for the full year ended 31 December 2016. There have been no material changes to accounting policies during the nine months ended 30 September 2017.

Certain comparative information has been reclassified or restated to ensure consistency with the current reporting year. This has been highlighted as a footnote in the relevant notes.

2. Non-Interest Income

For the nine months ended (Unaudited)	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000
Fees and commissions		
Lending and credit facility related fee income	1,267	1,685
Other fee expense	(197)	(67)
Commission income	34	19
Total fees and commissions	1,104	1,637
Other income/(expense)		
Net ineffectiveness on qualifying hedges	254	(63)
Net gains on derivatives used for hedging purposes that do not qualify for hedge accounting	67	42
Net losses on other derivatives at fair value	(55)	(188)
Total other income/(expense)	266	(209)
Total net non-interest income	1,370	1,428

3. Cash and balances with Central Bank

As at	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
Call deposits and settlement account balances with central bank	40,320	22,908	15,801
Total cash and balances with central bank	40,320	22,908	15,801

4. Financial Assets Pledged as Collateral

The Bank did not have any collateral pledged to derivative counterparties or arising from reverse repurchase agreements as at 30 September 2017 (30 September 2016: nil, 31 December 2016: nil). The fair value of any collateral held which has been sold or re-pledged as at 30 September 2017 is nil (30 September 2016: nil, 31 December 2016: nil).

5. Loans and Advances

As at	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
Residential mortgages	698,295	213,873	381,592
Corporate	748,493	309,546	363,572
Total gross loans and advances	1,446,788	523,419	745,164
Provisions for impairment losses on loans and advances	(1,445)	(522)	(745)
Total net loans and advances	1,445,343	522,897	744,419

6. Asset Quality and Provision for Impairment Losses

a) Impairment losses per Income Statement

For the nine months ended	Unaudited	Unaudited
	30 September	30 September
	2017	2016
	\$000	\$000
Increase in collectively assessed provisions	700	216
Increase in individually assessed provisions	-	-
Total Impairment losses per Income Statement	700	216

b) End-period balances

	Residential mortgages	Corporate exposures	Other exposures	Total credit exposures
As at 30 September 2017 (Unaudited)	\$000	\$000	\$000	\$000
At least 90 days past due	1,114	-	-	1,114
Total individually impaired assets	-	-	-	-
Collectively assessed provisions	695	750	-	1,445
Individually assessed provisions	-	-	-	-
Total provisions for Impairment losses	695	750	-	1,445

c) Breakdown of impairment losses

	Residential mortgages	Corporate exposures	Other exposures	Total credit exposures
For the nine months ended 30 September 2017 (Unaudited)	\$000	\$000	\$000	\$000
Increase in collectively assessed provisions	315	385	-	700
Increase in individually assessed provisions ^{1, 2}	-	-	-	-
Total Impairment losses	315	385	-	700

¹ The impairment loss on an impaired asset is calculated as the difference between the asset's carrying amount and the estimated future cash flows discounted to their present value using the original effective interest rate for the asset. This discount unwinds as interest income over the period the asset is held.

² Undrawn balances on lending commitments to counterparties for whom drawn balances are classified as individually impaired were nil as at 30 September 2017 (30 September 2016: nil, 31 December 2016: nil). The Bank did not have other assets under administration as at 30 September 2017 (30 September 2016: nil, 31 December 2016: nil).

7. Deposits from Customers

As at	Unaudited	Restated ¹	Audited
	30 September	30 September	31 December
	2017	2016	2016
	\$000	\$000	\$000
Demand deposits not bearing interest	9,164	1,987	301
Demand deposits bearing interest	69,906	57,098	54,453
Term deposits	179,929	59,937	84,244
Total deposits from customers	258,999	119,022	138,998

¹ The comparative has been reclassified to ensure consistency with the current period reporting. The Total deposits from customers remain unchanged.

8. Debt Securities Issued

As at	Unaudited 30 September 2017 \$000	Restated ¹ Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
Short term debt			
Registered certificate of deposits	43,000	40,000	45,000
Total short term debt	43,000	40,000	45,000
Long term debt			
Long term debt issued with less than 1 year to maturity	65,000	-	-
Domestic medium-term notes	183,300	236,800	248,300
Total long term debt	248,300	236,800	248,300
Total debt securities issued	291,300	276,800	293,300
Debt securities issued at amortised cost ²	291,300	276,800	293,300
Total debt securities issued	291,300	276,800	293,300
Movement in debt securities issued			
Balance at beginning of the period/year	292,638	124,541	124,541
Issuance during the period/year	125,500	182,991	219,500
Repayments during the period/year	(127,500)	(30,000)	(50,000)
Effect of fair value hedge adjustment	1,904	1,766	(1,823)
Net effect of Transaction costs and accruals	(101)	684	420
Balance at end of the period/year	292,441	279,982	292,638
Total debt securities issued	292,441	279,982	292,638

¹ The comparative has been reclassified to ensure consistency with the current period reporting. The effect of fair value hedge adjustment and transactions costs & accruals have been shown separately to provide more transparency. The Total debt securities issued remain unchanged.

² Debt securities issued at amortised cost is presented at face value and does not tie to the Debt securities issued on Balance Sheet which include the fair value hedge adjustment, transaction costs and accruals.

9. Related Party Transactions

The Bank is a wholly owned subsidiary of CCB, a company incorporated in China. The Ultimate Parent Bank of the Bank is also CCB. The Ultimate Parent Bank Group refers to the Ultimate Parent Bank and its subsidiaries. As at 30 September 2017, the Bank had no controlled entities.

Transactions with related parties

For the six months ended	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000
Interest income		
Received from Ultimate Parent Bank	17	89
Received from other related parties	-	-
Interest expense		
Paid to Ultimate Parent Bank	(6,744)	(1,368)
Paid to other related parties	-	(145)
Non-interest income		
Unrealised gains on derivatives with Ultimate Parent Bank	113	(18)

Balances with related parties

As at	Unaudited	Restated ¹ Unaudited	Audited
	30 September 2017 \$000	30 September 2016 \$000	31 December 2016 \$000
Due from related parties			
Due from Ultimate Parent Bank	569	2,139	2,340
Due from other related parties	-	-	-
Total Related Party Assets	569	2,139	2,340
Due to related parties			
Due to Ultimate Parent Bank ¹	802,611	103,391	210,982
Due to other related parties	-	-	-
Total Related Party Liabilities	802,611	103,391	210,982
Subordinated Debt			
Subordinated Debt with Ultimate Parent Bank	15,132	15,141	15,137
Total Subordinated Debt with Ultimate Parent Bank	15,132	15,141	15,137
Derivative financial assets			
Derivative with Ultimate Parent Bank	10,439	362	3,342
Total derivative financial assets with Related Parties	10,439	362	3,342
Derivative financial liabilities			
Derivative with Ultimate Parent Bank	2,200	380	2,402
Total derivative financial liabilities with Related Parties	2,200	380	2,402

¹ The comparative has been restated to ensure consistency with the current period reporting. The Due to Ultimate Parent Bank previously included the subordinated debt amount. This restatement reflects the position of the Due to Ultimate Parent Bank excluding the subordinated debt, and there is no impact on the Balance Sheet.

There were no debts with any related parties written off or forgiven during the nine months ended 30 September 2017 (30 September 2016: nil, 31 December 2016: nil). No provisions for impairment loss have been recognised in respect of loans given to related parties as at 30 September 2017 (30 September 2016: nil, 31 December 2016: nil).

Nature of transactions and balances with related parties

The Bank undertakes transactions with the Ultimate Parent Bank and other members of the Ultimate Parent Bank Group.

Ultimate Parent Bank

From time to time the Bank makes loans to the Ultimate Parent Bank. Where such loans were made, they were made in the normal course of business and were at arms-length. Where such loans are made, interest income is derived on these loans and is included within the Statement of Comprehensive Income. The loan balance as at 30 September 2017 is nil (30 September 2016: nil, 31 December 2016: nil).

The Bank holds nostro accounts with the Ultimate Parent Bank. The total balance as at 30 September 2017 is \$507k (30 September 2016: \$1,176k, 31 December 2016: \$2,340k). The Bank has receivables with the Ultimate Parent Bank. The total balance as at 30 September 2017 is \$62k (30 September 2016: nil, 31 December 2016: nil). Also, the Bank has a placement and accrued interest with the Ultimate Parent Bank of nil (30 September 2016: \$963,000, 31 December 2016: nil, inclusive of accrued interest).

The Bank has borrowed funds from the Ultimate Parent Bank. These borrowings are made in the normal course of business and are at arms-length. The table below represents the movement of borrowing from the Ultimate Parent Bank during the period.

	USD \$000	NZD \$000	NZD Equiv. \$000
Balance at 1 January 2017	140,000	9,500	210,707
New borrowing during the period	716,873	-	993,586
Repayments during the period	(279,000)	(9,500)	(396,194)
Effect of foreign exchange	-	-	(7,167)
Balance at 30 September 2017	577,873	-	800,932 ¹

¹ The Balance at end of the period does not equal Due to Related Parties in the Balance Sheet due to accrued interest and fair value hedge adjustment of \$1,679k not being included in the above table.

On 28 April 2016, the Bank raised NZD \$15 million, issuing 15,000 redeemable, subordinated and unsecured medium term notes at a face value of NZD \$1,000.00 each to the Sydney Branch of the Ultimate Parent Bank (Sydney Branch). The accrued interest on the subordinated note is \$132,000 as at 30 September 2017. (30 September 2016: \$141,000, 31 December 2016: \$137,000).

The Bank has a \$10,439,000 unrealised revaluation gain on derivative deals with the Ultimate Parent Bank as at 30 September 2017. This is included in derivative financial assets in the Balance sheet (30 September 2016: \$362,000, 31 December 2016: \$3,342,000).

The Bank has a \$2,200,000 unrealised revaluation loss on derivative deals with the Ultimate Parent Bank as at 30 September 2017. This is included in derivative financial liabilities in the Balance sheet (30 September 2016: \$380,000, 31 December 2016: \$2,402,000).

10. Fair Value of Financial Instruments

Classification of financial instruments and estimates of fair value

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The methods and assumptions used in the fair value estimates are described on page 45 of the Bank's full year Disclosure Statement for the year ended 31 December 2016.

Fair value hierarchy of financial instruments measured at fair value

The best evidence of fair value is a quoted price in an active market. Wherever possible the Bank determines the fair value of a financial instrument based on the quoted price.

Where no quoted price in an active market is available, the Bank applies present value estimates or other valuation techniques based on current market conditions.

These valuation techniques rely on market observable inputs wherever possible or in a limited number of instances rely on inputs which are unobservable but are reasonable assumptions based on market conditions.

The Bank categorises all fair value measurements according to the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

"Level 1" – Quoted market price

Fair value measurement where inputs are quoted market prices (unadjusted) in an active market for identical financial assets or financial liabilities.

"Level 2" – Valuation technique using observable inputs

Fair value measurement where quoted market prices are not available in active markets for similar instruments. Fair values have been estimated using present value or valuation techniques using significant inputs that are observable for the financial asset or financial liability, either directly or indirectly from market data.

"Level 3" – Valuation technique with significant non-observable input

Fair value measurement where at least one input which could have a significant effect on the instrument's valuation is not based on observable market data.

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

	Level 1	Level 2	Level 3	Total
As at 30 September 2017 (Unaudited)	\$000	\$000	\$000	\$000
Financial assets				
Derivative financial assets	-	14,153	-	14,153
Total financial assets carried at fair value	-	14,153	-	14,153
Financial liabilities				
Derivative financial liabilities	-	5,831	-	5,831
Total financial liabilities carried at fair value	-	5,831	-	5,831
As at 30 September 2016 (Unaudited)				
As at 30 September 2016 (Unaudited)	\$000	\$000	\$000	\$000
Financial assets				
Derivative financial assets	-	3,972	-	3,972
Total financial assets carried at fair value	-	3,972	-	3,972
Financial liabilities				
Derivative financial liabilities	-	380	-	380
Total financial liabilities carried at fair value	-	380	-	380
As at 31 December 2016 (Audited)				
As at 31 December 2016 (Audited)	\$000	\$000	\$000	\$000
Financial assets				
Derivative financial assets	-	4,920	-	4,920
Total financial assets carried at fair value	-	4,920	-	4,920
Financial liabilities				
Derivative financial liabilities	-	5,328	-	5,328
Total financial liabilities carried at fair value	-	5,328	-	5,328

The Bank considers transfers between levels, if any, are deemed to have occurred at the beginning of the reporting period.

Fair value of financial instruments not measured at fair value

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

As at	Unaudited 30 September 2017		Unaudited 30 September 2016		Audited 31 December 2016	
	Fair Value	Carrying amount	Fair Value	Carrying amount	Fair Value	Carrying amount
	\$000	\$000	\$000	\$000	\$000	\$000
Financial assets						
Cash and balances with central banks	40,320	40,320	22,908	22,908	15,801	15,801
Due from other financial institutions	102,415	102,415	157,596	157,596	116,690	116,690
Loans and advances	1,609,270	1,445,343	572,920	522,897	814,860	744,419
Due from related parties	569	569	2,139	2,139	2,340	2,340
Total financial assets not measured at fair value	1,752,574	1,588,647	755,563	705,540	949,691	879,250
Financial liabilities						
Due to other financial institutions	24,020	24,020	-	-	28,006	28,006
Deposits from customers	259,905	258,999	117,159	119,022	139,330	138,998
Due to related parties	811,809	802,611	104,310	103,391	211,891	210,982
Debt securities issued at amortised cost	295,977	292,441	286,955	279,982	299,676	292,638
Subordinated Debt	17,334	15,132	17,898	15,141	17,594	15,137
Other liabilities	403	403	79	79	386	386
Total financial liabilities not measured at fair value	1,409,448	1,393,606	526,401	517,615	696,883	686,147

For cash and balances with central banks, due from/to other financial institutions and non-derivative balances due from related parties which are carried at amortised cost and other types of short term financial instruments recognised in the balance sheet under "other liabilities", the carrying amounts are considered to approximate the fair values. These financial instruments are either short-term in nature, or re-price frequently and are of a high credit rating. A detailed description of how fair value is derived for financial instruments not measured at fair value is disclosed in Note 24 "Fair Value of Financial Instruments" in the Bank's full year Disclosure Statement for the year ended 31 December 2016.

The Bank determines the valuation of financial instruments classified as level 2 as per the following:

Derivative financial instruments

Fair value is obtained from quoted market prices and discounted cash flow models or option pricing models as appropriate.

11. Net Cash Flows used in Operating Activities

	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000
For the nine months ended		
Reconciliation of profit/(loss) after income tax to net cash flows used in operating activities		
Profit/(Loss) after income tax	7,346	(778)
Adjustments:		
Non Interest income	(334)	-
Impairment losses on loans and advances	700	216
Depreciation and amortisation	583	540
Deduct/(add) items reclassified as financial activities	13,490	7,553
Income tax expense/(benefit)	2,857	-
Net (increase)/decrease in operating assets:		
Due from other financial institutions	319	(395)
GST receivable	(36)	(1)
Loans and advances	(701,177)	(216,447)
Due from related parties ¹	(62)	(856)
Other assets	(20)	(59)
Derivative financial assets	(451)	(884)
Net increase/(decrease) in operating liabilities:		
Due to other financial institutions	(3,986)	(14,512)
Deposits from customers	120,000	21,562
Debt securities issued	(101)	1,514
Subordinated Debt	(5)	-
Due to related parties	1,217	(1,265)
Derivative financial liabilities	1,638	76
Other liabilities	465	-
Net cash flows used in operating activities	(557,557)	(203,736)

¹ The amount of due from related parties excludes nostro balances held with Ultimate Parent Bank

12. Commitments and Contingent Liabilities

Capital commitments

As at	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
Capital expenditure commitments			
Property, plant and equipment	-	-	-
Intangible assets	100	-	-
Total	100	-	-

Leasing commitments

The following non-cancellable operating lease commitments existed as at balance date.

	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
As at			
Future aggregate minimum lease payments under non-cancellable operating leases:			
No later than 1 year	980	1,006	987
Later than 1 year and no later than 5 years	2,756	3,551	3,313
Later than 5 years	-	-	-
Total	3,736	4,557	4,300

Leasing commitments relate to rental of the Bank's premises and computer equipment.

Credit related commitments and contingent liabilities

The Bank is party to financial instruments with off-balance sheet credit risk in the normal course of business to meet the financing needs of its customers. These financial instruments include commitments to extend credit, financial guarantees, standby letters of credit, trade letters of credit, non-financial guarantees and underwriting facilities.

The Bank's exposure to credit loss in the event of non-performance by the other party is represented by the contract or notional amount of those financial instruments. The Bank uses the same credit policies in making commitments and conditional obligations for off-balance sheet risk as it does for on-balance sheet financial instruments.

Credit related commitments (contractual or notional amount) and contingent liabilities arising in respect of the Bank's operations as at balance date were:

	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
As at			
Financial guarantees	2,522	950	2,217
Standby letters of credit	-	-	-
Trade letters of credit	-	-	-
Non-financial guarantees	5,155	507	507
Total contingent liabilities	7,677	1,457	2,724
Undrawn Commitments	593,736	145,041	415,908
Total contingent liabilities and undrawn commitments	601,413	146,498	418,632

Other contingent liabilities

There were no other contingent liabilities as at 30 September 2017 (30 September 2016: nil, 31 December 2016: nil).

13. Concentration of Credit Exposures to Individual Counterparties

Concentration of credit exposure to individual counterparties

Concentrations of credit exposures are disclosed on the basis of actual exposures. In addition, credit exposures to individual counterparties (not being members of a group of closely related counterparties), and to groups of closely related counterparties, exclude exposures to connected persons, to the central

government of any country with a long-term credit rating of A- or A3 or above, or its equivalent, or to any bank with a long-term credit rating of A- or A3 or above, or its equivalent.

The number of individual bank counterparties that have a long-term credit rating of BBB+ or Baa1, or its equivalent and or below, which are not members of a group of closely related counterparties, or groups of closely related counterparties of which a bank is the parent, to which the Bank has an aggregate credit exposure or peak end-of-day aggregate credit exposure that equals or exceeds 10% of the Bank's equity:

- As at 30 September 2017 was nil; and
- In respect of peak end-of-day aggregate credit exposure for the relevant three month period was Nil.

The number of individual non-bank counterparties which are not members of a group of closely related counterparties, or groups of closely related counterparties of which a bank is not the parent, to which the Bank has an aggregate credit exposure or peak end-of-day aggregate credit exposure that equals or exceeds 10% of the Bank's equity:

Unaudited 30 September 2017					Unaudited 30 September 2017				
Percentage of Shareholder's Equity	Number of Non-Bank Counterparties				Percentage of Shareholder's Equity	Number of Non-Bank Counterparties			
	"A" Rated	"B" Rated	Un- rated	Total		"A" Rated	"B" Rated	Un- rated	Total
As at Balance Date					Peak Exposure				
10% - 14%	0	0	2	2	10% - 14%	0	0	2	2
15% - 19%	0	0	3	3	15% - 19%	0	0	3	3
20% - 24%	1	0	2	3	20% - 24%	1	0	2	3
25% - 29%	0	0	0	0	25% - 29%	0	0	0	0
30% - 34%	0	0	2	2	30% - 34%	0	0	2	2
35% - 39%	0	1	1	2	35% - 39%	0	1	1	2
40% - 44%	0	0	1	1	40% - 44%	0	0	1	1
45% - 49%	0	0	2	2	45% - 49%	0	0	2	2
Total	1	1	13	15	Total	1	1	13	15

Notes:

"A" Rated - those counterparties that have a long-term credit rating of A- or A3 or above, or its equivalent

"B" Rated - those counterparties that have a long-term credit rating of at least BBB- or Baa3, or its equivalent, and at most BBB+ or Baa1, or its equivalent.

Unrated - those counterparties that do not have a long-term credit rating.

As at Balance Date - The as at balance date aggregate credit exposure to an individual counterparty or not members of a group of closely related counterparties has been calculated by determining the end-of-day aggregate amount of actual credit exposure for the relevant reporting date and then dividing that by Shareholder's Equity as at the date of the reporting date for the Disclosure Statement.

Peak Exposure - The peak end-of-day aggregate credit exposure to an individual counterparty or not members of a group of closely related counterparties has been calculated by determining the maximum end-of-day aggregate amount of actual credit exposure for the relevant three month period and then dividing that by Shareholder's Equity as at the end of the quarter.

14. Insurance Business, Securitisation, Funds Management, other Fiduciary Activities and the Marketing and Distribution of Insurance Products

The Bank does not conduct any insurance business.

The Bank is also not involved in:

- the establishment, marketing, or sponsorship of trust, custodial, funds management and other fiduciary activities;
- the origination of securitised assets; and the marketing or servicing of securitisation schemes; and
- the marketing and distribution of insurance products

15. Risk Management

There have been no material changes to the risk management policies and no new categories of risk to which the Bank has become exposed since 31 December 2016.

Liquidity portfolio management

The Bank held the following financial assets for the purpose of managing liquidity risk:

As at	Unaudited 30 September 2017 \$000	Unaudited 30 September 2016 \$000	Audited 31 December 2016 \$000
Cash and cash equivalents:			
Cash and balances with central banks	40,320	22,908	15,801
Due from other financial institutions (call or original maturity of 3 months or less)	102,415	157,202	116,690
Due from related parties ¹	507	1,176	2,340
Total liquidity portfolio	143,242	181,286	134,831

¹ Due from related parties includes the Nostro account balance held with the Ultimate Parent Bank as at 30 September 2017, 30 September 2016 and 31 December 2016.

16. Capital Adequacy

The Bank is subject to the capital adequacy requirements for registered banks as specified by the Reserve Bank. The Reserve Bank has set minimum regulatory capital requirements that are consistent with the internationally agreed framework (commonly known as Basel III) developed by the Basel Committee on Banking Supervision. These requirements define what is acceptable as capital and provide methods for measuring the risks incurred by the Bank.

The objective of the Basel III Framework is to develop capital adequacy guidelines that are more accurately aligned with the individual risk profile of banks. Basel III consists of three pillars – Pillar One covers the capital requirements for banks for credit, operational and market risks. Pillar Two covers all other material risks not already included in Pillar One, and Pillar Three relates to market disclosure. As a bank adopting a Standardised approach under the Basel III regime, the Bank applies the Reserve Bank's BS2A *Capital Adequacy Framework (Standardised Approach)* for calculating regulatory capital requirements.

The Basel III standards for bank capital distinguish between Tier 1 and Tier 2 capital. Tier 1 capital is permanently and freely available to absorb losses without the bank being obliged to cease trading, while Tier 2 capital generally only absorbs losses in a winding up. Within Tier 1 capital, Common Equity (CET 1) has greater loss absorbing capability than the other Tier 1 instruments referred to as Additional Tier 1 (AT 1) capital. Common Equity and Additional Tier 1 capital primarily consists of shareholders' equity and other capital instruments acceptable to the Reserve Bank less intangible and deferred tax assets and other prescribed deductions. Tier 2 can comprise other capital instruments acceptable to the Reserve Bank.

Capital ratios are used to define minimum capital requirements for each of: Common Equity (CET1), Tier 1 capital (CET1 plus AT1), and Total capital (Tier 1 plus Tier 2), as a percentage of risk-weighted assets calculated in accordance with the Reserve Bank document BS2A *Capital Adequacy Framework (Standardised Approach)*. As a condition of registration, the Bank must comply with the following minimum requirements set by the Reserve Bank:

- Total capital ratio must not be less than 8% of risk weighted exposures.
- Tier 1 capital ratio must not be less than 6% of risk weighted exposures.
- Common Equity Tier 1 capital ratio must not be less than 4.5% of risk weighted exposures.
- Capital of the Bank must not be less than \$30 million.

In addition to minimum capital requirements, Basel III introduces a capital conservation buffer of 2.5 per cent of risk-weighted assets. There are constraints on capital distributions where a bank's capital level falls within the buffer range, which are specified in the Conditions of Registration in appendix 1 on pages 79 to 85 of the Bank's full year Disclosure Statement for the year ended 31 December 2016.

Capital management

The primary objective of the Bank's capital management is to ensure that the Bank complies with the externally imposed capital requirements set by the Reserve Bank and maintains strong credit ratings and healthy capital ratios in order to support the future development and growth of the business and to maximise shareholder value.

The Board has ultimate responsibility for ensuring that the Bank has adequate overall capital in relation to its risk profile and establishes minimum internal capital levels and limits above the regulatory minimum to reduce the risk of breaching its conditions of registration. The Bank actively monitors its capital adequacy as part of the Bank's Internal Capital Adequacy Assessment Process ("ICAAP"), which complies with the requirements set out in the Reserve Bank document BS12 *Guidelines on Internal Capital Adequacy Assessment Process (ICAAP)*, and reports this on a regular basis to senior management and the Board. The Bank's ICAAP is a documented process that describes not only the risk appetite and tolerances of the Bank, but also the levels of capital held against risks, including credit, market, operational and other material risks.

The Bank's ICAAP is reviewed and approved at least annually by senior management and the Board and the process includes consideration of stress tests and future strategic requirements. The Bank also considers other stakeholders' requirements when managing capital.

The Bank manages its capital structure and makes adjustments according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Bank may adjust the amount of dividend payments to shareholders, return/issue capital to shareholders or issue capital securities. No changes were made in the objectives, policies and processes during the nine months ended 30 September 2017.

The capital adequacy tables set out on the following pages summarise the composition of regulatory capital, pillar 1 capital requirement and the capital adequacy ratios for the Bank as at 30 September 2017. During the period, the Bank complied in full with all externally imposed Reserve Bank capital requirements as set out in the Bank's conditions of registration.

Capital

The table below shows the qualifying capital for the Bank.

As at 30 September 2017 (Unaudited)	\$000
Tier 1 Capital	
Common Equity Tier 1 capital	
Issued and fully paid-up ordinary share capital	199,178
Retained earnings (net of appropriations)	3,695
Accumulated other comprehensive income and other disclosed reserves ¹	(184)
Less deductions from Common Equity Tier 1 capital	
Intangible assets	198
Cash flow hedge reserve	(184)
Deferred tax assets	486
Total Common Equity Tier 1 capital	202,189
Additional Tier 1 capital	
Nil	-
Total Additional Tier 1 capital	-
Total Tier 1 capital	202,189
Tier 2 capital	
Subordinated notes (face value)	15,000
Less deductions from Tier 2 capital	
Allowance for tax under BS2A	(4,200)
Total Tier 2 capital	10,800
Total capital	212,989

¹ Accumulated other comprehensive income and other disclosed reserves consist of available-for-sale revaluation reserve of nil and cash flow hedge reserve of -\$184k.

Capital instruments

Ordinary Shares

In accordance with the Reserve Bank document BS2A *Capital Adequacy Framework (Standardised Approach)*, ordinary share capital is classified as Common Equity Tier 1 capital.

In relation to the ordinary shares:

- there are no options or facilities for early redemptions, conversion, write-down or capital repayment;
- there is no predetermined dividend rate;
- there is no maturity date;
- there are no options granted or to be granted pursuant to any arrangement; and

- they have equal voting rights and share equally in dividends and profit on winding up. Dividends are declared, subject in all cases, to the applicable directors' resolutions being passed.

Subordinated Notes

On 28 April 2016, the Bank issued NZD \$15 million (15,000 subordinated and unsecured medium term notes at a face value of NZD \$1,000.00 "the Notes") to the Sydney Branch of the Ultimate Parent Bank (**Sydney Branch**). The Notes will mature on 28th April 2023. The Notes are redeemable, subordinated and unsecured securities of the Bank. The Notes are subordinated to the claims of depositors and other unsubordinated creditors of the Bank and qualify for Tier 2 regulatory recognition subject to the allowance for tax in accordance with section 10f(5) of subpart 2F under BS2A. The Bank may redeem all the Notes on any interest payment date, subject to certain conditions including the Reserve Bank's written approval ("**Redemption of Term Subordinated Notes**"). Early redemption of all but not some of the Notes for tax reasons or regulatory reasons is permitted subject to Redemption of Term Subordinated Notes.

The Notes bear interest at a rate based on the 3 month Bank Bill Rate plus a fixed margin of 3.00% per annum. Interest is payable quarterly in arrears and commenced on 28th July 2016.

If a Non-Viability Trigger Event occurs, the Bank must apply the conditions of ("**Write-off**"). A Non-Viability Trigger Event occurs if:

- a) the Reserve Bank has reasonable grounds to believe that the Bank meets any of the grounds of section 113(a) to (e) of the Reserve Bank Act 1989 requiring the Bank to write off (in whole or in part) a class of capital instrument that includes the Notes; or
- b) the Bank is subject to statutory management and the statutory manager decides to write off the Notes (in whole or in part).

Pillar 1 capital requirement

	Pillar 1 capital requirement
As at 30 September 2017 (Unaudited)	\$000
On-balance sheet credit risk:	
Residential mortgages (including past due)	20,394
Corporate	59,966
Claims on banks	1,647
Other	271
Total on-balance sheet credit risk	82,278
Other capital requirements:	
Off-balance sheet credit exposures	21,181
Operational risk	14,267
Market risk	1,167
Total other capital requirements	36,615
Total Pillar 1 capital requirement	118,893

Additional mortgage information

Residential mortgages by loan-to-valuation ratio

As at 30 September 2017 (Unaudited)	Does not exceed 80%	Exceeds 80% and not 90%	Exceeds 90%	Total
Loan-to-valuation ratio				
On-balance sheet exposures	696,811	-	-	696,811
Off-balance sheet exposures	84,754	-	-	84,754
Value of exposures	781,565	-	-	781,565

The information in the above table is in respect of the total residential mortgage loans used to calculate the Bank's Pillar 1 capital requirement for credit risk, categorised by loan-to-valuation ratio.

Any residential mortgage loan for which no loan-to-valuation ratio is available is included in the category for loan-to-valuation ratios that exceed 90%.

Capital requirements for other material risks

The Basel III capital adequacy regime intends to ensure that banks have adequate capital to support all material risks inherent in their business activities. Consequently, the Bank's ICAAP captures all material risks that the Bank faces including those not captured by Pillar 1 regulatory capital requirements. These other material risks for the Bank include liquidity and funding risk, strategic and business risk, and reputational risk.

The Bank's internal capital allocation for other material risks is nil as at 30 September 2017. The Board has included an extra 2% capital buffer to cover these risks taking the total capital ratio to a minimum of 12.5%.

Capital ratios of the Bank

As at	Unaudited 30 September 2017 %	Restated ¹ Unaudited 30 September 2016 %
Capital adequacy ratios		
Common Equity Tier 1 capital ratio	13.60%	35.18%
Tier 1 capital ratio	13.60%	35.18%
Total capital ratio	14.33%	37.15%
Reserve Bank minimum ratio requirements		
Common Equity Tier 1 capital ratio	4.50%	4.50%
Tier 1 capital ratio	6.00%	6.00%
Total capital ratio	8.00%	8.00%
Buffer ratio		
Buffer ratio	6.33%	29.15%
Buffer ratio requirement	2.50%	2.50%

¹ The comparative Buffer ratio has been restated. No other amounts have been restated.

17. Events Subsequent To The Reporting Date

There were no material events that occurred subsequent to the balance date that require recognition or additional disclosure in these financial statements.