



Fund Update for the Britannia Retirement Scheme – Lifetime Income Fund

For the quarter ended 30 September 2018.

This Fund Update was first made publicly available on 29 October 2018.

WHAT IS THE PURPOSE OF THIS UPDATE?

This document tells you how the Lifetime Income Fund has performed and what fees were charged. The document will help you to compare the fund with other funds. Britannia Financial Services Limited prepared this update in accordance with the Financial Markets Conduct Act 2013. This information is not audited and may be updated.

DESCRIPTION OF THIS FUND

The Lifetime Income Fund turns members' investments into a Retirement Income for the rest of their life. It invests members' money in a diversified portfolio that has a bias towards defensive or income assets and insures their retirement income with Lifetime Income Limited, an insurance company licensed by the RBNZ.

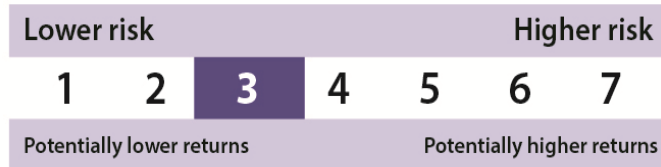
The currency hedging objective for the Lifetime Income Fund is for the entire Fund to be hedged against changes in the value of the New Zealand dollar if there are at least \$2,000,000 of equity investments held in the Fund. While this Fund has a 100% hedging objective, a hedging range of 90% to 100% (once hedging becomes mandatory) will be acceptable and within the limits set by this SIPO.

| | |
|--------------------------------|---------------|
| Total value of the Fund | 889,236 |
| Number of investors | 7 |
| Date the Fund started | 22 March 2018 |



WHAT ARE THE RISKS OF INVESTING?

Risk indicator for the Lifetime Income Fund*



The risk indicator is rated from 1 (low) to 7 (high). The rating reflects how much the value of the fund’s assets goes up and down. A higher risk generally means higher potential returns over time, but more ups and downs along the way.

To help you clarify your own attitude to risk, you can seek financial advice or work out your risk profile at www.sorted.org.nz/tools/investor-kickstarter.

Note that even the lowest category does not mean a risk-free investment, and there are other risks that are not captured by this rating.

This risk indicator is not a guarantee of a fund’s future performance. The risk indicator is based on returns data from 1 October 2013 to 30 September 2018. While risk indicators are usually relatively stable, they do shift from time to time. The risk indicator will continue to be updated in future Fund Updates. See the Product Disclosure Statement (PDS) for more information about the risks associated with investing in this fund.

** The fund does not have a full 5-year return history as it started on 22 March 2018. To calculate the risk indicator, we used actual returns where available and market index returns for the remainder of the five years to 30 September 2018. The risk indicator may therefore provide a less reliable indicator of the potential future volatility of the fund.*

HOW HAS THE FUND PERFORMED?

| | Past year |
|---|-----------|
| Annual return (after deductions for charges and tax) | N/A |
| Annual return (after deductions for charges but before tax) | N/A |
| Market index annual return (reflects no deductions for charges and tax) | 9.20% |



The market indices on which the market index annual return is based are the following:

- S&P/NZX 90 Day Bank Bill Index
- 50:50 weighted average of the S&P/NZX Government Bond Index Total Return and S&P/NZX A Grade Corporate Bond Index Total Return Indices
- Barclays Global Aggregate Bond Index (100% hedged to the NZ dollar)
- S&P/ASX300 Accumulation Index (in NZ dollars)
- MSCI All Country World ex Australia Accumulation Index
- S&P/NZX50 gross including imputation credits

Additional information about the market indices used in calculating the market index annual return for the fund is available on the offer register. The benchmark indices are defined in the Statement of Investment Policy and Objectives for the Britannia Retirement Scheme.

WHAT FEES ARE INVESTORS CHARGED?

Investors in the fund are charged fund charges. Based on the PDS dated 22 March 2018 these are expected to be: ¹

| | % of net asset value |
|--|--------------------------------|
| Total fund charges Which are made up of – | 2.35% (estimated) ² |
| Total management & administration charges: Including – | 2.35% (estimated) ² |
| Manager’s basic fee | 0.64% (estimated) ² |
| Other management and administration charges | 1.71% (estimated) ² |
| Total performance based fees | 0.00% |

Investors may also be charged individual action fees for specific actions or decisions (for example, contribution, transfer out, early withdrawal, benefit calculation or overseas exchange of information fees). See the PDS and Other Material Information document for more information about those fees. These documents can be found at www.companiesoffice.govt.nz/disclose.

Small differences in fees and charges can have a big impact on your investment over the long term.



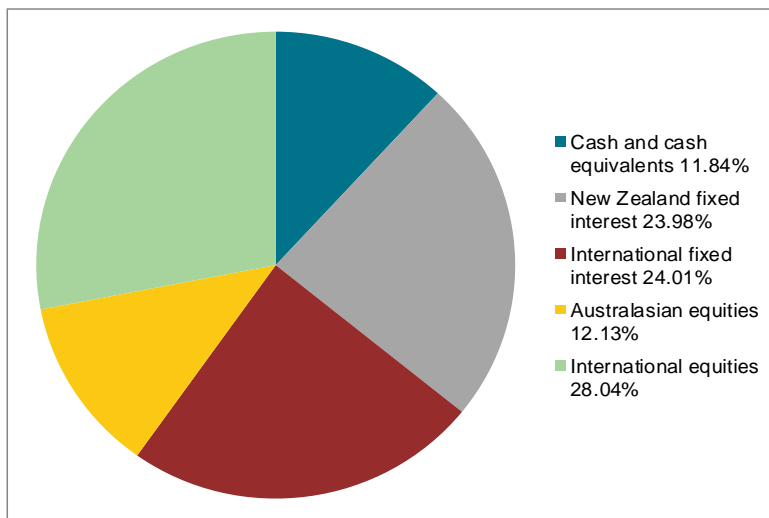
EXAMPLE OF HOW THIS APPLIES TO AN INVESTOR?

Liz had \$10,000 in the fund five months ago and did not make any further contributions. At the end of the five months, Liz received a return after fund charges were deducted of \$384 (that is 3.84% of her initial \$10,000). Liz also paid \$0 in other charges. This gives Liz a total return after tax of \$355 for the five months.

WHAT DOES THE FUND INVEST IN?

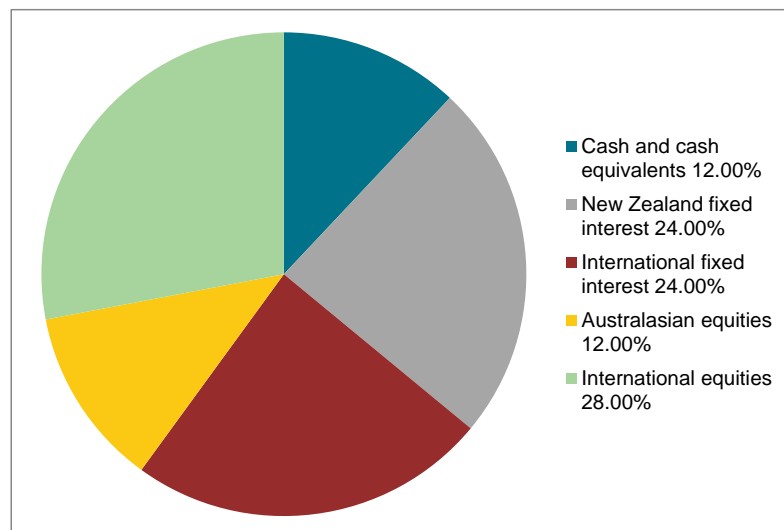
Actual investment mix

This shows the types of assets that the fund invests in.



Target investment mix

This shows the mix of assets that the fund generally intends to invest in.





Top 10 investments

| Name | % of fund net assets | Type | Country |
|--|----------------------|------------------------------|---------|
| IOOF Profile International Shares | 28.04% | International equities | AU |
| Dimensional Five-Year Diversified Fixed Interest Trust | 24.01% | International fixed interest | AU |
| Harbour Asset Management NZ Core Fixed Interest Fund | 23.98% | New Zealand fixed interest | NZ |
| Harbour Short Duration Fund | 11.55% | Cash and cash equivalents | NZ |
| Harbour Asset Management Advanced Beta Fund | 9.16% | Australasian equities | NZ |
| IOOF Profile Australian Shares | 2.97% | Australasian equities | AU |
| NZDZD : NZD Cash or Cash Equivalents | 0.27% | Cash and cash equivalents | NZ |
| NZDAUD : AUD Cash or Cash Equivalents | 0.01% | Cash and cash equivalents | AU |

KEY PERSONNEL

This table shows the 5 people who are directors or employees of the manager, of the investment manager, or of a related body corporate of either of them who have the most impact on investment decisions in relation to the Lifetime Income Fund as at the relevant date.

| Name | Current position | Time in current position | Previous other/position | Time in previous/other position |
|--------------------|--|--------------------------|--|---------------------------------|
| Mark Brown | Head of Fixed Income Portfolio Management at Harbour Asset Management | 7 years 9 months | Head of Fixed Interest at National Mutual, AXA, Alliance Bernstein | 15 years 8 months |
| Gregg Dell | General Manager of Wealth Products and General Counsel at Britannia Financial Services Ltd | 2 years 7 months | Managing Director at Dell Consulting Ltd | 4 years 8 months |
| Gavin Dixon | Chief Executive Officer and Director at Britannia Financial Services Ltd | 2 years 9 months | Chief Executive Officer at Stream Holdings Group | 6 months |
| Dan Farmer | Chief Investment Officer – IOOF Australia | 1 year 2 months | Portfolio Equities Australian Equities IOOF | 7 years 0 months |
| Alun Rees-Williams | General Manager Distribution and Director at Britannia Financial Services Ltd | 17 years 11 months | Administration Manager at David Milner and Associates | 9 years |



FURTHER INFORMATION

You can also obtain this information, the Product Disclosure Statement for the Britannia Retirement Scheme and some additional information from the offer register at www.companiesoffice.govt.nz/disclose.

NOTES

¹ As the fund commenced on 22 March 2018 fee data described in the PDS was used for the fund charges table.

² Total fund charges are an estimated percentage of the value of your unitholding balance in the fund. This estimate is, in part, based on actual annual fees expected to be paid to underlying fund managers and is also based on anticipated investment levels in the fund. Actual charges may vary from the estimates provided.

Estimated total fund charges are exclusive of GST and are made up of the management fee, the underlying fund managers' fees and other administration fees, which are accrued on a daily basis and reflected in the unit price of the fund. Total fund charges comprise:

- management fees, which are paid to Britannia for the management of the fund's assets;
- underlying managers' fees and expenses (including any performance fees of their underlying funds), which are estimated and paid to the underlying fund managers for their management services; and
- other administration fees, which include the Supervisor's fee, the Custodian's fee, the Administration Manager's fees (for registry, valuation and unit pricing services), the cost of the lifetime income insurance premiums and the estimated accounting expenses of the fund.

The Manager may also charge reasonable auditing and other professional services charges to the fund in the future. Currently the Manager does not charge these fees to the fund, so the estimated fee for these professional services is nil.

The annual fund charge for the fund shown is an estimate only. The actual annual fund charge will be calculated based on two components: 1.15% of each member's investment balance; and 1.20% of each member's Protected Income Base.