

NPT LIMITED

**ANNUAL REPORT
FOR THE YEAR ENDED 31 MARCH 2012**

The Property Portfolio



AA Centre
99 Albert Street, Auckland



Baldwins Centre / AMI Plaza
342 Lambton Quay, Wellington



Eastgate Shopping Centre
Cnr Buckleys Road and Linwood Avenue, Christchurch



Heinz Wattie's National Distribution Centre
113 Elwood Road, Tomoana, Hastings



Ocean Boulevard
Dickens & Emersons Streets, Napier



Print Place
17 Print Place, Middleton, Christchurch



Natcoll House
195 Hereford Street, Christchurch



Avonhead Shopping Centre
Cnr Withells Road & Merrin Street
Christchurch

The headlease on the HWMC Warehouse property in Christchurch expired on 31 March 2012 and has not been renewed.

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Chairman's Letter

"We are looking forward to the coming financial year with a rebuilt management team looking to enhance our current properties, as well as pursue growth opportunities when they become available."



On behalf of the Board of Directors of NPT Limited ("NPT" "the Company") I am pleased to present to you the 2012 Annual Report. The year to 31 March 2012 has been the first year under the governance of the new Board following the corporatisation of The National Property Trust on 1 April 2011. Accordingly all references to previous financial years in this Annual Report relate to the operation of the Trust.

The new Board and management team, led by acting CEO Kerry Hitchcock, immediately focussed on the properties affected by the Canterbury earthquakes. We have made pleasing progress during the year on those properties.

The remainder of the portfolio was also reviewed and this resulted in the sale of one of our Auckland properties and efficiency improvements being made at many of our other properties. Major works have also been completed at the Heinz Wattie's warehouse in Hastings (now their National Distribution Centre - see Case Study on page 5).

Financial Performance

The Company achieved a trading profit of \$9.94 million for the year under review. This compares with a \$8.80 million trading profit for the previous financial year; an increase of 12.5%. Following unrealised gains and losses, NPT's net loss after tax is \$2.298 million for the year, compared with a \$14.67 million net loss after tax for the same period last year.

Contributing to this result was the actual savings of \$728,000 on corporatisation costs in the 12 month period. Following corporatisation on 1 April 2011 we had forecast administration cost savings of \$500,000 for the 2012 year.

During the year the Board made a strategic decision to buy out two long-dated interest rate swaps at a cost of \$3.8 million. As a result, the overall cost of the NPT's funding has been significantly reduced.

The Net Tangible Assets per share as at 31 March 2012 was 53.8 cents.

Property Portfolio

The Company's property portfolio recorded an unrealised adjustment from \$161.79 million in 2010-2011, down to \$143.15 million for the year to March 2012. The decrease

in value is primarily attributable to Christchurch's earthquake-hit Eastgate Shopping Centre. The Centre's valuation reflects the Farmers Trading Company's early termination of their lease. The Company spent \$13.81 million on earthquake repairs and reconstruction at Eastgate and in March NPT accepted a full and final insurance settlement of \$18.05 million, including GST.

At the time of writing the Company is still waiting on an insurance settlement on its material damage claim at Christchurch's Natcoll House.

The properties in the portfolio are covered in detail in the CEO's Report.

Dividend Distributions

Due to the uncertainties around the Company's Christchurch property portfolio, in August last year we announced that the dividend payment would be 3.00 cents per share for the financial year ending in 31 March 2012. As many of those issues were successfully resolved by year end the Board adjusted the payments upwards. Accordingly total distributions of 4.00 cents per share were made for the 2011-2012 year following the payment of a 1.75 cents per share dividend in July 2012, for the quarter ended 31 March 2012.

Strategic Outlook

The Canterbury earthquakes have presented the Company with many challenges over the last financial year and we are pleased that many have been resolved. We are looking forward to the coming financial year with a rebuilt management team looking to enhance our current properties, as well as pursue growth opportunities when they become available. The retirement of some bank debt means NPT's financial position is solid and we are better placed to provide further positive returns in the year ahead.

A handwritten signature in black ink, reading "J. A. Anderson". The signature is written in a cursive style with a horizontal line underneath.

Sir John Anderson
CHAIRMAN

CEO's Report



As we announced in our annual results release in May, there is significant leasing activity underway in a number of properties which will create positive cash flow for the Company and materially impact on key indicators such as our weighted average lease term.

With good progress on resolution of the issues around our Christchurch properties our new management team can turn their focus to the other properties within the portfolio. Our review last year identified areas where we can enhance efficiencies and add value for the benefit of our shareholders.

During the year we sold our Auckland property at 36 Sel Peacock Drive, Henderson for \$7.301 million with settlement taking place on 7 November 2011. This excellent result allowed NPT to retire some debt. It also provides us with the potential to reinvest in properties where we believe we can add value and enhance returns.

As previously signalled NPT also relinquished the headlease on the HWMC Warehouse property in Christchurch on 31 March 2012.

A brief report on each of the properties within the portfolio follows.

Retail

Eastgate Shopping Centre, Christchurch

The Centre is an important property within the Company's portfolio and central to the local community it serves so we have been working extensively with independent advisers on plans to reconfigure Eastgate. The Centre was badly damaged in the Canterbury earthquakes resulting in the multi-level carpark and 26 specialty shops being demolished.

In November 2011 we negotiated a confidential settlement with the Farmers Trading Company after they sought to terminate their lease early. This has resulted in the Centre having an occupancy rate of 75% compared with the 98% occupancy it enjoyed at the time of the February earthquake. However we are starting to see some good leasing activity, particularly following the announcement made subsequent to year end that the Centre had received a positive engineering report from the Canterbury Earthquake Recovery Authority (CERA) which confirms that the complex meets the new seismic standards.

In the market release made in April this year, Connor Consulting confirmed that the Centre was structurally sound, complying with all current design code loadings as well as having a seismic rating well in excess of current code.

As mentioned in the Chairman's letter, NPT has spent \$13.81 million on earthquake repairs and reconstruction at the Centre and in March the Company accepted a full and final insurance settlement of \$18.05 million, including GST. The Centre's valuation as at 31 March 2012 was \$35.50 million.

Ocean Boulevard, Napier

As advised in our Interim Report to 30 September 2011 we have been working on plans to reconfigure this small regional shopping centre, located in downtown Napier. The Company is well underway with plans to reconfigure the space in order to enhance its leasing potential as the property has suffered from a significant level of vacancy. We are confident that this redesign will see our occupancy rate increase over the coming year.

The property's value was assessed as being \$4.90 million as at 31 March 2012.

Avonhead Shopping Centre, Christchurch (Headlease)

This modern community shopping centre, well located in the Christchurch suburb of Avonhead, has continued to benefit from being little effected by the Canterbury earthquakes and retailers report good trading activity.

The head lease will not be renewed when it expires in November next year.

Commercial

AA Building, Auckland

The AA Centre is an 18 level high rise office tower located in Auckland's CBD immediately adjacent to Federal Street, the site of extensive development work being undertaken by SkyCity.

This area of the CBD is experiencing some rejuvenation after a number of years when most major leasing activity was taking place around the Viaduct area of the city.

The building is fully occupied and we have in place a programme of continual improvement so that it remains an attractive option for current and potential tenants.

The 31 March 2012 valuation of the building was \$28.50 million.

Baldwins Centre / AMI Plaza, Wellington

A reconfiguration of the retail space on the first floor, designed to maximise the property's retail potential given its location Wellington's prime retail street, is well underway.

The building has an occupancy rate of 99%. However Baldwin Son & Carey's lease expires in November this year and they have advised that they will not renew.

The property's central location will appeal to many potential tenants. However the local office market has been effected by the recent down-sizing of many Government departments.

The property was valued at \$25.00 million on 31 March 2012.

Natcoll House, Christchurch

As announced in February this year independent appraisals have indicated that it may be uneconomical to repair the building extensively damaged in the February 2011 earthquake. At the time of writing this report negotiations still continue into the settlement of the property's material damage claim. Until discussions and negotiations with the insurer have been concluded it would be premature to give certainty on the likely outcome of this claim. The final insurance figure for Natcoll House will be disclosed when an agreement is concluded.

No decision has been made on the future of the land and buildings on the site until the insurance situation becomes clear. Business interruption insurance payments will continue until February next year.

The property was valued at \$12.00 million on 31 March 2012.

Industrial

Print Place, Christchurch

During the year we welcomed to Print Place, located in the Middleton industrial area of Christchurch, new tenant Medlab South. A 10-year lease, commencing 1 December 2011, was signed in November 2011. This required the early surrender of Online Security's lease which was due to expire in March this year. Medlab South had relocated from their previous premises in Christchurch's CBD.

Print Place was valued at \$12.50 million on 31 March 2012.

Heinz Wattie's National Distribution Centre, Hastings

This property is one of the portfolio's major success stories following the completion of two substantial projects at the site. The work has seen the property increase in value from \$20.00 million as at 31 March 2011 to \$24.75 million as at 31 March this year. Over the last 12 months NPT has invested \$3.90 million in extending the warehouse.

A Case Study on these projects follows this report.

Summary

As stated in the Interim Report NPT's key strategic objectives during the next 12 months continue to be:

- to conclude and receive payment for insurance material damage claims for Natcoll House where the directors believe that a contingent asset exists. We have already settled our claim in respect to Eastgate;
- develop and confirm investment strategies for the insurance proceeds including the investment strategy for Eastgate;
- continue to focus on property management efficiencies and continued enhancement of property revenues and reduction of property and management costs; and
- develop an investment strategy for the wider portfolio and continue with work on investing in growth markets.

The last 12 months have been challenging for NPT but we are pleased with progress made on successfully resolving many of them. We still have much to work on but look forward to achieving positive outcomes over the coming year.



Kerry Hitchcock

CHIEF EXECUTIVE OFFICER (Acting)

Case Study



Heinz Wattie's National Distribution Centre

NPT Limited recently completed a major extension at the Heinz Wattie's National Distribution Centre in Hastings. The extension, the second of two major building projects undertaken by NPT over the past two years, was formally opened on 28 March 2012 by the Mayor of Hastings, Lawrence Yule.

The first project saw 4,000m² of new high-stud warehouse space replace the last of the lower stud facilities. The second addition, with an extended canopy area, provides a further 3,500m² of space. A second railway siding has also been added, and an old laboratory building of 300m² has been refurbished and is now used as a training centre. Extra offices provided Heinz Wattie's with the space to move their Export Operations Distribution Centre (previously situated at the King Street manufacturing site) into the National Distribution Centre at Tomoana, creating one centralised base for all logistics operations.

Heinz Wattie's required the additional space and upgrade work as they are catering for production that has been relocated from Australia due to the advantages provided by the scale of their operations in Hastings. A significant proportion of the raw materials required for the additional production volume will be grown in Hawke's Bay, and in total a further 50,000 tonnes of product railed to Port of Napier for shipping.

When the new extension was opened Heinz Wattie's National Logistics Manager Eric Raulet also said that with two railway sidings on the property, the original siding having been refurbished and a new one built, Heinz Wattie's could now have separate import and export lanes.:

"Having dedicated sidings for moving 2,500 inwards containers and upwards of 7,000 export containers brings major efficiencies to our operation. Using rail helps to significantly reduce local road traffic and makes for less congestion at the Port of Napier. Internationally, it's the goal of our parent company, H J Heinz, to substantially reduce freight carbon emissions by 10% over five years from 2010-2015. The new and refurbished facilities at Tomoana will help our New Zealand business make a significant contribution to that goal."



Lawrence Yule, Mayor of Hastings formally opens the new extension. Photo courtesy of *Hawkes Bay Today*.

The Board and Management



Sir John Anderson - Chairman

Non-Executive Independent Director

Sir John was appointed to the Board as Chairman of NPT Limited on 1 April 2011. He was formerly Chief Executive Officer of the ANZ National Bank. He is currently Chairman of Television New Zealand, PGG Wrightson, the New Zealand Venture Investment Fund and Wellington Regional Strategy Committee.

Sir John is also a Director of Commonwealth Bank of Australia and the Wellington Regional Stadium Trust. Over his extensive career he has received numerous awards including NBR's "New Zealander of the Year" in 1995 and Deloitte's Top 200 Company Award as "New Zealand's Most Visionary Leader" in 2003.



Kerry Hitchcock, BCom, LLB

Executive Director and Acting Chief Executive Officer

Kerry Hitchcock joined the Trust Board in August 2009. He is an experienced property development and investment specialist having been involved in various aspects of the property sector since 1983.

Kerry is currently a shareholder and director of Charta Limited, a company specialising in design/build projects, and holds directorships in Port Marlborough New Zealand Limited and its subsidiaries. He is a member of the Institute of Directors.



Tony McNeil

Non-Executive Independent Director

Tony McNeil joined the Board of NPT Limited on 1 April 2011. Tony was Managing Director of supermarket co-operative Foodstuffs (Wellington) Co-operative Society for 12 years until his retirement in 2010. He is a past director of Ballance Agri Nutrients, The Bell Tea Company, Kapiti Fine Foods and AF Logistics. He is a member of the Institute of Directors, a Trustee and Deputy Chairman for Chilton Saint James School and Chairman of Payments (NZ) Limited.

David Cushing, BCom, ACA

Non-Executive Independent Director

David Cushing joined the Board of NPT Limited on 1 April 2011. He is currently Executive Chairman of Rural Equities Limited and is a Christchurch based investor and director. His current directorships include New Zealand Rural Property Trust Management Limited, Red Steel Limited and H&G Limited.

David was formerly an investment banker with BNZ and was previously a director of Tourism Holdings Limited, Wakefield Health Limited, Williams & Kettle Limited, Fruitfed Supplies Limited and NZ Farming Systems Uruguay Limited.



Jim Sherwin

Non-Executive Independent Director

Jim Sherwin joined The National Property Trust Board in March 2007 and was Chairman from April 2010 until the Trust was corporatised on 1 April 2011. He was a chartered accountant and the former managing partner of WHK (formerly Sherwin Chan & Walshe), a Wellington-based accounting firm he established in 1984.

Jim is a Trustee of Expressions Art and Entertainment Trust, Chairman of Nees Hardware (Mitre 10 Mega) and Building Supplies Limited and Preston Corp Limited, a director of Cuthbert Stewart Limited and past Chairman of Te Omanga Hospice. He is a member of the Institute of Directors and acts as a strategic adviser to the motor industry and retailing sector. Previously Jim was an adviser to a major property syndicator.



Marshall Maine, ACMA

Chief Financial Officer

Prior to joining NPT in September 2011 Marshall held a number of CFO roles at major New Zealand corporates including, most recently, retirement village operator Summerset Management Group. Previous positions include CFO for Icebreaker New Zealand and financial controller at Urbus Management.

Marshall emigrated to New Zealand in 2002 after spending more than eight years in senior positions at KPMG in London and Manchester.



Portfolio Summary

AS AT 31 MARCH 2012

PROPERTY	LOCATION	TYPE	MARKET VALUE (\$MILLION)	NET LETTABLE AREA (M2)	OCCUPANCY (BY AREA)	WEIGHTED AVERAGE LEASE TERM	MAJOR TENANTS
AA Centre	99 Albert Steet, Auckland	Commercial	28.50	12,219	100%	2.10years	NZ Automobile Association, Department of Internal Affairs, AA Insurance, First Mortgage Services, Ministry of Justice
Avonhead Shopping Centre (head lease)	Cnr Withells Road & Merrin Street, Christchurch	Retail	N/A	3,744	100%	2.51 years	Countdown, Avonhead Pharmacy, Piccadilly Bookshop
Baldwins Centre/AMI Plaza	342 Lambton Quay, Wellington	Commercial/ Retail	25.00	6,805	99%	1.65 years	AMI Insurance, ASB Bank, Baldwin Son & Carey, City Chic, NZAA, Independent Police Conduct Authority, NPT Limited
Eastgate Shopping Centre	Cnr Buckleys Road & Linwood Avenue, Christchurch	Retail	35.50	27,655	75%	2.70 years	The Warehouse, Countdown, Number 1 Shoes
Heinz Wattie's Warehouse	113 Elwood Road, Hastings	Industrial	24.75	50,000	100%	Lease expires August 2020	Heinz Wattie's
Natcoll House	195 Hereford Street, Christchurch	Commercial	12.00	n/a	n/a	n/a	Natcoll House is unable to be occupied due to damage sustained in the Canterbury earthquakes
Ocean Boulevard	57 Dickens Street, Napier	Retail	4.90	2,895	67%	3.05 years	Cool Toys, Books and More, Living & Giving, Michael Hill Jeweller, NZAA, Caroline Eve, Flight Centre
Print Place	17 Print Place, Christchurch	Industrial	12.50	12,154	100%	5.40 years	Dynamic Controls Limited, ABnote NZ Limited, Medlab South



Corporate Governance

NPT Limited's Board and management are committed to ensuring that the Company maintains the highest ethical standards and integrity while delivering their primary objective, building long-term security holder value.

NPT's Board has therefore developed a corporate governance manual which guides the Directors, officers, employees and representatives of NPT so that their business conduct is consistent with NPT's business standards and best practice governance policies. The Governance Manual encompasses the decision-making policies and the mechanisms used to manage the Company.

NPT's corporate governance policies are also designed to ensure that the Company obtains maximum benefit from Directors' expertise and judgement and creates an environment in which the Board can set a clear strategic direction and effectively monitor Company performance.

The Governance Manual incorporates the NZX Corporate Governance Best Practice Code Recommendations and the Securities Commission Governance Principles and Guidelines.

The Governance Manual is available to view on NPT's website (www.npt.co.nz)

NPT LIMITED'S BOARD CHARTER AND GOVERNING PRINCIPLES

THE ROLE OF THE BOARD

The Board establishes the Company's objectives, the major strategies for achieving those objectives, the overall policy framework within which the business of the Company is conducted and monitors management's performance with respect to these matters.

The Board delegates responsibility for the day to day operation and management of the Company to the Chief Executive Office ("CEO"). However the Board has processes and systems in place to ensure that significant issues, risks and major strategic decisions are always considered at Board level. This allows the Company to operate on a day to day basis in a manner which maximises security holder value and manages risk while seeking to ensure that the interests of security holders are adequately protected.

Specific responsibilities of the Board and its Committees include:

- oversight of the Company including its control and accountability procedures and systems;
- setting the strategic direction and objectives of the Company;
- overseeing audit and monitoring risk;
- approval of operating plans including annual business plans and budgets;
- monitoring actual results against the annual business plan, budget and strategic objectives;
- appointment of the CEO and Chief Financial Officer ("CFO"), and delegating the appropriate authority of the management of the company, and monitoring management's performance on a regular basis;
- setting the remuneration of the Directors within parameters agreed by shareholders;
- approval and monitoring of the progress of capital expenditure, capital management initiatives and acquisitions and divestments;
- approval of capital structure and dividend policies; and
- oversight of disclosure and monitoring of price sensitive matters affecting the Company.

BOARD PERFORMANCE

The Board reviews its performance as a whole on an annual basis and instigates additional comprehensive reviews as may be deemed necessary from time to time. External consultants may be commissioned as needed to assist in the assessment of individual Directors' performance, the effectiveness of the Board's processes and/or the Board's own effectiveness.

COMPOSITION OF THE BOARD

During the year the Board of Directors had five members, Sir John Anderson (Chairman), Messrs Jim Sherwin, Kerry Hitchcock, David Cushing and Tony McNeil. In accordance with NZX Listing Rule 3.3.1A the Board had determined that Sir John Anderson, Jim Sherwin, David Cushing and Tony McNeil are independent Directors as defined by NZX Listing Rule 1.1.2.

CONSTITUTION

The Board is subject to the rules in the Company's Constitution (last revised in November 2010). The Constitution, which provides further details on the Board composition, rotation of Directors and Board meeting procedures, is available to view in the Company's website. The Company's Constitution allows for no less than three or more than six Directors and at least two of the Directors must be resident in New Zealand. Each year one third of the Directors shall retire but will be eligible for re-election.

BOARD COMMITTEES

Committees assist the Board to conduct its responsibilities in respect to all material matters and issues requiring Board decisions.

The standing committees of the Board are the Audit and Risk Committee, the Nominations Committee and the Remuneration Committee. The Board has considered that the Company's size prevents them from establishing separate committees at this time and therefore the full Board will fulfill the obligations the Committee Charters. This decision will be reviewed from time to time. The Board may create ad hoc committees where necessary to examine specific issues on its behalf.

SHARE TRADING

Directors are encouraged to own securities in the Company in their own name (or through associated interests). Directors' security trading is subject to the Company's Share Trading Policy (contained in the Governance Manual), the NZX Listing Rules and the Securities Markets Act 1988. All changes in the shareholdings of Directors are reported to the Board and the NZX. The Directors' shareholdings and changes to those shareholdings are also listed in this Annual Report on page 44.

GOVERNING PRINCIPLES

The Company's Directors and management are strongly committed to high standards of corporate governance and adherence to the following guiding principles:

Principle 1 – The Company expects its Directors, officers, employees and representatives to act in a manner consistent with its guiding principles and the values set out in its Code of Ethics section of the Company's Governance Manual.

Principle 2 – The Board will work effectively if it is composed of persons with a balance of independence, skills, knowledge, experience and perspectives.

Principle 3 – The Board enhances its effectiveness in key areas through the use of committees which develop, review and analyse Company policies and strategies and operate under specific charters. These Charters are detailed in the Governance Manual.

Principle 4 – The Board demands integrity both in financial reporting and in the timeliness and balance of disclosures on Company affairs. The Company is committed to providing the investment market with prompt and accurate information on all major events that influence the Company. The Company's Disclosure Policy, contained in the Governance Manual, is designed to ensure a high standard of compliance with NZX's continuous disclosure requirements.

Principle 5 – The Board ensures that the remuneration of Directors and executives is transparent, fair and reasonable.

Principle 6 – The Board regularly verifies that the Company has appropriate processes that identify and manage potential and relevant risks, establishing an acceptable risk tolerance and actively identifying, analysing, evaluating and appropriately treating risk that may impact on the business.

Principle 7 – The Board ensures the quality and independence of the external audit process, monitoring developments in the areas of audit and any threats to audit independence, to ensure its policies and practices are consistent with best practice.

Principle 8 – The Board fosters constructive relationships with security holders which encourage them to engage with the Company. The Board is committed to giving all security holders comprehensive, timely and accessible information of all material matters concerning the Company, ensuring that security holders can assess the Company's performance.

Principle 9 – The Board respects the interests of stakeholders within the context of the Company's ownership type and its fundamental purpose; to work to protect and enhance, long-term, the value of the assets of the Company in the interests of its security holders.

SHARE TRADING POLICY

The Company is committed to transparency and fairness in dealing with all of its stakeholders and to ensuring adherence to all applicable laws and regulations. No Director, officer, employee or employee may use their position of knowledge of the Company or its business to engage in securities trading for personal benefit or to provide benefit to any third party. The full share trading policy of the Company is contained in the Governance Manual.

AUDIT AND RISK COMMITTEE CHARTER

The Audit and Risk Committee oversees the Company's compliance with the Audit and Risk Charter. The Board has considered that the Company's size prevent them from establishing a separate Audit and Risk Committee and therefore the full Board fulfill the obligations and are guided by the Audit and Risk Charter.

The primary objectives of the Charter are as follows:

- to set the principles and standards with respect to internal controls, accounting policies and the nature, scope, objectives and functions of the external audit. This objective enables the Board to satisfy itself that management is discharging its responsibilities in accordance with established processes and, wherever practical, best practice methodologies; and
- to ensure the efficient and effective management of all business risks, and the efficient and effective compliance with the Risk Management Policy.

In respect to the external Audit the Audit and Risk Committee:

- establish guidelines for the selection and appointment of the external Auditor and the rotation of the principal external audit partner (at least once every five years).
- the appointment and removal of the external Auditor.
- ensure through liaison with the external Auditor that the Company is discharging its responsibilities to meet relevant legislation and regulatory requirements governing corporate entities, including generally accepted accounting practice and reporting standards.
- approve the annual audit plan, timetable, audit fee and non-audit fees (if applicable).
- monitor the effectiveness, objectivity and independence of the external auditor.

Full details of the Charter are set out in the Company's Governance Manual.

Investor Relations

SHARE LISTING ON THE NZSX

The shares in NPT Limited can be bought or sold on the NZSX. The Company's NZSX code is "NPT".

ANNUAL AND INTERIM REPORTS

The Company's Annual Reports and Interim are available to Shareholders in June and December respectively on the Company's website - www.npt.co.nz. Printed reports will be provided to all shareholders who have requested these in writing.

ANNUAL MEETING - 22 AUGUST 2012

Shareholders in the Company are invited to attend NPT's Annual Meeting being held on 22 August 2012 at The West Plaza Hotel, Wakefield Street, Wellington at 9.30am. Shareholders will be able to ask questions of the directors and management on the annual report and audited financial statements of the Company for the year ended 31 March 2012 and the Company's property portfolio and strategic plans. The Notice of Meeting was mailed to shareholders on the register on 25 June 2012.

NPT WEBSITE

The Company's website is located at www.npt.co.nz. The website contains information on the history, structure and governance of the NPT including details of the property portfolio, historical annual and interim reports of the Company and of its predecessor Trust, together with copies of past newsletters and news releases.

ANNOUNCEMENTS

All announcements to the NZSX are posted on the Company's website at www.npt.co.nz.

DIVIDEND DISTRIBUTIONS

Dividend Distributions are direct credited into a nominated New Zealand bank account or can be paid by cheque. Changes to bank account details should be directed in writing to the Registrar (see below).

SHARE REGISTRAR

The registrar for the Company's shares is:

Link Market Services Limited

PO Box 384, Ashburton, New Zealand.

Telephone: (0800) 377 388

Fax: (03) 308 1311

Email: imsenquiries@linkmarketservices.com

Shareholders can view their holdings and make changes to their details by logging in to the Registrar's website <https://www.linkmarketservices.com> and clicking on the "Access my Holdings" menu heading. Shareholders will need their Holder or CSN Number and their FIN. Shareholders experiencing any problems with this service should contact Link Market Services directly.

CONTACT NPT

NPT can be contacted by phoning 0800 867 858 or emailing npt@npt.co.nz.

Treasury Management

MANAGING INTEREST RATE RISK

NPT's policy is to manage its cash flow interest rate risk by using floating-to-fixed Interest Rate Swaps. Such Interest Rate Swaps have the economic effect of converting borrowings from floating rates to fixed rates. Generally, NPT raises borrowings at floating rates and swaps them into fixed rates that are lower than those available if NPT borrowed at fixed rates directly. Under the Interest Rate Swaps, NPT agrees with other parties to exchange, at specific intervals (mainly quarterly), the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. Changes in the fair value of swaps are recognised in the Statement of Comprehensive Income.

Interest Rate Swaps have been entered into by NPT to hedge against movements in the variable interest rates on its loan facility. This results in NPT holding fixed rate debt and hence there is a risk that the economic value of the Swap will fluctuate because of changes in market interest rates. Any unrealised gain or loss is expected to unwind over the longer term.

As at 31 March 2012, approximately 53.5% (2011: 77.5%) of the Group's bank loan is at a fixed rate of interest. The fair value of Swaps shown in the table below represents the amount of unrealised gains and losses, whereas the notional amount is an aggregate exposure value of all contracts. The fair value of Interest Rate Swaps at the reporting date is determined by discounting the future cash flows using the yield curves at reporting date and the credit risk inherent in the contract. The average interest rate is based on the outstanding balance at the end of the period.

INTEREST RATE SWAPS

	AVERAGE FIXED INTEREST RATE		NOTIONAL PRINCIPAL AMOUNT		FAIR VALUE	
	2012	2011	2012 \$000	2011 \$000	2012 \$000	2011 \$000
Less than 1 year	-	-	-	-	-	-
Greater than 1 year but less than 5 years	4.63%	4.60%	28,000	23,000	(725)	(467)
5 years +	0.00%	6.46%	0	27,000	0	(3,216)
			28,000	50,000	(725)	(3,683)

Please refer to Note 23 in the Financial Statements for additional information on financial instruments.

BANK DEBT

As at 31 March 2012 total bank debt was \$62 million, down from \$64.5 million as at 31 March 2011. However, due to the decrease in value of primarily the Company's Christchurch properties, the debt to loan ratio for bank covenant purposes was 43.33% as at 31 March 2012 compared to 38.25% as at 1 April 2011, following corporatisation. The current gearing ratio is comfortably within the bank covenant of 50%. Subsequent to year end bank debt has been further reduced to \$50.3 million as at June 2012.

The NPT Board will determine the appropriate gearing ratio going forward as property values stabilise .

NPT's \$80 million facility with Bank of New Zealand expires in August 2014. Refer to Note 18 in the Financial Statements for further information on NPT's banking facility.

Financial Statements

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NPT LIMITED
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2012

	NOTE	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Gross Rental Income		20,003	-	23,549
Insurance Rental Recoveries	9	6,031	-	905
Direct Property Operating Expenses	5	(9,548)	-	(9,040)
Net Rental Income		16,486	-	15,414
Interest Income		24	20	17
Other Income		107	-	5
Total Income		16,617	20	15,436
Interest Expense	6	4,841	4,841	4,078
Administration Expenses	7	1,836	1,467	2,563
Indirect Operating Expenses		6,677	6,308	6,641
Gross Operating Profit before Non Recurring Expenses and Other Gains and Losses		9,940	(6,288)	8,795
Corporatisation Expense		-	-	1,154
Relinquishment of Management Rights		-	-	2,499
Total Non Recurring Expense		-	-	3,653
Gross Operating Profit Before Other Gains and Losses		9,940	(6,288)	5,142
Net Gain/(Loss) from Canterbury Earthquake	9	22,100	-	3,673
Gain/(Loss) on Sale of Investment Properties		(232)	-	56
Loss on Cancellation of Interest Rate Swaps	8	(688)	(688)	-
Unrealised Change in Fair Value of Investment Properties	8	(36,683)	-	(22,368)
Unrealised Change in Fair Value of Interest Rate Swaps	8	(168)	(168)	(1,469)
Allowance for Impairment of Investment in Subsidiaries	16	-	(9,888)	-
Other Losses		(15,671)	(10,744)	(20,108)
Net (Loss)/Profit Before Taxation		(5,731)	(17,032)	(14,966)
Taxation / (Benefit)	10	(3,443)	(2,668)	(299)
Net (Loss)/Profit After Taxation		(2,288)	(14,364)	(14,667)
Total Comprehensive Income		(2,288)	(14,364)	(14,667)
EARNINGS PER SHARE		CENTS PER SHARE		
Earnings per Share	24	(1.41)	-	(8.73)

The notes set out on pages 19 to 40 form part of, and should be read in conjunction with the financial statements.

NPT LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' FUNDS
FOR THE YEAR ENDED 31 MARCH 2012

	NOTE	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Shareholders' Funds at the beginning of the Year		94,966	89,694	134,698
Earnings				
Net (Loss)/Profit After Taxation		(2,288)	(14,364)	(14,667)
Total Comprehensive Loss for the Year		(2,288)	(14,364)	(14,667)
Transactions with Shareholders:				
Movement in Equity Settled Reserve		-	-	(348)
Issue of Units for Manager's Performance Fee		-	-	348
Unit Redemption		-	-	(16,597)
Share Issue Costs		-	-	(123)
Distributions Paid or Payable to Shareholders	28	(5,516)	(5,516)	(8,345)
Shareholders Funds at the end of the Year		87,162	69,814	94,966

The notes set out on pages 19 to 40 form part of, and should be read in conjunction with the financial statements.

NPT LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2012

	NOTE	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Current Assets				
Cash and Cash Equivalents		9,924	9,909	233
Accounts Receivable	11	1,734	-	802
Prepayments		1,191	-	594
Other Loans and Receivables	12	1,149	223	4,552
Current Tax Receivable	10	343	4,155	589
Total Current Assets		14,341	14,287	6,770
Non Current Assets				
Advances to Subsidiaries		-	79,376	-
Investment Properties	14	143,150	-	168,640
Investment in Subsidiaries	16	-	41,656	-
Plant & Equipment	15	576	214	-
Deferred Tax Asset	10	-	218	-
Other Loans and Receivables	12	78	-	35
Total Non Current Assets		143,804	121,464	168,675
Total Assets		158,145	135,751	175,445
Current Liabilities				
Bank Loans (Secured)	18	-	-	64,500
Trade and Other Payables	17	2,396	1,998	3,961
Distribution Payable to Shareholders	28	1,214	1,214	-
Total Current Liabilities		3,610	3,212	68,461
Non Current Liabilities				
Bank Loans (Secured)	18	62,000	62,000	-
Deferred Tax Liability	10	4,648	-	8,335
Interest Rate Swaps	8	725	725	3,683
Total Non Current Liabilities		67,373	62,725	12,018
Shareholders' Funds				
Shares Subscribed	19	134,089	134,089	134,089
Reserves	20	(46,927)	(64,275)	(39,123)
Total Shareholders' Funds		87,162	69,814	94,966
Total Shareholders' Funds and Liabilities		158,145	135,751	175,445

The Board of NPT Limited, approved the financial statements on 23 May 2012



Sir John Anderson
 CHAIRMAN



JW Sherwin
 CHAIRMAN OF THE AUDIT COMMITTEE

The notes set out on pages 19 to 40 form part of, and should be read in conjunction with the financial statements.

NPT LIMITED
CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE YEAR ENDED 31 MARCH 2012

	NOTE	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Cash Flows from Operating Activities				
Cash was provided from (applied to):				
Gross Rental Received		19,668	-	23,662
Insurance Rental Recoveries		6,611	-	435
Interest Received		24	20	18
Insurance Material Damage Recoveries		23,128	-	-
Advances from Subsidiaries		-	25,835	-
Other Income		107	-	5
Operating Expenses		(12,061)	-	(11,917)
Buy Out of Interest Rate Swaps	8	(3,814)	(3,814)	-
Manager's Performance Fee		-	-	(348)
Interest Paid		(5,116)	(5,116)	(4,078)
Net Cash Inflow from Operating Activities	21	28,546	16,925	7,777
Cash Flows from Investing Activities				
Cash was provided from (applied to):				
(Advances) to/Repayments from Tenants		(52)	-	18
Expenditure on Relinquishment of Management Rights and Corporatisation		-	-	(3,653)
Proceeds from Sale of Investment Properties		6,718	-	1,301
Expenditure on Investment Properties under Development		(18,417)	-	(967)
Expenditure on Plant and Equipment		(302)	(214)	-
Net Cash Inflow/(Outflow) from Investing Activities		(12,053)	(214)	(3,301)
Cash Flows from Financing Activities				
Cash was provided from (applied to):				
Proceeds from Issue of Shares		-	-	348
(Repayment of)/Proceeds from Bank Loans		(2,500)	(2,500)	22,000
Share Redemption		-	-	(16,597)
Share Issue Costs		-	-	(122)
Distributions made to Shareholders	28	(4,302)	(4,302)	(10,520)
Net Cash (Outflow)/Inflow from Financing Activities		(6,802)	(6,802)	(4,891)
Net Increase in Cash and Cash Equivalents		9,691	9,909	(415)
Cash and Cash Equivalents at beginning of Year		233	-	648
Cash and Cash Equivalents at the end of the Year		9,924	9,909	233

The notes set out on pages 19 to 40 form part of, and should be read in conjunction with the financial statements.

NPT LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2012

1. REPORTING ENTITY

NPT Limited ('the Company') is a reporting entity for the purposes of the Financial Reporting Act 1993 and its financial statements comply with that Act. NPT Limited is listed on the New Zealand Stock Exchange ('NZX').

The principal activity of the Company is the investment in industrial, retail, and commercial property in New Zealand.

The consolidated financial statements presented are those of the Company and its subsidiaries ('the Group').

NPT Limited was incorporated on 10 August 2010. The Company was dormant for the period from incorporation to 31 March 2011. The Company began trading on 1 April 2011. No comparative financial information is disclosed for NPT Limited.

The comparative numbers are that of The National Property Trust. The National Property Trust was corporatised on 1 April 2011 as NPT Limited. The Directors have elected to disclose the Trust financial performance and position as voluntary additional useful information. These disclosures are not comparative information as defined in NZ IAS 1.

Following approval on 25 November 2010 by Unit Holders to corporatise the Trust, on 1 April 2011 NPT acquired all of the Trust's assets and liabilities, including the banking facilities, management function and systems. NPT issued 161,920,433 shares on 1 April 2011 to Unit Holders who held units in the Trust. The new shareholders have maintained the same proportionate shareholding in NPT as they held in the Trust.

2. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand ("NZ GAAP"). They comply with New Zealand equivalents to International Financial Reporting Standards ("NZ IFRS") and other applicable Financial Reporting Standards, as appropriate for profit-oriented entities. The consolidated financial statements comply with International Financial Reporting Standards ("IFRS"). The accounting policies below have been applied consistently to all periods presented in these financial statements.

Basis of Measurement

The financial statements have been prepared on the basis of historical cost, except for the revaluation of investment properties and certain financial instruments.

Cost is based on the fair value of the consideration given in exchange for assets.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events are reported.

Functional and Presentation Currency

The financial statements are presented in New Zealand Dollars (NZD), which is the Group's functional currency, rounded to the nearest thousand dollars (\$'000).

2. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION (CONTINUED)

Critical Judgements in Applying Accounting Policies and Key Sources of Estimation Uncertainty

In the application of NZ IFRS management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised 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.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in the following notes:

- Note 10 Deferred Tax
- Note 13 Valuation of Investment Properties
- Note 9 Insurance Recoveries

3. SIGNIFICANT ACCOUNTING POLICIES

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

Basis of Consolidation

(a) Subsidiaries

The consolidated financial statements are prepared by combining the financial statements of all the entities that comprise the Group, being the Company and its subsidiaries. Consistent accounting policies are employed in the preparation and presentation of the consolidated financial statements.

Accounting policies of subsidiaries are consistent with the policies of the Company.

All material intra-group transactions, balances, income and expenses are eliminated on consolidation.

(b) Investment Properties

Investment properties, which are properties held to earn rentals and/or for capital appreciation, are initially brought to account at cost plus related costs of acquisition. After initial recognition, investment properties are stated at fair value as determined by a panel of independent registered valuers. Investment properties are valued annually or more frequently if management believe there has been a material change from carrying value, they may not be valued by the same valuer for more than three consecutive years. The fair value is based on market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

In the absence of an active market, alternative valuation techniques are utilised which may include discounted cash flow projections, capitalisation of income, or sales comparison approach as appropriate to the property being valued. The valuations are prepared by considering the aggregate of the estimated cash flows expected from rental income, the occupancy rates, average lease terms and capitalisation rates which reflect the current market conditions. The estimate of fair value is a judgement which has been made based on the market conditions which apply at balance date.

Any gains or losses arising from changes in the fair value of investment properties are included in the Statement of Comprehensive Income in the period in which they arise.

Subsequent expenditure is charged to the assets' carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

The net gain or loss on disposal of assets is calculated as the difference between the carrying amount of the investment property at the time of the disposal and the proceeds on disposal and is included in the Statement of Comprehensive Income in the period in which the disposal occurred.

(c) Plant and Equipment

Each class of plant and equipment is stated at cost less accumulated depreciation.

Depreciation

Depreciation is charged on a straight-line basis to write down the cost of plant and equipment to its estimated residual value over its estimated useful life.

Summary of rates used:-

Computer Equipment & Software	40%
Plant & Equipment	7.2% - 67%
Furniture & Fittings	8.5% - 35%
Lease Fitouts	7% - 8.4%

(d) Head Leased Properties

(i) Group as Lessor

Property leases under which all the risks and rewards of ownership are effectively retained by the lessor (the Company) are classified as operating leases. Annual rental income and expenditure are included in the Statement of Comprehensive Income on a systematic basis over the term of the lease.

(ii) Group as Lessee

Properties under which the Company holds the head lease are recognised as operating leases. Property leases are recognised as an expense on a straight line basis over the lease term.

(e) Lease Incentives

In the event lease incentives are provided to lessees, such incentives are recognised as an asset. The aggregate benefits provided are amortised to the Statement of Comprehensive Income on the straight line basis over the period of the lease as a reduction in rental income, except where another systematic basis is more representative of the time pattern in which benefits provided are consumed.

(f) Non Current Assets Held for Sale

Non Current Assets classified as held for sale are measured at the lower of carrying amount and fair value, less costs to sell.

Non Current Assets and disposal groups are classified as held for sale if their carrying amount will be received through a sale transaction rather than continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. The sale of the asset is expected to be completed within one year from the date of classification.

(g) Impairment of Assets

Assets other than investment properties and deferred tax assets are tested for impairment whenever events or changes in circumstance indicate that the carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an assets fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows that are largely independent of the cash flows from other assets or groups of assets (cash generating units).

(h) Borrowing Costs

All borrowing costs are recognised in the Statement of Comprehensive Income in the period in which they are incurred. The Group does not have any qualifying assets that would require borrowing costs to be capitalised.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(i) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable and represents rental received and property expenses recovered in the normal course of business. The following specific recognition criteria must be met before revenue is recognised:

(i) Rental Income

Rental Income from Operating Leases is recognised on a straight line basis over the term of the relevant lease including any lease incentives.

(ii) Dividend Income

Dividend Income from investments is recognised when the shareholders' rights to receive payment have been established.

(ii) Interest Income

Interest Income is recognised on an effective interest method.

(iv) Sale of Investment Properties/Non Current Assets Held for Sale

Revenue on the sale of Investment Properties/Non Current Assets Held for Sale is recognised when the risks and rewards have transferred to the buyer.

(j) Taxation

(i) Current Tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent it is unpaid (or refundable).

(ii) Deferred Tax

Deferred tax is accounted for using the comprehensive balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base of those items.

Deferred Tax Liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. However, deferred tax assets and liabilities are not recognised if the temporary differences giving rise to them arise from the initial recognition of asset and liabilities (other than as a result of a business combination) which affects neither taxable income nor accounting profit. Furthermore, a deferred tax liability is not recognised in relation to taxable temporary differences arising from goodwill.

If a deferred tax liability or asset arises from investment property that is measured at fair value, there is rebuttable assumption that the carrying amount of the investment property will be recovered through sale. The presumption has not been rebutted. This assumption is rebutted if the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefit in the investment property over time, rather than through sale.

The Group holds investment properties for the purpose of capital appreciation and rental income and therefore the measurement of any related deferred tax reflect the tax consequences of recovering the carrying amount of the investment property entirely through sale. In New Zealand there is no capital gains tax, therefore the tax consequences on sale will be limited to depreciation previously claimed for tax purposes (i.e. depreciation recovered).

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries except where the consolidated entity is able to control the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with these investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax rates that have been enacted or substantially enacted at reporting date. Deferred tax is charged or credited in the Statement of Comprehensive Income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

(k) Goods and Services Tax (GST)

All items in the Statement of Financial Position are stated exclusive of GST, with the exception of receivables and payables, which are stated inclusive of GST. All items in the Statement of Comprehensive Income are stated exclusive of GST.

Cash flows are included in the Cash Flow Statement on a net basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as an operating cash flow.

(l) Financial Instruments

Financial Assets and Financial Liabilities are recognised on the Statement of Financial Position when the Group becomes a party to the contractual provisions of the instrument.

(i) Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand, demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

(ii) Accounts Receivable and Loans to Tenants

Accounts Receivable and Loans to Tenants are measured at initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in the Statement of Comprehensive Income when there is objective evidence that the asset is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

(iii) Investments in Subsidiaries

Investments in Subsidiaries are valued at cost less any impairment.

(iv) Accounts Payable

Accounts Payable are initially measured at fair value and subsequently measured at amortised cost using the effective interest rate method.

(v) Equity Instruments

Equity Instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

(vi) Compound Instruments

The component parts of compound instruments are classified separately as Liabilities and Shareholder Funds in accordance with the substance of the contractual arrangement. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible debt. The Shareholders' Fund component initially brought to account is determined by deducting the amount of the liability component from the amount of the compound instruments as a whole.

(vii) Transaction Costs

Transaction Costs arising on the issue of Equity Instruments are recognised directly in Shareholder Funds as a reduction of the proceeds of the Equity Instruments to which the costs relate. Transaction costs are the costs that are incurred directly in connection with the issue of those Equity Instruments and which would not have been incurred had those equity instruments not been issued.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(l) Financial Instruments (Continued)

(viii) Loans and Borrowings

All loans and borrowings are initially recognised at fair value plus transaction costs. After initial recognition, these loans and borrowings are subsequently measured at amortised cost using the effective interest rate method which allocates the cost through the expected life of the loan or borrowing. Amortised cost is calculated taking into account any issue costs and any discount or premium on drawdown. Interest accrued on Loans and Borrowings is separately disclosed under Trade & Other Payables (refer Note 17).

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate, a shorter period, to the net carrying amount of the financial instrument.

Loans and borrowings are classified as current liabilities (either advances or current portion of term debt) unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

(ix) Derivative Financial Instruments

The Group's activities expose it primarily to the financial risks of changes in interest rates. The Group uses interest rate swap contracts to manage these exposures.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at each balance date. The gain/loss on remeasurement to fair value is recognised in the Statement of Comprehensive Income.

(x) Fair Value Estimation

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

The fair value of derivative financial instruments is based on quoted market prices. Where such prices are not available use is made of discounted cash flow analysis using the applicable yield curve for the duration of the instruments.

The nominal value less estimated credit risk adjustments of accounts receivable and payable are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

(m) Insurance Reimbursement and losses

Insurance reimbursements are recognised as receivable for damages or loss caused to insured assets when the expected loss can be reliably measured and the insurer has confirmed acceptance of the claim.

A contingent asset will be disclosed for expected recoveries from damage or loss to assets which can be reliably measured and the Directors believe will be fully reinstated by insurers.

(n) Changes in Accounting Policy

There have been no changes in accounting policies throughout the year, which have been applied on a consistent basis.

4. STANDARDS AND INTERPRETATIONS ON ISSUE NOT YET ADOPTED

The Group has elected not to early adopt the following standards, which have been issued but are not yet effective and are considered relevant to the Group financial statements:

- NZIFRS 7 Amendments to NZ IFRS 7 Financial Instruments Disclosure (transfers of Financial Assets) - effective for annual reporting period beginning on or after 1 July 2011.
- NZIFRS 9 Amendments to NZ IFRS 9 Financial Instruments: Recognition and Measurements in its entirety - effective for annual reporting period beginning on or after 1 January 2013.

The Directors anticipate that the above standards and amendments will have no material impact on the Group financial statements in the period of adoption.

5. DIRECT PROPERTY OPERATING EXPENSES

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Tenant Operating Expenses	(6,494)	-	(6,791)
Owner Operating Expenses	(2,990)	-	(2,100)
Bad Debts	(156)	-	1
Movement in Allowance for Canterbury Earthquake Remedial costs	-	-	(150)
Movement in Allowance for Doubtful Debts	92	-	-
Direct Property Operating Expenses	(9,548)	-	(9,040)

6. INTEREST EXPENSES

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Bank Interest	4,841	4,841	4,078
Interest Expense	4,841	4,841	4,078

7. ADMINISTRATION EXPENSES

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Audit Fees	60	-	76
Directors Fees	220	-	-
Head Office Costs	939	-	-
Manager's Administration Fees	-	-	1,432
Professional Fees	309	-	-
Registry and Stock Exchange Fees	45	-	67
Trustee Fees	-	-	121
Shareholder Communications	75	-	135
Other Operating Expenses	188	1,467	732
Administration Expenses	1,836	1,467	2,563

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
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In addition to the audit fee the following other fees were paid to Auditors

Consulting Advice & Review Engagement (Grant Thornton)	111	-	21
Consulting Advice Tax (Grant Thornton)	25	-	-
Consulting Advice and Tax return (Deloitte)	-	-	26
Other Assurance Fees (Trustee's assurance and security register audit)	-	-	4
	136	-	51

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
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Employee Remuneration

The number of employees with the Group (other than Directors) receiving remuneration and benefits above \$100,000 in relation to the year ended 31 March 2012 was:

\$120,000 pa - \$129,999 pa	1	n/a
\$100,000 pa - \$109,999 pa	1	n/a

8. NON OPERATING ITEMS

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Unrealised change in Fair Value of Investment Properties	(36,683)	-	(22,368)

The unrealised losses arising from changes in the fair value of Investment Properties this year are mainly due to factors effecting the Eastgate Shopping Centre.

1. the increase in capitalisation rates used by the valuers to reflect the risk premium required by the investors as a result of the Canterbury earthquake,
2. the increase in overall vacancy rates, mainly due to The Farmers Trading Company terminating their lease early.

The unrealised losses are non cash and will not crystallise unless the properties are sold

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
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Interest Rate Swaps

The Group manages its interest rate risk by using floating-to-fixed Interest Rate Swaps which have the economic effect of converting interest on borrowings from floating rates to fixed rates.

Under the Interest Rate Swaps, the Group agrees with other parties to exchange, at specified intervals (quarterly), the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional amounts. Changes in the fair value of Swaps are recognised in the Statement of Comprehensive Income. Any unrealised loss is expected to unwind over the longer term.

These non cash unrealised losses have no impact on dividend distributions and bank facility covenant calculations.

During the year the Group cancelled two interest rate swaps. (Maturity date 2017). The cost to the Group to cancel these arrangements was \$3.814m

Balance, Beginning of Year	3,683	3,683	2,214
Reverse Fair Value of Swaps cancelled during the Year	(3,126)	(3,126)	-
Current Year Fair Value Change of remaining Swaps	168	168	1,469
Balance, End of Year	725	725	3,683
Value of Swaps as at 31 March 2011	3,126	3,126	-
Payment to cancel Swaps	(3,814)	(3,814)	-
Realised Loss on cancellation of Swaps	(688)	(688)	-

9. CANTERBURY EARTHQUAKE

The Group's Eastgate Shopping Centre at Christchurch suffered significant material damage as a consequence of the 22 February 2011 earthquake. Further damage, of a less significant nature, arose in the subsequent earthquakes of June 2011 and December 2011.

The damage caused by the 22 February 2011 earthquake is fully insured, to the extent the Group will absorb 2.5% of the remedial costs (the excess). The full estimated cost of expected insurance excess has been accrued as part of earthquake expenses. The costs of the damage suffered at the Eastgate Shopping Centre as a result of the earthquakes on 13 June 2011 and 23 December 2011 were in excess of \$1.0m. This was within the limits of the current insurance excesses and no insurance claims were made.

Natcoll House, located within the Christchurch CBD was severely damaged in the 22nd February 2011 earthquake. The building remains within the "Red Zone" of the CBD. Negotiations still continue on the settlement of the material damage claim.

Independent appraisals have indicated that it maybe uneconomical to repair. The building was independently valued at \$12m as at 31 March 2012.

Business Interruption payments will continue until February 2013.

No decision will be made on the future of the land and buildings on the Natcoll site until the insurance situation becomes clear.

In February 2012 NPT Limited accepted a full and final settlement from its insurers for the Material Damage and Business Interruption suffered to the Car Park and 26 Speciality Shops at the Eastgate Shopping Centre, due to the earthquakes on 22 February 2011.

The total cash offer accepted was \$15.7m, of this \$1.0m was attributed to Business Interruption and \$14.7m attributed to Material Damage.

Insurance reimbursements are recognised in accordance with the accounting policy described in Significant Accounting Policies.

The Group has recognised the following recoveries resulting from the earthquake.

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Insurance reimbursement received from 1 April 2011 to 31 March 2012	19,847	-	435
Insurance reimbursement received after 31 March 2012	950	-	5,459
Eastgate Car Park and Speciality Shops Material Damage Settlement	14,700	-	-
Total Insurance Reimbursements Recognised	35,497	-	5,894
Less Recognised as Revenue in prior year by the Trust	(5,894)	-	-
Less Reclassified as Gross Rental Income Received	(6,031)	-	(905)
Material Damage Claim Receipts	23,572	-	4,989
22 February 2011 Earthquake related Expenses	(1,472)	-	(1,316)
Net Earthquake Related Insurance Recoveries	22,100	-	3,673

10. INCOME TAX

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Net (Loss)/Gain Before Taxation	(5,731)	(17,032)	(14,966)
Taxation at 28%	(1,605)	(4,769)	(4,490)
Less Taxation Effect of Permanent Differences			
Depreciation	-	-	(635)
Loss/(Gains) on Realisation of Investment Properties	-	-	(18)
Non Assessable Loss on Land Revaluation	-	-	4,451
Corporatisation and Relinquishment of Management Rights	-	-	1,081
Non Assessable Insurance Reimbursement	2,611	-	-
Tax Losses not Previously Recognised	(661)	(661)	-
Release of Prior Deferred Tax Liability on Depreciation and Insurance Recovered	(3,760)	(7)	(95)
Allowance for Impairment of Investment in Subsidiaries	-	2,769	-
Other	(28)	-	-
Effect of change in Corporate Tax Rate from 30% to 28%	-	-	(593)
Taxation Expense/(Benefit) per the Statement of Comprehensive Income	(3,443)	(2,668)	(299)

10. INCOME TAX (CONTINUED)

The Income Tax Expense is represented by:

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Current Tax			
Current Year Tax Provision	(999)	2,813	-
Tax Losses Utilised	756	756	-
Total Current Tax	(243)	3,569	-

The Total Current Tax liability of (\$0.243m) is offset against \$0.586m previously paid by the Trust to arrive at the Current Tax Receivable of \$0.343m.

Deferred Tax

Insurance Reimbursement, allowance for Doubtful Debt and Insurance Excess	(67)	-	1,321
Depreciation	(713)	-	(1,613)
Tax Losses Utilised	(95)	(95)	1,124
Unrealised Interest Rate Swap Gain/(Loss)	(828)	(828)	(441)
Investment Properties Gain/(Loss)	1,537	-	-
Provisions	92	15	-
Release of Prior Deferred Tax Liability on Depreciation and Insurance Recovered	3,760	7	(95)
Changes in Corporate Tax rate from 30% to 28%	-	-	(595)
Total Deferred Tax Movement	3,686	(901)	(299)

Deferred Tax (Liability)/Asset

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Losses Available for Offset Against Future Taxable Income	-	-	95
Insurance Reimbursement, Allowance for Doubtful Debt and Insurance Excess	-	-	(1,294)
Investment Properties Depreciation Recovery	(4,808)	-	(8,836)
Interest Rate Swaps	203	203	1,105
Other	(43)	15	595
Total Deferred Tax (Liability)/Asset	(4,648)	218	(8,335)

Key Assumptions Used In Calculating Income Tax

The key assumptions used in the preparation of the Group's tax calculation are as follows:

- (i) Capital Account - the Group holds its properties on capital account for income tax purposes.
- (ii) Deferred Tax on Depreciation - depreciation is claimed at Inland Revenue approved rates. The amended IAS 12 provides that there is a rebuttable presumption that the carrying value of investment properties measured at fair value will be recovered entirely through sale. The presumption has not been rebutted. Therefore, in accordance with the amended IAS 12, deferred tax is provided to reflect the tax consequences of recovering the carrying amount of investment property entirely through sale.
- (iii) Deferred Tax on Changes in Fair Value of Interest Rate Swap – interest rate swaps are valued by the Bank at balance date. Any increase/decrease in Interest Rate Swaps is recorded in the balance sheet as an asset or a liability. Deferred tax is provided on the fair value change to Interest Rate Swap.
- (iv) Deferred Tax on Changes in Fair Value of Investment Properties - investment properties are valued by independent valuers as outlined in Note 14. These values include an allocation of the valuation between the land and building components. In accordance with the amended IAS 12, deferred tax is provided to reflect the tax consequences of recovering the carrying amount of investment property entirely through sale.

11. RECEIVABLES AND ALLOWANCE FOR DOUBTFUL DEBTS

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Accounts Receivable	1,734	-	894
Allowance for Doubtful Debts	-	-	(92)
Total Accounts Receivable	1,734	-	802

No Trade Debtors or other Receivable balances at year-end are considered past due and not impaired.

12. OTHER LOANS & RECEIVABLES

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Sundry Debtors	34	223	346
Insurance Recoveries	1,093	-	4,193
Advances to Tenants	22	-	13
Total Other Investments - Current	1,149	223	4,552
Advances to Tenants	78	-	35
Total Other Investments - Non Current	78	-	35

Interest rates range from 0% to 12% per annum (2011: 0% to 8.5%). Advances are repayable over a period of 1 year to 8 years (2011: 1 year to 8.5 years).

13. RELATED PARTY TRANSACTIONS

Key Management Personnel

The Parent and Group have a related party relationship with their key personnel. Key management personnel include the Directors of the Parent and CEO. Remuneration provided to the CEO is detailed below and Directors remuneration is disclosed in Note 29.

No long term employee benefits or post-employment benefits are provided to key management personnel.

Basis of transactions

Transactions with related parties have been entered into in the ordinary course of business and undertaken on normal commercial terms.

The following disclosures are provided in respect of related parties external to the Group.

- (a) Consultancy fees relating to the corporatisation and internalisation of its Management Rights, and Earthquake issues totaling \$12,924 were paid to J Sherwin (Director) during the year.
- (b) Fees relating to the role of acting CEO and Earthquake related issues totalling \$260,000 were paid to K Hitchcock (Director) via his consultancy company Charta Funds Management Limited.

The following disclosures are provided in respect of related parties within the Group.

- (a) Advances to subsidiaries of \$79.376m are interest free and payable on demand.

14. INVESTMENT PROPERTIES

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Balance at the Beginning of the Year	168,640	191,190
Disposal of Investment Properties	(6,950)	(1,250)
Capitalised Costs	18,417	1,210
Reclassify Lease Fitouts	(274)	-
Revaluation of Investment Properties	(36,683)	(22,510)
Balance at the End of the Year	143,150	168,640

All properties were valued on a fair value basis as at the balance date by independent registered valuers, listed below, who are members of the Institute of Valuers of New Zealand. The fair values of the Investment Properties as at the balance date were as follows:

DESCRIPTION	VALUER	CAPITALISATION RATE	OCCUPANCY RATE %	WALT YEAR	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
AA Centre						
99 Albert Street, Auckland	Colliers International NZ Ltd	9.45%	100.00%	2.1	28,500	29,000
Baldwin Centre/AMI Plaza						
342 Lambton Quay, Wellington	Jones Lang LaSalle	8.63%	98.83%	1.8	25,000	27,300
Eastgate Shopping Centre						
Cnr Buckleys Road & Linwood Avenue, Christchurch	Jones Lang LaSalle	10.00%	73.75%	3.5	35,500	55,000
Ocean Boulevard Shopping Centre						
Emerson Street, Napier	Jones Lang LaSalle	9.50%	67.60%	3.8	4,900	7,000
Print Place						
17 Print Place, Christchurch	Jones Lang LaSalle	10.00%	100.00%	5.5	12,500	11,460
Sel Peacock Drive						
36-44 Sel Peacock Drive, Auckland	n/a	n/a	n/a	n/a	n/a	6,850
Natcoll House						
195 Hereford Street, Christchurch	Jones Lang LaSalle	10.00%	n/a	n/a	12,000	12,030
Heinz Wattie Warehouse						
113 Elwood Road, Hastings	Darroch Limited	9.50%	100.00%	8.1	24,750	20,000
					143,150	168,640

All Investment Properties were valued by independent valuers as at 31 March 2012 and 31 March 2011.

The investment properties are stated at fair value as determined by independent registered valuers. The valuation basis, which conforms to the New Zealand Property Institute's Valuation for Financial Reporting Purposes Practice Standard, was determined by reference to market evidence of transaction prices for similar properties. Accordingly, fair value is the amount at which the properties could be sold in an arm's length transaction between willing parties, in an active market for similar properties in the same location and condition and subject to similar leases. However, where an active market is absent, in line with usual commercial valuation practice, the valuations are prepared by considering the historical transactions, the aggregate of the estimated cash flows expected from rental income, the occupancy rates, average lease terms and capitalisation rates which reflect the current market conditions.

The most common and accepted methods for assessing the fair value of an investment property are the Capitalisation and Discounted Cashflow approaches. Each approach derives a value based on contract rentals, expected future market rentals, income void assumptions, maintenance requirements and appropriate discount rates derived from recent market transactions.

The Capitalisation approach is considered a 'snap shot' view of the property's value, based on current contract and market income and an appropriate market yield or return for the particular property. Capital adjustments are then made to the value to reflect under or over renting, pending capital expenditure, upcoming expiries and associated lease up costs.

Taking a more long term investment view, the Discounted Cashflow analysis adopts a ten year investment horizon and makes appropriate allowances for rental income growth, leasing up on expiries, along with a terminal value at the end of the investment period. The resultant Net Present Value is a reflection of market based income and expenditure projections over the ten year period.

In deriving fair value under each approach all assumptions are compared, where possible, to market based evidence and transactions for properties with similar locations, condition and quality of accommodation. The adopted fair value is a weighted combination of both the Capitalisation and Discounted Cashflow approaches. Where recent comparable market based evidence and transactions are not available, alternative valuation techniques are utilised which may include discounted cashflow projections, capitalisation of income and sales comparison approaches as appropriate to the property being valued. As each of the investment properties are under \$100 million, most of the properties have recent transactional evidence to support their valuation with the exception of properties in Christchurch.

The fair value of Eastgate Shopping Centre has reduced by \$19.5 million since 31 March 2011 (\$37.7m since 31 March 2010). This was due largely to factors resulting from both the February 2011 earthquake, the early termination of the Farmers Trading Company Lease, and an increase in the capitalisation rate applied by the property valuer to reflect increased risk premium required by an investor. For the same reason, the value of Natcoll House, located within the Christchurch CBD (Red Zone), has reduced by \$0.3m since 31 March 2011 (\$2.1 million since 31 March 2010).

Refer to note 9 for disclosure on insurance recoveries and Note 31 for Contingent assets.

15. PLANT AND EQUIPMENT

	LEASE FITOUT	PLANT & EQUIPMENT	FURNITURE & FITTINGS	COMPUTER EQUIPMENT	TOTAL
COST					
Balance at the Beginning of the Year	-	20	27	5	52
Reclassification of Opening Balance	273	-	-	-	273
Additions	-	198	46	142	386
Disposals	-	-	-	-	-
Balance at the End of the Year	273	218	73	147	711
ACCUMULATED DEPRECIATION					
Balance at the Beginning of the Year	-	(7)	(13)	-	(20)
Depreciation	(21)	(39)	(7)	(48)	(115)
Disposals	-	-	-	-	-
Balance at the End of the Year	(21)	(46)	(20)	(48)	(135)
Net Book Value at the End of the Year	252	172	53	99	576

Lease fitouts reclassified were previously recorded within the Investment Property

16. INVESTMENT IN SUBSIDIARIES

	PERCENTAGE HELD PARENT 2012	PARENT 2011
Eastgate Shopping Centre Limited	100%	100%
Hornby Mall Limited	100%	100%
NPT Capital Limited	100%	100%
Ocean Boulevard Shopping Centre Limited	100%	100%
Sel Peacock Drive Limited	100%	100%
The National Property Trust Investments Limited	100%	100%
The National Property Trust Holdings Limited	100%	100%
The National Property Trust No 1 Limited	100%	100%
The National Property Trust No 2 Limited	100%	100%
99 Albert Street Limited	100%	100%
342 Lambton Quay Limited	100%	100%
NPT Management Team Limited	100%	n/a

16. INVESTMENT IN SUBSIDIARIES (CONTINUED)

All of the subsidiaries are wholly owned companies incorporated in New Zealand with a 31 March balance date.

With the exception of NPT Management Team Limited all companies are property investment companies.

All investments in subsidiaries are carried at cost less any impairment allowances. The Parent recognises an impairment allowance when the subsidiary has a negative net asset position at the reporting date, after giving due consideration to anticipated future cash flows from the subsidiaries net assets.

Any investment in subsidiary impairment allowance recognised is eliminated on a Group basis.

	PARENT 2012 \$000	PARENT 2011 \$000
INVESTMENT IN SUBSIDIARIES		
Balance, Beginning of Year	51,544	51,544
Allowance for Impairment of Investment in Eastgate Shopping Centre Limited	(9,888)	-
Balance, End of Year	41,656	51,544

17. TRADE AND OTHER PAYABLES

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Accrued Interest and Fees paid to Bank	311	-	586
Manager's Fees Accrued	-	-	119
Rent in Advance	29	-	291
Other Creditors and Accruals	2,056	1,998	2,965
Balance at the End of the Year	2,396	1,998	3,961

18. BANK LOANS (SECURED)

	GROUP AND PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Bank of New Zealand	62,000	64,500
Closing Balance	62,000	64,500

The Bank of New Zealand has provided the Group with a committed cash advance facility of \$80 million under an agreement dated 4 August 2011, expiring 4 August 2014. (This was incorrectly stated as November 2014 in the Trust accounts as at 31 March 2011). The facility is secured by way of General Security Agreements granted by NPT Limited and by each subsidiary of that company. In addition the facility is secured by registered first mortgages over all of the real property assets and the cross guarantee of each of the Group's subsidiary companies.

The weighted average cost of funds for bank debt under the facility as at balance date was 6.22% including margin and line fees. The Group's policy is to manage its interest cost using a mix of fixed and variable rate debt by using interest rate swaps. As at balance date swaps with a notional value of \$28m were in place at a weighted average interest rate of 6.71% including margin with a weighted average term of 1.81 years.

The Group manages its cash flow interest rate risk by using floating-to-fixed Interest Rate Swaps. Such Interest Rate Swaps have the economic effect of converting borrowings from floating rates to fixed rates. Generally, the Group raises borrowings at floating rates and swaps them into fixed rates that are lower than those available if the Group borrowed at fixed rates directly. Under the Interest Rate Swaps, the Group agrees with other parties to exchange, at specific intervals (mainly quarterly), the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. Changes in the fair value of swaps are recognised in the Statement of Comprehensive Income.

The Group recognises the risk of the fluctuating economic value of the financial instrument because of changes in interest rates in its attempt to manage its cash flow interest rate risk.

Refer to Note 23 for additional information on financial instruments.

19. SHARES SUBSCRIBED

	GROUP & PARENT		CONSOLIDATED TRUST	
	2012 NO OF SHARES	2012 \$000	2011 NO OF UNITS	2011 \$000
Number of Shares on Issue	161,920,433		161,920,433	
Shares Subscribed		134,089		134,089
Movement in Shares on Issue				
Balance at the Beginning of the Year	161,920,433	134,089	193,326,433	150,461
Manager's Performance Fee	-	-	1,089,000	347
Shares Redeemed	-	-	(32,495,000)	(16,597)
Share Issue Costs	-	-	-	(122)
Balance at the End of the Year	161,920,433	134,089	161,920,433	134,089

All shares have equal voting rights and share equally in distributions and any surplus on winding up.

20. RESERVES

(i) Accumulated Losses

	GROUP	PARENT	CONSOLIDATED
	2012 \$000	2012 \$000	TRUST 2011 \$000
Balance at the Beginning of the Year	(44,645)	(44,395)	(43,945)
Net (Loss)/Gain	(2,288)	(14,364)	(14,667)
Transfer to Revaluation Reserve	36,683	-	22,368
Transfer from Revaluation Reserve on Sale of Properties	-	-	(56)
Distribution to Shareholders	(5,516)	(5,516)	(8,345)
Balance at the End of the Year	(15,766)	(64,275)	(44,645)

(ii) Revaluation Reserve

Balance at the Beginning of the Year	5,522	-	27,834
Transfer from Accumulated Losses	(36,683)	-	(22,368)
Transfer to Accumulated Losses	-	-	56
Balance at the End of the Year	(31,161)	-	5,522
Total Reserves at the End of the Year	(46,927)	(64,275)	(39,123)

Description of Reserves:

Accumulated Losses

Cumulative losses retained by the Group after transfers to other reserves and distributions to Shareholders.

Revaluation Reserve

Revaluation reserve for the revaluations of Investment Properties held by the Group.

21. RECONCILIATION OF NET PROFIT (LOSS) TO NET CASH FLOW FROM OPERATING ACTIVITIES

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Net (Loss)/Gain after Tax	(2,288)	(14,364)	(14,667)
Items Classified as Investing or Financing Activities:			
Unrealised Change in Fair Value of Investment Properties	36,683	-	22,368
Gain on Realisation of Investment Property	232	-	(56)
Allowance for Impairment of Investment in Subsidiaries	-	9,888	-
Unrealised Fair Value change to Interest Rate Swaps	(2,958)	(2,958)	1,469
Manager's Performance Fee Paid	-	-	(348)
Movement in Deferred Taxation	(3,686)	901	(467)
Amortisation of Lease Incentives and Imputed Interest	-	-	(97)
Costs associated with Corporatisation	-	-	3,653
Movements in Working Capital Items:			
Accounts Receivable	813	25,836	(5,056)
Trade and Other Payables	(7)	(2,378)	803
Taxation Receivable	(243)	-	7
Net Cash Inflow from Operating Activities	28,546	16,925	7,777

22. SEGMENT REPORTING

The principal business activity of the Group is to invest in New Zealand properties. The Group's Investment Properties are divided into three business sectors: Industrial, Commercial and Retail.

The segment result is the measure of operating profit reported to the Board and reflects the total profit or loss for the period including non cash and non recurring items. The Board assesses the segment performance and decides on the resource allocation.

The segment results for the year ended 31 March 2012 were as follows:

	INDUSTRIAL \$000	COMMERCIAL \$000	RETAIL \$000	UNALLOCATED \$000	TOTAL \$000
Segment Revenue	3,419	8,554	14,061	-	26,034
Net Segment Revenue	1,825	4,579	10,082	-	16,486
Net Operating Profit/(Loss) before Taxation	4,721	2,192	(7,803)	(4,841)	(5,731)
Change in Fair Value of Investment Properties	(1,842)	3,073	35,452	-	36,683
Total Liabilities	20,444	52,241	12,536	(14,238)	70,983
Total Assets	37,808	64,661	41,216	14,460	158,145

The segment results for the year ended 31 March 2011 reported by the Consolidated Trust were as follows:

	INDUSTRIAL \$000	COMMERCIAL \$000	RETAIL \$000	UNALLOCATED \$000	TOTAL \$000
Segment Revenue	3,283	9,129	12,042	-	24,454
Net Segment Revenue	2,909	6,382	6,123	-	15,414
Net Operating (Loss) before Taxation	1,255	1,828	(13,590)	(4,459)	(14,966)
Change in Fair Value of Investment Properties	(1,129)	(3,094)	(18,145)	-	(22,368)
Total Liabilities	18,901	63,839	34,969	(37,230)	80,479
Total Assets	31,544	75,567	67,418	916	175,445

23. FINANCIAL INSTRUMENTS

Exposure to interest rate, credit, liquidity and other market risks arise in the normal course of the Group's business.

The main risk arising from the Group's Financial Instruments are interest rate risk and credit risk.

Interest Rate Risk

The Group's exposure to interest rate risk primarily arises from its long term variable rate borrowings. Interest rate swaps are used to reduce exposure to fluctuating interest rates arising on floating rate borrowings.

Management monitors the level of interest rates on an ongoing basis, and from time to time, will recommend to the Board that fixed rates are locked in.

The notional principal or contract amounts of interest rate contracts outstanding at balance date were \$28m (2011: \$50m).

The Group's exposure to interest rate risk and the effective weighted interest rates for each class of financial asset and liability were:

GROUP 2012	EFFECTIVE INTEREST RATE RANGE	LESS THAN 1 YEAR \$000	1-2 YEARS \$000	2 YEARS + \$000
Financial Assets				
Cash and Cash Equivalents	2.50%	9,924	-	-
Advances to Tenants – Current	0% - 8.50%	22	-	-
Advances to Tenants – Non Current	0% - 12.00%	-	11	67
Trade and Other Receivables		3,973	-	-
Tax Receivable		3	340	-
Total Financial Assets		13,922	351	67

Financial Liabilities				
Trade and Other Payables		2,396	-	-
Bank Loans (Secured)	4.50% - 7.20%	-	-	62,000
Distribution Payable to Shareholders		1,214	-	-
Total Financial Liabilities		3,610	-	62,000

PARENT 2012	EFFECTIVE INTEREST RATE RANGE	LESS THAN 1 YEAR \$000	1-2 YEARS \$000	2 YEARS + \$000
Financial Assets				
Cash and Cash Equivalents	2.50%	9,909	-	-
Trade and Other Receivables		220	-	-
Advances to Subsidiaries		-	79,376	-
Tax Receivable		-	4,155	-
Total Financial Assets		10,129	83,531	-

Financial Liabilities				
Trade and Other Payables		1,998	-	-
Bank Loans (Secured)	4.50% - 7.20%	-	-	62,000
Distribution Payable to Shareholders		1,214	-	-
Total Financial Liabilities		3,212	-	62,000

23. FINANCIAL INSTRUMENTS (CONTINUED)

Interest Rate Swaps

	AVERAGE FIXED INTEREST RATE		NOTIONAL PRINCIPAL AMOUNT		FAIR VALUE	
	2012	2011	2012 \$000	2011 \$000	2012 \$000	2011 \$000
Less than 1 year	-	-	-	-	-	-
Greater than 1 year but less than 5 years	4.63%	4.60%	28,000	23,000	(725)	(467)
5 years +	0.00%	6.46%	0	27,000	0	(3,216)
			28,000	50,000	(725)	(3,683)

Interest rate Swaps have been entered into by the Group to hedge against movements in the variable interest rates on its loan facility. This results in the Group holding fixed rate debt and hence there is a risk that the economic value of the Swap will fluctuate because of changes in market interest rates. Any unrealised gain or loss is expected to unwind over the longer term.

As at 31 March 2012, approximately 53.5% (2011: 77.5%) of the Group's bank loan is at a fixed rate of interest. The fair value of Swaps shown represents the amount of unrealised gains and losses, whereas the notional amount is an aggregate exposure value of all contracts. The fair value of Interest Rate Swaps at the reporting date is determined by discounting the future cash flows using the yield curves at reporting date and the credit risk inherent in the contract. The average interest rate is based on the outstanding balance at the end of the period. The Group expects any unrealised gains or losses to unwind over the longer term.

Fair Value Risk

Fair value is an estimate of the amount that the asset or liability would be exchanged for in an open market transaction as at the reporting date. The net fair value of Financial Assets and Liabilities is not materially different from the net carrying amounts disclosed in the consolidated financial statements. The methods used for determining the fair values of financial instruments are discussed in Note 3.

GROUP 2012	DESIGNATED AS FAIR VALUE \$000	LOANS AND RECEIVABLES \$000	FINANCIAL LIABILITIES AT AMORTISED COST \$000	TOTAL CARRYING AMOUNT \$000	FAIR VALUE \$000
Financial Assets					
Cash and Cash Equivalents	-	9,924	-	9,924	9,924
Accounts Receivable	-	1,734	-	1,734	1,734
Sundry Debtors	-	1,148	-	1,148	1,148
Current Tax Receivable	-	343	-	343	343
Other Investments	-	-	-	-	-
Total Financial Assets	-	13,149	-	13,149	13,149
Financial Liabilities					
Bank Loans (Secured)	-	-	62,000	62,000	62,000
Trade and Other Payables	-	-	2,396	2,396	2,396
Distribution Payable to Shareholders	-	-	1,214	1,214	1,214
Interest Rate Swaps	725	-	-	725	725
Total Financial Liabilities	725	-	65,610	66,335	66,335

PARENT 2012	DESIGNATED AS FAIR VALUE \$000	LOANS AND RECEIVABLES \$000	FINANCIAL LIABILITIES AT AMORTISED COST \$000	TOTAL CARRYING AMOUNT \$000	FAIR VALUE \$000
Financial Assets					
Cash and Cash Equivalents	-	9,909	-	9,909	9,909
Sundry Debtors	-	-	-	-	-
Current Tax Receivable	-	4,155	-	4,155	4,155
Advances to Subsidiaries	-	79,376	-	79,376	79,376
Investment in Subsidiaries	-	41,657	-	41,657	41,657
Total Financial Assets	-	135,097	-	135,097	135,097
Financial Liabilities					
Bank Loans (Secured)	-	-	62,000	62,000	62,000
Trade and Other Payables	-	-	1,998	1,998	1,998
Distribution Payable to Shareholders	-	-	1,214	1,214	1,214
Interest Rate Swaps	725	-	-	725	725
Total Financial Liabilities	725	-	65,212	65,937	65,937

Fair Value Estimation

The fair value of financial instruments that are not traded in an active market such as derivative financial instruments are determined using a valuation technique such as discounted cash flows. The carrying value less impairment provision of other financial assets and liabilities is not expected to be materially different to their fair values.

The only financial instruments measured at fair value in the Statement of Financial Position are derivatives (Interest Rate Swaps). The fair value of Interest Rate Swaps is calculated as the present value of the estimated future cash flows based on observable yield curves. As this valuation technique maximises the use of observable market data as an input, the instrument is classified as Level 2 under NZ IFRS 7 Financial Instruments Disclosure.

During the year the Group cancelled two interest rate swaps. (Maturity date 2017). The cost to the Group to cancel these arrangements was \$3.814m

Credit Risk

To the extent the Group has a receivable from another party there is a credit risk in the event of non performance by that party. Financial instruments, which potentially subject the Group to credit risk, principally consist of bank balances, receivables and advances to tenants.

The Group manages its exposure to credit risk. Actions include:

- Reviewing each new lease contract on an individual basis and imposing appropriate terms as considered necessary.
- Monitoring the credit quality of major financial institutions that are counterparties to its financial instruments. The Group does not anticipate nonperformance by the counterparties.

The maximum exposure for all financial assets is the balance recorded in the consolidated financial statements.

Collateral is not required in support of other financial instruments.

Concentrations of Credit Risk

The Group has placed its cash and short-term investments with the Bank of New Zealand. The Group is not exposed to any other concentrations of credit risk other than advances to wholly owned subsidiaries.

23. FINANCIAL INSTRUMENTS (CONTINUED)

Currency Risk

The Group does not have any exposure to foreign currency risk.

Liquidity Risk

Liquidity risk is the risk that the Group will have insufficient funds on hand to meet its commitments. The Group actively monitors its position to ensure that sufficient funds are available to meet liabilities as they arise. Liquidity is monitored on a regular basis and reported to the Board monthly.

The following table sets out the contractual cash flows for all Financial Liabilities and for derivatives that are settled on a gross cash flow basis.

GROUP 2012	BALANCE \$000	CONTRACTUAL CASH FLOWS \$000	ON DEMAND \$000	LESS THAN 1 YEAR \$000	1-2 YEARS \$000	2-5 YEARS \$000	MORE THAN 5 YEARS \$000
Trade and Other Payables	2,396	2,396	-	2,396	-	-	-
Bank Loans (Secured)	62,000	67,642	-	2,418	2,418	62,806	-
Interest Rate Swap	725	224	-	92	88	44	-
Distribution Payable to Shareholders	1,214	1,214	-	1,214	-	-	-
Operating Lease-Lessee	-	1,843	-	1,154	689	-	-
Total Non Derivative Net Financial Assets and Liabilities	66,335	73,319	-	7,274	3,195	62,850	-

Capital Management

The Group's capital includes issued capital, reserves and retained earnings.

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The impact of the level of capital on Shareholders' return is also recognised and the Group recognises the need to maintain a balance between the higher returns that might be possible with greater gearing and the advantage and security afforded by a sound capital position.

The Bank of New Zealand which is the provider of the loan facility to the Group required the Group to meet certain covenants. The Group met all these covenants.

NPT obtained a waiver from the Bank of New Zealand, due to the uncertainty surrounding the Christchurch Earthquakes. NPT has not needed to utilise this waiver.

The Group's policies in respect of capital management and allocation are reviewed regularly by the Board of Directors. There are no changes in capital management subsequent to 31 March 2012.

24. EARNINGS PER SHARE

Basic Earnings per Share is calculated by dividing the Profit/Loss attributable to Shareholders (excluding distributions) of the Group by the weighted average number of ordinary Shares on issue during the period.

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
(Loss)/Profit attributable to Shareholders of the Company	(2,288)	(14,667)
Weighted average number of Shares on Issue	161,920	168,087
Basic Earnings per Share (cents)	(1.41)	(8.73)
Weighted average number of Ordinary Shares		
Issued Shares at the beginning of the Period	161,920	193,326
Issued Shares at the end of the Period	161,920	161,920
Weighted average number of Ordinary Shares for Basic Earnings per Share	161,920	168,087

25. IMPUTATION CREDIT ACCOUNT

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Balance at the Beginning of the Year	9	7
Imputation credits attached to dividends received	-	2
Imputation credits attached to dividends paid	-	-
Balance at the End of the Year	9	9

26. LEASE COMMITMENTS

Operating Lease Commitments Receivable - As Lessor

The Group has entered into commercial property leases on its investment properties. These non-cancellable leases have remaining terms of between 1 month and 10 years.

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Future minimum rentals receivable under non-cancellable Operating Leases			
Within one year	14,978	-	19,458
After one year but not more than five years	24,760	-	36,091
Later than five years	17,112	-	7,201
Total minimum lease receivables	56,850	-	62,750

The above rental receivables are based on contracted amounts as at 31 March 2012 and 31 March 2011. Actual rental amounts collected in future will differ due to rental review provisions within the lease agreements.

Operating Lease Commitments - As Lessee

The Group has entered into commercial property leases on the Avonhead Shopping Centre and the Hornby Mall (The Warehouse building) in Christchurch. The Group has determined that it does not retain all rewards of ownership of these properties and has thus classified the leases as Operating Leases.

The head lease for Avonhead Shopping Centre will expire on 10 November 2013. The rent is reviewed on a two yearly basis at market rate and the last rental review was on 11 November 2011.

The head lease for the Hornby Mall (The Warehouse building) expired on 31 March 2012.

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Commitments in respect of non-cancellable Operating Lease		
Not later than one year	1,154	1,772
Later than one year and not later than two years	689	1,056
Later than two years and not later than five years	-	54
Later than five years	-	-
Total Lease Commitments	1,843	2,882

The Operating Lease commitment is represented by a head lease held over the Avonhead Shopping Centre.

The sub leases held incorporate future operating lease receipts in excess of the operating lease payment commitment.

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Leasing Income in respect of non-cancellable Operating Leases		
Not later than one year	1,205	1,764
Later than one year and not later than two years	717	1,313
Later than two years and not later than five years	-	709
Later than five years	-	-
Total Leasing Income	1,922	3,786

27. CAPITAL COMMITMENTS

At balance date the Group had the following commitments:

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Other Capital Commitments	-	2,355
Total Capital Commitments	-	2,355

28. DISTRIBUTIONS PAID AND PROPOSED

		# OF SHARES	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
The following distribution was declared and paid in respect of previous year	1.1575 cents (2010: 1.1250 cents)	161,920,433	1,874	2,175
The following distributions were declared and paid during the year	1.5000 cents (2011: 3.3928 cents)	161,920,433	2,428	6,170
Total Distribution Paid			4,302	8,345
The following distribution was declared but unpaid at Balance Date	0.7500 cents	161,920,433	1,214	-
Distributions Paid or Payable to Shareholders			5,516	8,345

29. DIRECTORS' REMUNERATION

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Sir John Anderson (Chairman)	60	-
Jim Sherwin	40	-
Tony McNeil	40	-
David Cushing	40	-
Brian Kreft	-	39
Kerry Hitchcock	40	39
Total	220	78

30. CONTINGENT LIABILITIES

There were no material contingent liabilities at balance date (2011: Nil).

31. CONTINGENT ASSETS

Natcoll House, located in the Christchurch CBD (Red Zone) which was initially believed to have sustained minor damage in the February 2011 earthquake - has now, as a result of access being granted to inspect the premises, been determined to have sustained significant damage, which in the opinion of professional independent advisors is not economic to repair. The matter is now with NPT Limited's insurers for their consideration. The Directors have the view that this is a contingent asset as at 31 March 2012.

32. SUBSEQUENT EVENTS

Payment of Final Dividend

On 23 May 2012 the Board of NPT declared a final distribution of 1.75 cents per share to be paid on 4th July 2012.



Independent Auditor's Report

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Grant Thornton New Zealand Audit

Partnership

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To the Shareholders of NPT Limited

Report on the Financial Statements

We have audited the accompanying financial statements of NPT Limited (the "Parent") and Group, comprising the parent and its subsidiaries, on pages 15 to 40. The financial statements comprise the statement of financial position of the Parent and Group as at 31 March 2012 and the statement of comprehensive income, statement of changes in shareholders' funds and statement of cash flows of the Parent and Group for the year then ended, and a summary of significant accounting policies and other explanatory information. The Consolidated Trust financial information presented for the year ending 31 March 2011 has been included as useful information in accordance with disclosures in note 1 and does not form part of this audit opinion.

Directors' Responsibilities

The Directors are responsible for the preparation of Parent and Group financial statements in accordance with generally accepted accounting practice in New Zealand and that give a true and fair view of the matters to which they relate, and for such internal controls 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.

Auditor's Responsibilities

Our responsibility is to express an opinion on these Parent and Group financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing (New Zealand). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Parent and Group financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Parent and Group financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Parent and Group financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of Parent and Group financial statements that give a true and fair view of the matters to which they relate 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 entity's internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates, as well as evaluating the presentation of the Parent and Group financial statements.

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

We have no relationship with or interest in the Parent and Group other than in our capacity as auditors and the provider of consulting and other assurance related services.

Opinion

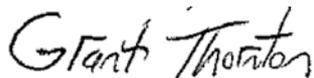
In our opinion, the Parent and Group financial statements on pages 15 to 40:

- comply with generally accepted accounting practice in New Zealand;
- comply with International Financial Reporting Standards;
- give a true and fair view of the financial position of the Parent and Group as at 31 March 2012 and its financial performance and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Matters

In accordance with the Financial Reporting Act 1993:

- we have obtained all the information and explanations that we have required; and
- in our opinion, proper accounting records have been kept by the Parent and Group as far as appears from an examination of those records.



Grant Thornton New Zealand Audit Partnership
Wellington, New Zealand
23 May 2012

Statutory Disclosure

Principal Activities

NPT Limited is a listed commercial property investment company investing solely in New Zealand. There have been no changes to the investment policy of the Company during the year to 31 March 2012.

Board Composition

Persons holding office as Directors of the Company as at 31 March 2012 and the names of those persons who ceased to hold office as Directors of the Company during the financial year ended 31 March 2012:

	DATE APPOINTED	DATE RESIGNED
Sir John Anderson (Chairman)	1 April 2011	-
Kerry Hitchcock	10 August 2010	-
Jim Sherwin	10 August 2010	-
Tony McNeil	1 April 2011	-
David Cushing	1 April 2011	-

Director Remuneration

Directors' remuneration is disclosed in the table below.

	GROUP 2012 \$000
Sir John Anderson (Chairman)	60
Jim Sherwin (Chairman of Audit Committee)	40
Tony McNeil	40
David Cushing	40
Kerry Hitchcock	40
Total	220

The Parent and Group have a related party relationship with their key personnel including the Directors of the Parent and CEO. The following disclosures are provided in respect of payments to Directors as related parties external to the Group.

- Consultancy fees relating to the corporatisation and internalisation of its Management Rights, and Earthquake issues totalling \$12,924 were paid to J Sherwin (Director) during the year.
- Fees relating to the role of acting CEO and Earthquake related issues totalling \$260,000 were paid to K Hitchcock (Director) via his consultancy company Charta Funds Management Limited.

Board Attendance

Directors attended the following formal meetings of the Board and the Audit Committee in the year to 31 March 2012:

	BOARD MEETINGS		AUDIT MEETINGS	
	HELD	ATTENDED	HELD	ATTENDED
Sir John Anderson (Chairman)	10	10	2	2
Jim Sherwin	10	9	2	2
Tony McNeil	10	10	2	2
David Cushing	10	9	2	1
Kerry Hitchcock	10	10	2	2

Interests Register Record

The following general disclosures were made in the year ended 31 March 2012 in respect to the Company under Section 140(2) of the Companies Act 1993.

Holdings of Directors as at 31 March 2012

DIRECTOR	HOLDING	SECURITY HELD	NATURE OF RELEVANT INTEREST
David Cushing	6,000,000	Shares	Non Beneficial interest in shares held by H&G Limited
Sir John Anderson	125,000	Shares	Beneficial interest in shares held by J A and C M Anderson Family Trust No. 2
Jim Sherwin	60,000	Shares	Beneficial interest in shares held by Willow Trust.
Tony McNeil	10,000	Shares	Beneficial interest

Indemnity and Insurance

The Company has effected Directors and Officers liability insurance at prevailing rates for all its Directors.

The Company and its subsidiaries have continued to indemnify the Directors for any costs referred to in section 162(3) of the Companies Act 1993 and any liability or costs referred to in section 162(4) of the Act.

Employee Remuneration

The number of employees (other than Directors) receiving remuneration and benefits above \$100,000 in relation to the year ended 31 March 2012 was:

	GROUP 2012 \$000	CONSOLIDATED TRUST 2011 \$000
\$120,000 pa - \$129,999 pa	1	n/a
\$100,000 pa - \$109,999 pa	1	n/a

Donations

The Company did not make any donations in the year to 31 March 2012 (2011: Nil).

Audit Fees

Amounts due to and receivable (excluding GST) by auditors of the Company:

	GROUP 2012 \$000	PARENT 2012 \$000	CONSOLIDATED TRUST 2011 \$000
Grant Thornton Audit Fees	60	-	76
In addition to the audit fee the following other fees were paid to Auditors:			
Consulting Advice & Review Engagement (Grant Thornton)	111	-	21
Consulting Advice Tax (Grant Thornton)	25	-	
Consulting Advice and Tax return (Deloitte)	-	-	26
Other Assurance Fees (Trustee's assurance and security register audit)	-	-	4
	136	-	51

Investor Statistics

As at 31 May 2012

TWENTY LARGEST SHAREHOLDERS

HOLDER NAME	NO. OF SHARES	% OF TOTAL SHARES
1. Accident Compensation Corporation	22,539,879	13.9%
2. Onepath Wholesale Properties Securities Fund / Premier / MFL	15,916,639	9.8%
3. Cogent Nominees (NZ) Limited	11,158,234	6.9%
4. BT NZ Unit Trust Nominees Limited	6,388,068	3.9%
5. H & G Limited	6,000,000	3.7%
6. Highgate Group Limited	5,100,000	3.1%
7. FNZ Custodians Limited	4,639,285	2.9%
8. Investment Custodial Services Limited	3,658,275	2.3%
9. Mint Nominees Ltd	3,410,720	2.1%
10. THT Properties Limited	1,600,000	1.0%
11. Forhomes Investments Ltd	1,466,394	0.9%
12. Daphne Lois Bannan	1,288,000	0.8%
13. Citybank Nominees (NZ) Ltd	1,211,000	0.7%
14. JP Morgan Chase Bank NA	1,023,989	0.6%
15. Vestec Securities Limited	917,627	0.6%
16. Albert John Harwood + Marlene Mary Harwood	900,000	0.6%
17. NZGT Nominees Ltd - AMP Capital Listed, Pprop Securities Fund	819,164	0.5%
18. Roger Edward Hayward + Susan Elizabeth Hayward + Carolyn Dawn Coronno + Helen Julia Hine <Carolyn Hayward Family a/c>	685,157	0.4%
19. Superlife Investments Limited <Property A/C>	663,000	0.4%
20. Christopher Cornelius Fitzgerald	659,150	0.4%
		55.6%

SPREAD OF SHAREHOLDERS

AS AT 31 MAY 2012

HOLDINGS	HOLDERS	TOTAL SHARES	%
1 - 1,000	77	51,168	0.03
1001 - 5,000	465	1,435,842	0.89
5001 - 10,000	440	3,431,144	2.12
10,001 - 100,000	1,237	39,128,371	24.16
100,001 and over	145	117,873,908	72.80
TOTAL	2,364	161,920,433	100.00

SUBSTANTIAL SECURITY HOLDERS

As at 31 May 2012 the following shareholders had filed substantial security holder notices in accordance with the Securities Market Act.

SHAREHOLDER	NO. OF SHARES IN WHICH HOLDER HAD A RELEVANT INTEREST	HOLDING %
Accident Compensation Corporation	22,539,879	13.9%
Cogent Nominees Limited	11,158,234	6.9%

Investor Statistics

As at 31 March 2012

TWENTY LARGEST SHAREHOLDERS

HOLDER NAME	NO. OF SHARES	% OF TOTAL SHARES
1. Accident Compensation Corporation	22,539,879	13.9%
2. Onepath Wholesale Properties Securities Fund / Premier / MFL	14,946,192	9.2%
3. HSBC Nominees (New Zealand) Limited a/c State Street	9,133,115	5.6%
4. BT NZ Unit Trust Nominees Limited	6,217,739	3.8%
5. H & G Limited	6,000,000	3.7%
6. Highgate Group Limited	5,100,000	3.1%
7. FNZ Custodians Limited	4,311,375	2.7%
8. Investment Custodial Services Limited	3,704,573	2.3%
9. Mint Nominees Ltd	3,194,416	2.0%
10. Cogent Nominees (NZ) Limited	2,197,398	1.4%
11. THT Properties Limited	1,700,000	1.0%
12. Forhomes Investments Ltd	1,466,394	0.9%
13. Daphne Lois Bannan	1,288,000	0.8%
14. JP Morgan Chase Bank NA	1,181,289	0.7%
15. Vestec Securities Limited	917,627	0.6%
16. John Owen Young + Margaret Gourlay Young	845,000	0.5%
17. Albert John Harwood + Marlene Mary Harwood	750,000	0.5%
18. Roger Edward Hayward + Susan Elizabeth Hayward + Carolyn Dawn Coronno + Helen Julia Hine <Carolyn Hayward Family a/c>	685,157	0.4%
19. Superlife Investments Limited <Property A/C>	663,000	0.4%
20. Christopher Cornelius Fitzgerald	659,150	0.4%
		54.0%

SPREAD OF SHAREHOLDERS

AS AT 31 MARCH 2012

HOLDINGS	HOLDERS	TOTAL SHARES	%
1 - 1,000	84	55,458	0.03
1001 - 5,000	499	1,538,494	0.95
5001 - 10,000	444	3,467,492	2.14
10,001 - 100,000	1,247	39,403,246	24.34
100,001 and over	146	117,455,743	72.54
TOTAL	2,420	161,920,433	100.00

SUBSTANTIAL SECURITY HOLDERS

As at 31 March 2012 the following shareholders had filed substantial security holder notices in accordance with the Securities Market Act.

SHAREHOLDER	NO. OF SHARES IN WHICH HOLDER HAD A RELEVANT INTEREST	HOLDING %
Accident Compensation Corporation	22,539,879	13.9
HSBC Nominees (New Zealand)	9,133,115	5.6
Premier Nominees Limited	8,373,572	5.2

Notes

Directory

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