

Quarterly Disclosure Statement for 1 January 2014 to 31 December 2014

NZ Funds KiwiSaver Scheme Growth Strategy

What is the purpose of this statement?

This statement provides key information about the NZ Funds KiwiSaver Scheme Growth Strategy. It tells you how the fund has performed and what fees it charged, and will help you to compare it with other funds. We prepared this statement in accordance with the KiwiSaver (Periodic Disclosure) Regulations 2013. This information is not audited and may be updated.

Description of the fund

The objective of the Growth Strategy is to grow your investment over the long-term by investing in income-orientated assets and growth-orientated assets using an active investment management approach.

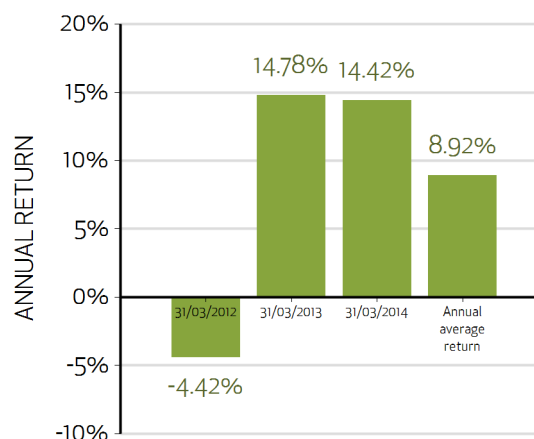
Total value of the fund	\$48,218,153
Number of members in the fund	5,348
Date the fund started	1 November 2010

How has the fund performed?

ANNUAL RETURN	Past year
(after deductions for fund fees and tax ¹)	9.88%

How has the fund performed in the past?

This shows the return after fund fees and tax for each tax year since the fund started and the average annual return since the fund started. It's important to note that this doesn't tell you how the fund will perform in the future.



What fees were members charged?

The returns above are after deductions for **fund fees**².

These fees were last totalled up for the year to 31 March 2014 and were:

Total fund fees	1.95% of members' investments
-----------------	-------------------------------

Which are made up of:

Annual management fee ³	1.08%
------------------------------------	-------

Performance-based fees	0.00%
------------------------	-------

Other fees and costs ⁴	0.87%
-----------------------------------	-------

Members were also charged **membership fees**⁵ of **\$42.62** over the year to 31 March 2014.

Members may also be charged fees for specific actions or decisions (e.g. transferring funds). See www.nzfunds.co.nz/kiwisaver_policies.html for more information about these fees.

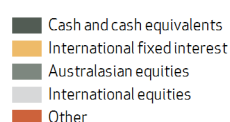
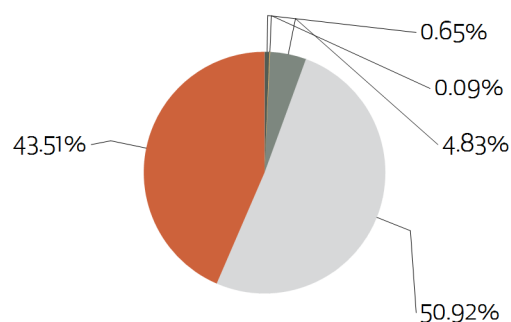
Example of how this applies to a member

Emma had \$10,000 in the fund at the start of the year and didn't make any further contributions. At the end of the year, Emma received a return after fund fees and tax were deducted of \$988.00 (that's 9.88% of her initial \$10,000). Emma also paid \$42.62 in membership fees. This gives Emma a total return of \$945.38 for the year.

What does the fund invest in?

Actual investment mix⁶

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



Target investment mix

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

Cash and cash equivalents	1%
New Zealand fixed interest	0%
International fixed interest	0%
Australasian equities	5%
International equities	52%
Listed property	0%
Unlisted property	0%
Other	42%

'Other' includes foreign currency, commodities and alternative security funds.

Top 10 investments

	Name	Percentage of fund net assets	Type	Country	Credit rating (if applicable)
1	OEI Mac	12.59%	Fund	Cayman Islands	
2	Magellan Global Fund	10.10%	Fund	Australia	
3	TT Long / Short Focus Fund	8.52%	Fund	Cayman Islands	
4	Westpac 32 day term deposit	6.14%	Cash and cash equivalents	New Zealand	A-1+
5	Citibank USD margin account	3.67%	Cash and cash equivalents	United Kingdom	A-1
6	Suvretta Offshore Fund	3.55%	Fund	Cayman Islands	
7	Goldman Sachs NZD margin account	3.40%	Cash and cash equivalents	United Kingdom	A-1
8	Goldman Sachs USD margin account	3.15%	Cash and cash equivalents	United Kingdom	A-1
9	Eurostoxx 3100 Dec 2023 call option	2.25%	International equities	Germany	
10	Newedge Group USD margin account	1.94%	Cash and cash equivalents	United Kingdom	A-1

The top 10 investments make up 55.31% of the fund.⁷

Key personnel

This shows the directors and employees who have the most influence on the investment decisions of the fund.

Name	Current position	Time in current position	Previous or other position	Time in previous or other position
Richard James	Chief Executive, Chair of the Investment Committee and a Director	5 years 10 months	Chief Operating Officer, New Zealand Funds Management Limited	6 years 1 month
David van Schaardenburg	Chair of the Portfolio Management Meeting and a Principal	6 years 4 months	Chief Investment Officer, New Zealand Funds Management Limited	11 years
Michael Lang	Chief Investment Officer and a Director	6 years 4 months	Partner, Eclectica Asset Management	1 year 8 months
David Wilson	Investment Strategist and a Principal	18 years	Chief Economist, JB Were	3 years 5 months
Mark Brooks	Head of Income and a Principal	7 years 1 month	Senior Portfolio Manager, Credaris	3 years 4 months

Further information

Information about conflicts of interest

There have not been changes to the nature, or increases in the scale of, the fund's related-party transactions compared with the last quarter. See the NZ Funds KiwiSaver Scheme annual financial statements for more information about the Scheme's related-party transactions; available at www.nzfunds.co.nz/kiwisaver_annual-reports.html

Changes to trade allocation, execution and proxy voting policies

There have not been changes to the fund's trade allocation, execution and proxy voting policies in the past three months. See www.nzfunds.co.nz/kiwisaver_policies.html for more information about these policies.

Changes to valuation methods

There have not been changes to the fund's valuation methods in the past three months.

Electronic disclosure of this information

Most of the information contained in this statement, including some additional information, is available in a spreadsheet at www.nzfunds.co.nz/KSFiles/2014/KSS10072%20003%20QDSDec2014Growth%20Strategy.csv

Notes

- ¹ Returns in this statement are after tax at the highest prescribed investor rate (PIR) of tax for an individual New Zealand resident. Your tax rate may be lower.
- ² Fund fees are fees charged as a percentage of a member's interest in the fund (i.e. as a percentage of their KiwiSaver account balance).
- ³ From 1 May 2014 the annual management fee has increased to 1.30% per annum.
- ⁴ Other fees and costs comprise:
 - (a) operating costs directly incurred by the fund; and
 - (b) annual management fees, performance-based fees and operating costs incurred by underlying funds the fund invests into.

Included within other fees and costs are performance-based fees, which totalled 0.62% per annum, that were charged by the underlying external funds the fund invests into. Performance-based fees are subject to market movements and external manager performance. The amount of these performance-based fees for the current period is materially different from the performance-based fees being disclosed for the year to 31 March 2014. For the current period, performance based fees charged by the underlying external funds totalled 1.80%. As a result, other fees and costs incurred totalled 2.05%.

Estimates were used when deriving annual management fees, performance-based fees and operating costs incurred by certain underlying funds that the fund invests into. A list of underlying funds where estimates were used follows.

Fund	Information and assumptions used to make estimates
The Eclectica Fund	The fee and operating cost amount for the Eclectica Fund was estimated by using the rate disclosed in its prospectus plus a 0.12% allowance for administration, legal, audit and director costs.
Infratil Limited	The fee and operating cost amount for Infratil Limited was estimated by using the amounts disclosed in its 30 September 2013 six monthly interim report. The performance-based fee is confirmed annually when the Infratil Limited 31 March annual report is released to the public. The current estimate is nil performance fees.
Magellan Global Fund	The performance-based fee is confirmed biannually each June and December by the administrator of the Magellan Global Fund. Outside of these dates, an estimate of this fee is calculated using the same performance criteria as that used by the administrator of the Magellan Global Fund.
Odey Allegra International Fund	Fee and operating cost information obtained from the administrator of the Odey Allegra International Fund was for the year to 31 December 2013. The performance-based fee is confirmed annually each December by the administrator of the Odey Allegra International Fund. Outside of this date, an estimate of this fee is calculated using the same performance criteria as that used by the administrator of the Odey Allegra International Fund.
TT International Long/Short Focus Fund – Class B1	The performance-based fee is confirmed annually each December by the administrator of the TT International Long/Short Focus Fund – Class B1. Outside of this date, an estimate of this fee is calculated using the same performance criteria as that used by the administrator of the TT International Long/Short Focus Fund – Class B1.

- ⁵ Membership fees are the fixed dollar charges for membership in the KiwiSaver scheme. For members who invested in more than one fund in the NZ Funds KiwiSaver Scheme, \$42.62 was the maximum membership fees charged over the year to 31 March 2014. From 1 April 2014, membership fees have reduced to \$36.00 per annum.
- ⁶ NZ Funds uses derivatives as part of its active investment management approach. The use of derivatives can result in the fund being leveraged. Leverage occurs when the total economic exposure exceeds 100%. Where leverage exists the actual investment mix pie chart and the target investment mix table have been scaled to total 100%. Removing the effect of scaling, the total economic exposure of the fund as shown in the actual investment mix and the target investment mix, would be 154.58% and 153.00% respectively. See the latest NZ Funds KiwiSaver Portfolio Insights for more details on the economic exposure for this fund; available at www.nzfunds.co.nz/kiwisaver_portfolio_information.html.
- NZ Funds uses an active investment management approach and as a result the target investment mix may change from time to time.
- ⁷ The top 10 investments have been compiled using a balance sheet approach. This differs from the approach used in compiling the actual and target investment mixes, which include the impact of derivatives.

Manager's certificate

New Zealand Funds Management Limited as manager of the NZ Funds KiwiSaver Scheme Growth Strategy certifies in accordance with regulation 41 of the KiwiSaver (Periodic Disclosure) Regulations 2013 that:

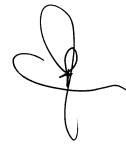
- the disclosure statement has been prepared for the purposes of these regulations; and
- to the best of the manager's knowledge after making reasonably inquiry, all information required by the regulations has been disclosed in accordance with these regulations and the information presented is accurate; and
- the disclosure statement does not contain any matter that is likely to deceive or mislead with regard to any particular that would be material to an offer of an interest in the NZ Funds KiwiSaver Scheme.



Philip Doak
Director



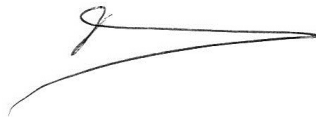
Gregory Horton
Director



Richard James
Director



Michael Lang
Director



Glenn Wright
Director
by his agent Michael Gray

Date: 03 February 2015

Manager

New Zealand Funds Management Limited
Level 16, Zurich House
21 Queen Street
Private Bag 92163
Auckland 1142

Attention: Client Services Representative - NZ Funds KiwiSaver Scheme
Telephone: (09) 377 2277 or 0508 733 337
Email: kiwisaver@nzfunds.co.nz
Website: www.nzfunds.co.nz

Administration Manager

Aon New Zealand
Level 2, AMP Centre
29 Customs Street West
PO Box 3167
Auckland 1140

Attention: Client Services Representative - NZ Funds KiwiSaver Scheme
Telephone: 0800 693 5494
Email: nzkiwi@aon.co.nz