

Valuation Report

Market Value Alternative Use Auckland International Airport Mangere, Auckland

Auckland International Airport Limited PO Box 73020, Auckland Airport Auckland 2150

June 2011 Ref: 15390.1/APS



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15390.1/APS

Executive Summary

Property Address: Auckland International Airport

Mangere **Auckland**

Brief Description:

The wider Auckland Airport International Limited ("AIAL") holding encompasses approximately 1,553 hectares, utilised for aeronautical activities, associated commercial infrastructure and land for future airport development.

In 2010 the Commerce Commission published the Commerce Act (Specified Airport Services Input Methodologies) Determination 2010. This determination included Schedule A under which the land forming part of the Regulated Asset Base ("RAB") and land held for future airport development must be valued on a Market Value Alternative Use basis ("MVAU") for information disclosure purposes.

The land subject to this MVAU valuation is 1,109 hectares being approximately 716 hectares of land forming part of the RAB and 393 hectares for future airport development. An alternative use plan has been developed over 834 hectares of this area incorporating a mix of urban development and regional scale open space (coastal margin), whilst the balance includes an estimated 230 hectares of AIAL owned seabed plus 45 hectares of existing commercial and open space.

At a more detailed level the alternative use plan comprises 10 individual precincts, 16,260 household units and approximately 260,000 sqm of non-residential land. A development timeframe of 17 years is envisaged.

The market for large scale development land is at a low ebb following the concerted economic down turn since 2007. However, were an opportunity such as the subject land be presented to the market, the near to medium term market fundamentals driven by population growth and undersupply of land are such that we would expect strong demand from on-shore and off-shore investors.

Instructing Party: Auckland International Airport Limited

PO Box 73020 Auckland Airport **Auckland 2150**



Addressed To: Auckland International Airport Limited

PO Box 73020 Auckland Airport **Auckland 2150**

Interest Valued: Unencumbered Freehold Market Value.

Purpose of Valuation: To establish the Market Value Alternative Use for Regulatory Reporting

Purposes.

Date of Valuation: 30 June 2011

Date of Inspection: 10 June 2011 (inspections during May and June 2011)

Date of Reporting: 30 June 2011

Valuation: Having regard to available market evidence, core assumptions and

other factors outlined later in the body of this report, we confirm our

assessed Market Value Alternative Use as:

30 June 2011:

\$563,050,000 plus GST, (if any)
(FIVE HUNDRED AND SIXTY THREE MILLION AND
FIFTY THOUSAND DOLLARS)

Additional Comments: The market for many types of property has been impacted by the well

documented issues in both global and local financial markets over the past 36 months. Whilst a degree of stability appears to have emerged in certain sectors, challenges remain with the market continuing to demonstrate a lower volume of transactions and therefore less certainty

around core valuation assumptions and market drivers.

In light of these market conditions while property valuations are based on the latest available data, values should not be considered as immune from possible change even over very short periods, as the

market continues to show volatility.



Valuer:



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Registered Valuer
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Inspection of Property:

Valuation Calculations:

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1.0 INTRODUCTION

1.1 INTRODUCTION AND BRIEF

We have received instructions from Auckland International Airport Limited to assess the market value of the land based assets of Auckland International Airport Limited for regulatory purposes and have pleasure in reporting as follows.

We confirm that the individual valuers who are signatories to this report are experienced in the location and category of the property valued and that the signatories hereto are Registered Valuers holding an Annual Practising Certificate.

1.2 BASIS AND PURPOSE OF VALUATION

This specific report provides a valuation of certain lands for Regulatory Reporting Purposes, under the Commerce Act (Specified Airport Services input Methodologies) Determination 2010. In accordance with these methodologies the land forming part of the Regulated Asset Base ("RAB") and land held for future airport development must be valued on a Market Value Alternative Use basis ("MVAU") for information disclosure purposes. We confirm the valuation has been completed in accordance with Schedule A of the Commerce Act (Specified Airport Services input Methodologies) Determination 2010.

MVAU is defined in the AIAL Asset Valuation Handbook 2011 as:

"the estimated amount for which a property should exchange, on the date of 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, with an explicit assumption that the existing use of the asset is ignored" (Emphasis added).

Further, the valuation has been completed in accordance with the AIAL Asset Valuation Handbook 2011 and with the Property Institute of New Zealand and Australian Property Institute Practice Standard for Valuations for financial reporting purposes.

1.3 INFORMATION SOURCES

AIAL has provided the following information which has been adopted in the valuation process:

- Auckland Airport Asset Valuation Handbook 2011 (Final Draft)
- Market Value Alternative Use Report including Blue Skies Yield Model prepared by Common Ground
- Land Master List
- Land Use Plan 2011
- Common Ground Concept Plan
- Russell McVeagh opinion on Resource Management issues
- First NZ Capital opinion on WACC issues



1.4 ASSUMPTIONS

Property Specific Assumptions

The MVAU methodology requires us to assume that the existing use as an airport is ignored. This necessarily requires further assumptions or basis for valuation, including:

- 1. Existing uses on AIAL land but outside of the RAB remain and form part of the wider physical, employment and social infrastructure.
- 2. The existence of physical infrastructure, such as roads, electrical services, stormwater and wastewater services are ignored, however given their existence it is assumed they can be readily replicated without undue regulatory hindrance.
- 3. Public roads to the boundaries of AIAL's holdings are acknowledged as suitable to accommodate development in the form and scale envisaged.
- 4. It is assumed that debt funding would be available to meet relevant acquisition and working capital requirements for the project on acceptable commercial terms.
- There is an implicit assumption that an equivalent airport would exist within the Auckland region in order to deliver the same relative contribution to Auckland's key growth drivers which underpin wider economic forecasts.

General Assumptions

- 1. We have assumed that the instructions and subsequent information supplied contain a full and frank disclosure of all information that is relevant.
- 2. We have assumed that there are no easements, rights of way or encroachments except those shown on the Computer Freehold Register or detailed in the valuation.
- 3. We are not aware of any notices currently issued against the property and we have made no enquiries in this regard. In the course of preparing this report we have relied upon information provided by the owner of the property.

Opinion

The assumptions we have made in respect of our projections are as follows:

- Within the context of our valuation there are a number of subjective variables that we have incorporated within the valuation based upon our qualified opinion. These may be summarised as:
 - Lot prices
 - Development costs
 - Development and sell down period
 - Profit and risk allowance
 - Holding costs
 - Discount rate

In many instances these variables are not able to be validated by comparable market data and accordingly are based upon our considered opinion. Notwithstanding our comments herein



- regarding the volatile economic and property conditions present, we have assumed that no material unforseen market changes will occur in the near term.
- 2. There will be no new taxes or rates introduced which have a material impact on the property over the projected period.

1.5 COMPLIANCE STATEMENT

This valuation has been performed in accordance with the International Valuation Standards (IVS) and New Zealand valuation standards, and we confirm that;

- The statements of fact presented in this report are correct to the best of the Valuer(s) knowledge;
- The analysis and conclusions are limited only by the reported assumptions and conditions;
- The Valuer(s) have no interest in the subject property;
- The Valuer(s) fee is not contingent upon any aspect of this report;
- The valuation has been performed in accordance with an ethical code and performance standards;
- The Valuer(s) has satisfied professional education requirements;
- The Valuer(s) has experience in the location and category of the property being valued;
- The Valuer(s) (as noted in the executive summary and final section of this report) has made a
 personal inspection of the property and
- No one, except those specified in the report has provided professional assistance in preparing the report

Further, the principal valuer is a Registered Valuer in accordance with the Valuers Act 1948 and holds an Annual Practising Certificate.

We confirm that we are not aware of any conflicts of interest or pecuniary interests of the property being valued on the part of either Colliers International New Zealand Limited or the valuer(s).



2.0 SUMMARY OF ASSETS

2.1 GENERAL

The total land holdings of Auckland International Airport comprises an area of 1,553 hectares. This includes freehold title to both land and seabed for the present and future operations of the airport

As a broad overview, the land holdings can be classified as being either specialised or non-specialised. The earlier definition relates to land beneath identified airport activities as well as including land held to provide future identified airport activities e.g. second runway land. Non specialised land is used for activities not classified as identified airport activities. These would include for example, carparks, commercial development and land held for future commercial development. We summarise the land uses and areas in the table below.

Zone	Description	Area (ha)					
1a	Seabed	229.9					
1b	Airfield	354.4					
1c	Southern Airfield REPA/PSZ	38.8					
1d	Southern Airfield Restricted	26.4					
1e	Land for Airfield Development	223.1					
1f	Restricted by Future REPA/PSZ	42.6					
1g	Restricted by Future Airfield	15.6					
2a	Aircraft and Freight	29.9					
2b	Land for Aircraft and Freight Development	95.6					
3a	ITB	11.1					
3b	DTB	3.6					
4a	Public & Leased Carparks	19.8					
4b	Staff Carparks	7.6					
5a	Interim Airport Commercial	112.6					
5b	Land for Interim Airport Commercial Development	275.6					
6	Infrastructure	14.6					
7	Other PPE Land	10.3					
8	Roads	41.3					
Total		1,552.7					
Less:							
	Existing Commercial Core (4a, 4b, 5a, 5b)	415.6					
	Other PPE Land (7)	10.3					
	Roads (part 8)	17.9					
Total	•	443.9					
MVAU E	MVAU Developable Area for Precincts and Open Space 1,108.8						

We have relied on information provided by AIAL. We have not carried out title searches of each parcel and have proceeded on the basis that the above land is either held in ownership by AIAL or held on behalf and for the benefit of AIAL, for its current and future airport operations.



3.0 RESOURCE MANAGEMENT

Auckland International Airport land is located in part within the Airport Activities Zone under the Manukau City Operative District Plan 2002. The zone permits a range of activities which are appropriate in association with the airport. In addition a portion of the Airport land is situated within the Mangere-Puhinui Rural Zone and Mangere-Puhinui Heritage Zone.

Designation 231 overlays the zones and is divided into two areas: Area A which covers most of the airport land to the south, while Area B covers the remainder to the north; the border between the two runs along the northern edge of the Proposed Northern Runway.

Development controls for the Airport Activities Zone provide varying height limitations in accordance with Obstacle Limitations set forth in the District Plan and enforce a Coastal Protection Yard of 20 metres to buffer the surrounding coastline from development. Further, all buildings are prohibited on any land that is within the Runway End Protection Area ("REPA") of both the existing and Northern Runway. The zone permits activities that are necessary for the provision of the airport services and the operation of Auckland International Airport Limited, however Area B allows for a further range of commercial activities including retail, office and industrial; the activity in each case must be in connection to the use of the airport. Residential development is generally considered a non-complying activity.

Development controls for the rural zones also provide varying height limitations in accordance with Obstacle Limitations set forth in the District Plan and enforce a Coastal Protection Yard of 30 metres to buffer the surrounding coastline from development. Commercial and retailing activities together with high density residential developers are considered non-complying activities; however household units are permitted, but only as farm houses.

In 2009 Proposed Plan Change 13 ("PC13") to the Auckland Regional Policy Statement was notified, under which the majority of the land designated by Auckland Airport, together with a small portion of land owned by Auckland Airport but outside the designation, was sought to be included within the Metropolitan Urban Limit ("MUL"). At the same time Proposed Plan Change 14 ("PC14") to the Manukau District Council was notified, which essentially sought to rezone Auckland Airport's rural land, included in PC13, to Airport Activities Zone or new business zones.

The Auckland Council came into effect as at 1 November 2010, combining Manukau City, Papakura District, Waitakere City, Auckland City, Rodney District, North Shore City and part of Franklin District Councils into one "Super City". The Auckland Council propose to have one plan eventually, however at present the existing districts plans will continue to apply until the new unitary plan is developed.

The former Auckland Regional Council and Manukau City Council confirmed PC13 and PC 14 in November 2009. While several appeals were lodged by submitters including Auckland Airport, all appeals relating to the Airport land have been resolved by way of consent orders granted by the Environment Court in 2011. The Auckland Council has yet to publicly notify that PC13 and PC14 are operative in respect of the Airport land however we understand that these are to be made operative in the short term.



Development controls for the Airport Activities Zone largely remain the same however under PC14 the Airport Activities Zone has been extended northwards from its 2009 position to include the proposed Northern Runway and land to the east and west of the proposed Northern Runway.

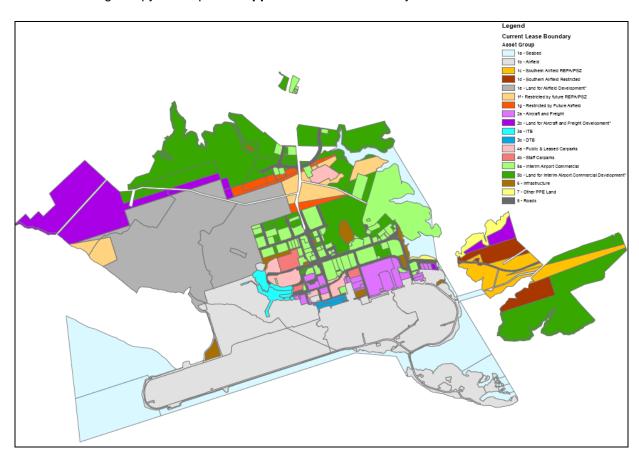
Under PC14 a new business zone, the Mangere Gateway Business Zone (Ihumatao) ("MGBZI") applying to land north of the proposed Northern Runway, both within the airport designation as well as land outside the designation. Development controls generally permit business focussed activities such as commercial and industrial, while residential and retail activities discouraged. Residential development is generally considered a non-complying activity.

Accordingly for this hypothetical MVAU exercise we have disregarded the existing zoning provisions in so far as they preclude urban development, and contemplate the continued use and in some respects protection of the land as an airport. It is clear that the land is suitable for comprehensive urban development and it is entirely realistic that via a plan change urban uses would be permitted. Thus any risks in our mind in achieving development in the form envisaged under the Common Ground plan would relate to time taken rather than not achieving such an outcome.



4.0 LAND USE

We have been provided with a land use plan prepared by AIAL which provides indicative land uses for the specialised and non-specialised assets within Auckland Airport. Several areas have been divided into smaller sub areas compartmentalising the primary land uses based on existing or future activities. We attach a larger copy of this plan at **Appendix 3** with a summary version below.



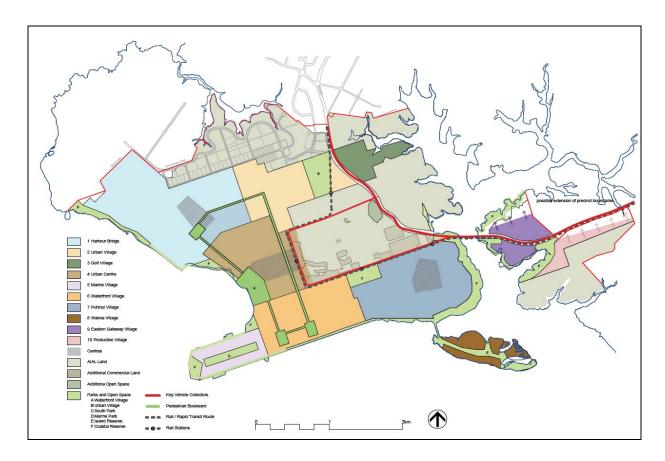
4.1 ALTERNATIVE LAND USE PLAN

For the purposes of assessing MVAU, Common Ground has prepared a land use plan that encompasses only part of the above land, corresponding with the land forming part of the RAB and land held for future airport development

We have been provided with Common Ground's "Market Value Alternative Use Report" which provides a theoretical development opportunity for the land which can be justified on planning and market principles. Whilst a purely theoretical exercise the report effectively forms a draft structure and concept plan, the outcomes of which are defendable in our opinion on both a planning and development perspective.

The plan below details the overall layout, and in particular the distinct precincts which each provide a wider variation in housing typologies, location and extensive public open space. We attach a larger copy of this plan at **Appendix 4** with a summary version below.





Corresponding with the plan above, the table below details the housing mix or typologies contained within each development precinct, along with the areas available for non-commercial development. The area over which this development is envisaged extends approximately 688 hectares. The green spaces are readily identifiable and make up a further 146 hectares.

Precinc	t Precinct Name	Gross Area (ha)	Area (ha) Commercial	Area (ha) Residential	Yield (hhu's)	Detached	Urban House	Semi- detached	Terraced	Apartments
1	Harbour Edge	184.5	3.7	180.8	3,616	1,085	1,446	723	253	108
2	Urban Village	73.3	1.5	71.8	1,796	359	539	539	269	90
3	Golf Village	28.2	4.2	24.0	360	18	72	54	162	54
4	Urban Centre	89.0	17.8	71.2	3,133	-	-	940	1,410	783
5	Marine Village	30.8	0.6	30.2	906	-	181	407	272	45
6	Waterfront Village	87.6	1.8	85.8	2,661	399	532	798	798	133
7	Puhinui Village	120.9	6.0	114.9	2,871	861	861	718	345	86
8	Wiroa Village	25.3	0.3	25.0	301	150	120	30	-	-
9	Eastern Gateway Village	30.2	0.9	29.3	439	110	110	154	66	-
10	Productive Village	18.0	0.4	17.6	176	88	71	18	-	-
	Total	687.8	37.1	650.7	16,259	3,071	3,933	4,381	3,575	1,300

The total land subject to the MVAU valuation is apportioned below:



Description	Area (ha)
MVAU Urban Area	687.8
MVAU Open Space	146.1
MVAU Coastal Margin	6.6
Seabed	229.9
Balance Land within Commercial Area	38.4
Total	1,108.8

4.1.1 PRECINCT DESCRIPTION

Harbour Edge

A substantial waterfront precinct extending to 184.5 hectares including a small commercial element of 3.7 hectares. Land in this area is a little more undulating but accessed from existing road structures, principally Renton Road and Ihumatao Road which at its eastern extremity connects with George Bolt Memorial Drive. However, the road also connects with Ascot Road in the north via Oruarangi Road.

This land has excellent prospects for development given its wide harbour foreshore though it is fair to say that it faces south-west, accordingly being a little colder. This block of land is sufficiently divorced from where the initial principal activity would occur that development may commence in this location in its own right without compromising the nature of development suggested initially for Puhinui Village. Housing densities would be expected to be relatively conventional.

Urban Village

Bearing in mind that the urban village area is to the east of the harbour edge, it follows that the value amenity from the harbour edge could spill over into the urban village but only after harbour edge is well on the way to being developed. Accordingly urban village will form some relatively modest housing types on relatively level land elements. Part of the sites adjoins George Bolt Memorial Drive and accordingly may be expected to enjoy lesser amenity.

Golf Village

A small pocket of land located to the west of George Bolt Memorial Drive that would be developed to a relatively low density with larger sites as befitting the nature of the land and the fact that it does have some small elements of frontage to Pukaki Creek. The land is generally of level contour and surrounded to the north and south by land independently owned by Auckland International Airport Limited.

Urban Centre

This area of land sits immediately to the west of the existing commercial components not included within this valuation but which are independently owned by Auckland International Airport Limited. The suggested provision within the urban centre area makes extensive provisions in the shape of approximately 17.8 hectares for commercial and/or manufacturing type content. Reasonably heavy emphasis in this area would be on more intensive forms of residential development and it follows therefore that for this to succeed there needs to be an established market created within the area, dictating that the urban centre areas will be developed later rather than earlier. The land is of generally



level contour and while it does have some harbour frontage, the frontage is to extensive reserve areas rather than the sea itself.

Marine Village

The marine village land elements are located within a tongue of land that projects out into the waters of the Manukau Harbour and is of level contour but will require reserve margins around the marine edge. The land in this area will be of very high quality given its marine amenity. Accordingly house types may be expected to be reasonably intensified though still maintaining a superior environment.

It is anticipated that the marine village lands will be developed quite early in the proposed development process.

Waterfront Village

The waterfront village elements are located between the marine village and the Puhinui village precincts and again have similar or even greater proportions of water frontage to the south than does the Puhinui village relative to the area involved. The land elements are level and one could reasonably expect a quite high level of amenity with a broad spectrum of use types from relatively low density single family dwellings up to medium intensity urban houses and semi-detached. Additionally, however, a number of terraced houses are proposed within the make-up indicating a significant element of mixed residential use.

Puhinui Village

This is one of the larger precincts, being the second largest behind the Harbour Edge Precinct. This precinct adjoins existing urban services in land not included within this valuation and it is anticipated that in a scheme of development, this land would be developed initially. The land elements are level with extensive harbour frontage and with access to urban amenity.

Wiroa Village

Wiroa Village sits to the south of Puhinui Village and is linked via a causeway across the harbour. This is sensitive land which will be divided into three parcels by provision for reserves. It is anticipated that development in this sensitive environment will be relatively low density. Notwithstanding the sensitive environment, this will be an attractive place to live if developed in a sensitive fashion.

Eastern Gateway Village

This particular parcel is of most attractive land with extensive foreshore to Pukaki Creek and Waiokauri Creek. However, despite this, it is cut by an arterial road being the extension of Puhinui road into the airport and accordingly its environment may be expected to be somewhat compromised. Again it is anticipated that a relatively low intensity environment would be created. This land is somewhat more undulating than the majority of properties and tends to fall from the roadway which runs just below the crest of a ridge which runs through the site and falling to the creek margins. There will be extensive reserves along the creek margins.

Productive Village

The Productive Village elements are relatively close to those in the Eastern Gateway Village and represent an elongated strip a little removed from the alignment of Puhinui Road and generally located to the south of it. Given the somewhat broken contour of the sites, it is anticipated that a number of the



properties will have significant outlooks but it is anticipated that development given the unusual shape of the site and its somewhat sensitive nature will be of relatively low intensity.

4.1.2 COMPARISON TO OTHER AUCKLAND ENVIRONMENTS

There are no environments within the greater Auckland area that have the size and scale of a development similar to the subject. However, there are a number of areas where developments of a lesser scale have distinct relevance to many of the precincts noted above.

In particular, reference needs to be made to the Stonefields location in the former Lunn Avenue Quarry being comprehensive housing development.

Development of Stonefields was undertaken on a comprehensive and integrated planning environment basis to produce a wide variety of use types and densities following on from the unsuccessful attempts to turn the Lunn Avenue Quarry into a regional shopping centre.

In general terms the initial thrust of the development was of low to medium intensity housing but with significant elements around the fringes allocated for later elements of high intensity housing designed to comply with the local authority's requirements for intensification. Those requirements initially call for a population density up to 10,000 people within the quarry environment and this has subsequently been significantly reduced but it is nonetheless a more intensive development than much of the surrounding typical urban environment. Provision is made within the quarry for limited commercial development to service the residential content. In addition, significant works were undertaken on a restructuring of the transport infrastructure in the wider locality.

The initial quarry development was to be developed on the basis of a contract with Fletcher Homes wherein the developer entered into a long term contract of supply of lots at pre-determined prices within an initial 10 year horizon for sell down of all lots.

Also of relevance though clearly an inappropriate comparison for low intensity developments, is Viaduct Harbour which is a result of the catalyst of the Americas Cup, ending with significant high density residential living. Much of the residential living was constructed on leasehold land.

However, prior to the catalyst of the Americas Cup, the break-up of the Port of Auckland property portfolio led to a substantial element of land along Fanshawe Street becoming available which as part of the sale of the Ports' portfolio was transferred freehold and subsequently ground leased. These elements of land were developed in a suite of seven to eight level office buildings along the Fanshawe Street edge, essentially providing a barrier between the busy arterial route of Fanshawe Street and the residential elements of the Viaduct Harbour. Essentially there was no master plan for Viaduct Harbour but a number of sites became available given the potential demand and development proceeded at a considerable pace hand in hand with the complete clean-up of the Viaduct Basin and construction of a number of other elements including the reclamation for the Americas Cup Village. In design terms there are few parallels between the Viaduct Harbour and the subject lands, especially given the former's proximity to CBD Auckland. However, the exercise of examining the Viaduct Harbour is useful in the context of endeavouring to gauge the likely demand for high intensity development in a suburban location, especially where it is considered as part of a greenfields development opportunity. In our



opinion the high intensity elements of the subject property will tend to follow the creation of a desirable environment in the latter stages of the proposed development.

North of Auckland at Gulf Harbour, land with similar marine characteristics essentially forming part of the north-eastern elements of the Whangaparaoa Peninsula with significant water frontages and access was developed into the Gulf Harbour Precinct, essentially centred around a substantial marina and international quality golf course. The initial element was commenced with declamation works for the marina with the developer subsequently failing in the property depression post the 1987 sharemarket crash and the land being sold to Asian interests who commenced to develop the golf course. In many respects the development proceeded on the basis that the sole objective for the property was the golf course rather than the economics of development. Accordingly a number of fundamental design flaws were made in laying out the development notwithstanding that consent was achieved for approximately 3,000 household units. In some respects it seems apparent that the developers felt that it would be the golf course that would be the catalyst for the development rather than the other way round. In many respects the fate of the Gulf Harbour development comes about as a result of the friction of distance bearing in mind the somewhat convoluted access that residents at Gulf Harbour need to traverse to get to anywhere else. There was a proposal for much improved access directly connecting to the northern motorway but this has not proceeded and the development has languished. The development as a whole is centred around single family dwellings but approximately 20 to 30 hectares of the property around a facility known as the Eastern Boat Harbour was intended to be high intensity apartments and even provision for an hotel. In a number of respects, looking back over the history of Gulf Harbour, the fundamental issue is the difficulty of access rather than a difficulty of development or the market.

Also providing some relevance are the elements of land in what will be a comprehensive development at Long Bay which is still in the early stages of planning for quite intensive developments on sensitive coastal land where development costs will be very high but equally sale prices of individual lots would also be very high given the warm northerly outlook over the Hauraki Gulf. This development is in its infancy but it is being planned in an integrated way.

We also make reference to the substantial urban development which was undertaken in the 1990s in South Auckland around Botany. This may also be considered as a comprehensive development opportunity given the proliferation of mixed use activities centred around the Botany Town Centre which essentially is the focal point for development in the area. However, the other catalyst was the completion of Te Irirangi Drive which connected Manukau City in the south with Botany in the north. Essentially the residential development elements then became available but constrained between the rising land to the east and the existing industrial development of East Tamaki to the west. Botany tends to be predominantly single family residences but there are a number of high intensity examples of apartments and other types of development that result in high density living. It may be fairly said that Botany has been an outstanding success sitting as it did on the eastern extremity of Manukau City.

Hobsonville Point is another example of a comprehensively planned environment. Sited on the former Hobsonville air force base the development extends over 167 hectares with an intended 3,000 household units planned. The project is being undertaken by the Hobsonville Land Company which is a subsidiary of Housing New Zealand, with development management and built form controlled by AV Jennings, through seven precincts and an estimated development timeframe of 10 to 12 years. The housing stock will be in a variety of forms and very similar ion concept to that envisaged under the concept plan for the AIAL holdings. In particular the relationship with the harbour and major roading



networks offers comparability, however in our view the AAL land is on balance a superior opportunity given its proximity to employment nodes and the wider Auckland isthmus.

On an overall basis, comprehensive residential development opportunities within the overall fabric of Auckland City are quite limited, especially those with the benefits of superior access and availability of urban amenities already in place that exist for the subject lands. This situation may be contrasted with that which prevailed in the other fringe development, being Gulf Harbour where there were virtually no amenities, few schools, few retail opportunities and a considerable distance to satisfy future residences requirements for these. The location and convenience of the subject location would in our opinion lead to a most substantial demand and popularity if the land were to become available.



5.0 MARKET COMMENTARY

5.1 ECONOMIC COMMENTARY

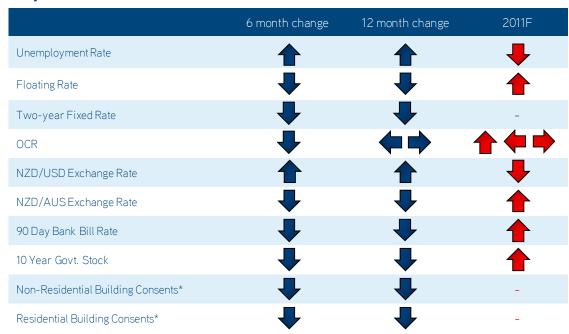
In determining the current market value of the subject property we have had regard to underlying economic conditions and the flow-on implications that these may have on investment and divestment decisions made across the broader property markets. This commentary is effective at June 2011 and is based on the most recently sourced data from Government and independent sources. The following table provides a general overview of immediate past performance and short term projections.

New Zealand Institute of Economic Research Quarterly Forecasts

Economy Activity (March Year)	2009	2010	2011f	2012f	2013f
GDP - annual % change	-1.6%	-0.7%	1.0%	1.0%	4.0%
Consumer Price Index	3.0%	2.0%	4.5%	1.8%	2.3%
Unemployment Rate	5.1%	6.0%	6.6%	6.2%	5.1%
Current Account % GDP	-8.0%	-2.4%	0.3%	-3.9%	-6.6%
Trade Weighted Index	61.5	63.1	67.6	66.9	66.1

Source: NZIER Quarterly Predictions June 2011, RBNZ, Statistics New Zealand, New Zealand Treasury, Colliers International Research

Key Market Indicators



Source: NZIER estimates and forecasts, RBNZ, & Colliers International Research *Value of Building Consents only

Economic Growth

• Economic activity as measured by gross domestic product (GDP) increased 0.2% in the December 2010 quarter following a 0.2% decrease in the September 2010 quarter. The next release of data, for the March 2011 quarter, will be in late June 2011.



- On an annual basis, economic activity increased 1.5% in the year ended December 2010 compared with the year ended December 2009.
- Canterbury suffered a second severe earthquake (6.3 magnitude) on 22 February 2011 and third severe earthquake (6.3 magnitude) on 13 June 2011 (the first on 4 September 2010, 7.1 magnitude).
- NZIER anticipate economic growth to average just 0.3% in 2011 calendar year, but recover strongly in 2012 to 3.7%. The recovery path is a little stronger than NZIER's earlier forecasts, reflecting a larger Canterbury rebuilding programme than their initial assessments. NZIER forecasts are less optimistic than consensus forecasts of 1.2% and 3.9% growth in 2011 and 2012 respectively.

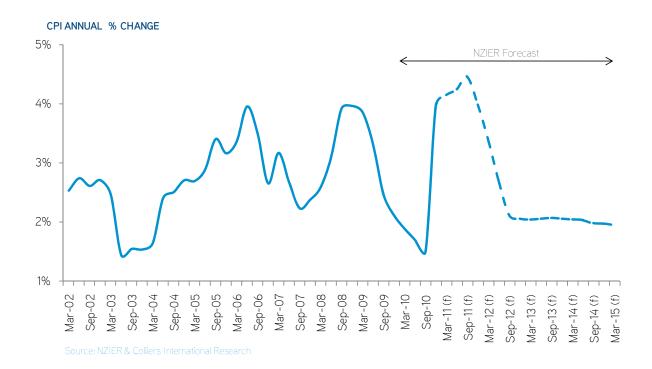
Interest Rates

- The Reserve Bank of New Zealand (RBNZ) kept the Official Cash Rate (OCR) at 2.5% on 9 June 2011.
- Reserve Bank Governor Alan Bollard said "Economic activity has been significantly disrupted by the Christchurch earthquake. However, while many firms and households, particularly within Canterbury, continue to be adversely affected, it appears the negative confidence effect of the earthquake on economic activity throughout the rest of the country has been limited."
- RBNZ stated "As GDP growth picks up, underlying inflation is expected to rise. A gradual increase in the OCR over the next two years will be required to offset this, such that CPI inflation tracks close to the midpoint of the target band over the latter part of the projection. The pace and timing of increases will be guided by the speed of recovery, but for now the OCR remains on hold".

Inflation

- The Consumer Price Index (CPI) rose 0.8% in the March 2011 quarter, influenced by a rise in Goods and Services Tax (GST). This is the largest quarterly increase since a 3.5% rise in the September 1989 quarter when GST increased from 10% to 12.5%. The 2.3% rise follows 1.1% and 0.2% rises in the September and June 2010 quarters respectively. This follows rises of 2.3% in the December 2010 quarter when GST rose from 12.5 to 15%) and 1.1% in the September 2010 quarter respectively.
- The CPI increased 4.5% in the year to the March 2011 quarter, following increases of 4.0% and 1.5% in the years to the December and September 2010 quarters respectively. The latest annual increase is the highest since a 5.1% increase in the year to the September 2008 quarter (when petrol prices peaked).
- While headline inflation rate was 4% in 2010; this is largely due to an increase in GST from 12.5% to 15%, increase in ACC levies and introduction of ETS charges. Excluding these one-offs underlying inflation was just 1.4%, well within RBNZ's 1-3% target band. RBNZ stated "Headline inflation is currently being boosted by recent increases in indirect taxes, food and petrol prices, and surveyed expectations of future inflation have edged up. Despite this, indicators of capacity usage and core inflation suggest underlying inflation remains constrained."





Exchange Rates

- The New Zealand Dollar (NZD) posted a 1.3% appreciation against the US Dollar (USD) over May.
 The NZD against the USD hit a high rising to 82.5 cents at the end of May.
- According to the RBNZ Trade Weighted Index, the New Zealand dollar increased by 1.0% in May 2011 compared with an increase of 4.5% in the previous month.
- NZIER states that the NZD remains elevated and in a holding pattern. Strong agricultural
 commodity prices, weakness in major economies and sovereign credit concerns continue to
 support the NZD. NZIER expects the NZD to remain elevated over the next year and depreciate
 gradually thereafter.

Construction Activity

- According to Statistics New Zealand's latest data release, including apartments, the seasonally adjusted number of new dwellings authorised in April 2011 fell 1.6% after rising by 2.0% in March 2011.
- Only one of New Zealand's 16 regions recorded more authorised units when compared with the same month last year. The North Island fell 32% and the South Island fell by 38%.
- The value of non-residential building consents was \$252 million in April 2011, down 23% compared with April 2010. Seven of the 11 building types recorded decreases in the value of consents compared with April 2010.

The Christchurch Earthquakes

Christchurch and Canterbury suffered a 7.1 magnitude earthquake on Saturday 4 September 2010 and a series of aftershocks. On Tuesday 22 February 2011 Christchurch was hit by a second major earthquake of 6.3 magnitude with catastrophic loss of life and unprecedented property destruction. A further major earthquake of 6.3 magnitude hit Christchurch on Monday 13 June 2011 further destroying a number of buildings and causing additional damage to the city. At the date of issuing this valuation report the full economic and property market impact of the second and third earthquakes are unable to be quantified for this property and the wider market. It is our view that certain property types and



submarkets will be affected to differing degrees. The impact on the Auckland property market is likely to be low; this being said the effects on the exchange rate, population movements, interest rates, building costs and spending patterns may be influenced. Accordingly the earthquake has added yet another factor to an already uncertain economic environment.

Conclusion

NZIER states that the economy is in a soft patch, but the outlook is for a more gradual but sustainable recovery over coming years. The Canterbury earthquake and spikes in food and fuel prices earlier in the year weighed on economic growth. Signs of resumption in house sales and business lending suggest a broadening recovery will develop later this year. This will be supplemented with the Canterbury reconstruction programme, likely to be in full force by mid 2012.

The global economy has hit speed bumps. Leading indicators have softened and there are increasing signs of moderation in Asia, as monetary conditions tighten to curb accelerating inflation. Heightened uncertainty on global growth is a source of risk for the economy, particularly exports and tourism.

The 2011 Budget delivered few surprises. The main focus was on reversing the fiscal deficit to a surplus within five years by constraining government spending. The Government committed to restraining spending on Working for Families, student loans and departmental budgets. This reduces the risk of a ratings downgrade. Government spending in the economy will slow over the next five years.

Investment property tax rules have tightened, with the 2010 Budget changing the tax depreciation rules for buildings (both residential and non-residential). From the 2011/12 income year, a zero percent depreciation rate will apply to buildings (but not fixtures and fittings) with a life of 50 years or more. Whilst compensatory reductions in taxation have occurred in other areas, in practice it remains unclear how property investors will respond to the new regime.

Notwithstanding New Zealand's stable fiscal policy and the increasingly positive tone of many lead indicators, the economic and financial sector environment as it relates to commercial property continues to be fragile. The banking and finance company sectors continue to work through their distressed asset base in a reasonably well managed manner, although risks of receiverships remain in many cases. Until these issues are resolved and a concerted period of asset price stability ensues, the market will remain fickle.

Private investors remain the principal market participants, albeit relying on significant equity contributions to deals given the scarcity and relative cost of debt. In recent months we have also seen the re emergence of the syndicators, although under relatively strict investment criteria. The anticipated pickup in activity post the budget has failed to materialise and in our view investment decisions remain very much a case by case or sector by sector scenario based on apparent medium term market expectations.

5.2 RESIDENTIAL MARKET COMMENTARY

Background

The market for residential land within the Auckland Region has seen a dramatic drop off in activity since the final quarter of 2007, following a concerted period of growth and historically high price levels.



The market can be considered in two distinct categories, both of which are pertinent to our valuation. Firstly there is raw or englobo land being the source for the second category, individual sections. Both markets have been impacted to similar degrees with the raw land market naturally weaker as the demand for residential housing and therefore sections significantly reduced.

The cyclical boom was fuelled by a combination of a concerted period of positive economic growth and increased household wealth, population growth from both internal and external migration, constrained land supply and relatively easy access to debt for both end purchasers and developers.

Over the period from 2000 to 2007 median house and section prices in Auckland increased 67% and 120% respectively. Over the same period median incomes increased 19%, with affordability indices decreasing markedly. Given this, a correction was anticipated by many, however the severity of the down turn was greater than virtually any anticipated and has seen residential building slow to extremely low levels as illustrated by issued dwelling consents to 259 in April 2011 from the cyclically high measure of 1,362 in September 2003.

The principal drivers of the housing market are interest rates, population growth and supply side controls.

Whilst projected house price performance can be a useful indicator in considering the likely performance of the residential land market, house prices tend to be less volatile than section prices which show a greater propensity to surge and collapse depending on market conditions. One reason for the downside volatility is that sections are typically produced in large volumes and are rarely entirely presold to end users/occupiers so there exists the risk of oversupply which can take considerable periods to absorb. Further section construction is programmed 12 to 24 months in advance of delivery and therefore market conditions at delivery can vary markedly from those at the outset of construction.

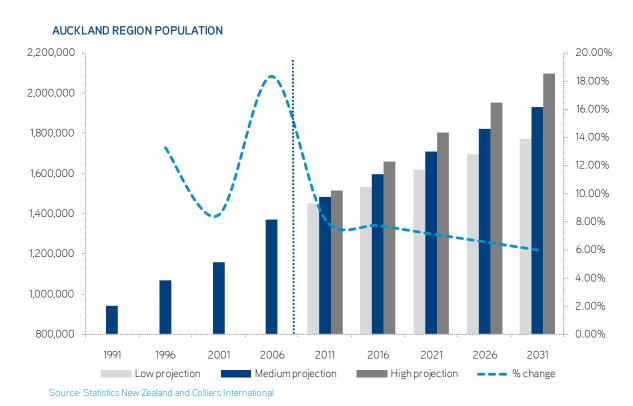
That said acting to stimulate price growth is the Auckland Regional Growth Strategy which controls both the location and rate of land available to accommodate future housing ostensibly in line with projected population growth, through the implementation of a Metropolitan Urban Limit (MUL). The growth strategy is based around the concept of a compact city and land use intensification, with growth focused in and around existing centres and transport corridors with limited growth through expansion of the urban edge.

In recent times population growth rates have largely outstripped projections with land supply naturally being consumed at an equally greater rate. This has put significant pressure on the demand and supply dynamic which in economic terms delivers a logical outcome of price inflation. The last four years have seen a material decline in demand, however in our opinion whilst this will deliver some 'breathing space' in terms of supply it will not fundamentally address the issue of short to medium term supply constraints.

Notwithstanding the recent slow down in net migration as world economic conditions have weakened New Zealand's attractiveness to new residents, the wider Auckland population is still expected to exceed 1.93 million by 2031 (ARC Medium population growth projection) as shown in the graph below. This reflects average annual growth of more 22,500 people which when combined with declining household composition rates indicates around 8,200 new dwellings required each year in the Auckland



Region. The low and high growth projection models indicate 6,000 dwellings and 10,750 dwellings respectively.



This is significant growth and outstrips all other areas in New Zealand in percentage terms and is the highest growth area in absolute terms.

Recent consent activity shows projected annualised consents for new dwellings (excluding apartments) across New Zealand will be at approximately 55% of the average of the past five years which confirms anecdotal evidence of significantly lower building activity which in turn is likely to lead to significant supply side constraints for new housing over the coming two to five years.

These factors will undoubtedly combine to underpin residential building and sales activity in the medium term.

Interest rates remain a key factor in considering future market performance. Whilst we sit at a point of historically low interest rates these will undoubtedly rise as economic confidence and underlying performance improves. Whilst rising interest rates are normally a negative influencer on residential markets we still have a gap of circa 4% before we reach the levels apparent in the 2006 to 2008 period which suggest some increases can be tolerated without a significant impact on activity. That said sharp or large increases will undoubtedly dampen market sentiment.

Naturally any change in health or confidence in the residential housing market has a direct impact on the market for raw land. The most obvious impact on pricing has been that potential projects have been faced with an extended sell down time frame with lower sales volumes and the principal market response has been lower pricing of end product. The combination of lower end prices and longer development timeframes has a calculable negative impact on the value of raw land.



It is this volatility that represents the greatest element of risk in large scale land development and in turn demands required returns significantly higher than more generic and shorter term development propositions and for that matter simple investment property.

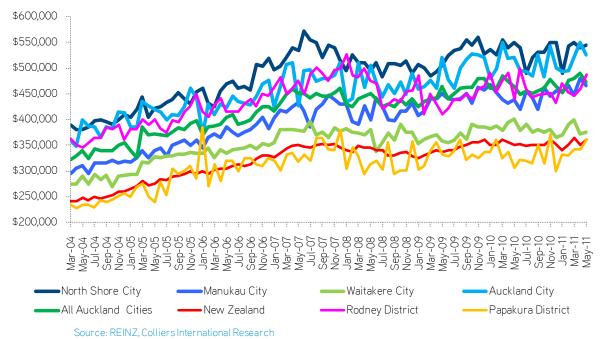
Current Trends

Notwithstanding the requirement to assess a MVAU value at June 2009, we have had regard to market conditions, trends and sentiment through an extended period to June 2011 to provide the most fulsome picture possible.

As a proxy for the residential land market, for which there is limited robust data, we have considered the historic performance of the residential sales market in reaching our conclusions for future performance.

The New Zealand residential property market has seen fluctuations over the last 36 months, however, the latest statistics appear to indicate that the market seems to have reached some stability. The national median price however fell to \$350,000, according to the latest figures released by the Real Estate Institute of New Zealand (REINZ), down from \$360,000 recorded a month earlier and equal to the median recorded in the same month of last year. Market activity continued to increase particularly in the Auckland region although prices have eased slightly. Signs of continued pressure are emerging with a lack of new listing apparent in many parts of the city. Across New Zealand 5,766 unconditional sales were reported for the month of May, up 799 on the number of sales reported in April and 560 more than the May figure recorded in 2010.

MEDIAN HOUSE SALE PRICE COMPARISON



After increasing for four consecutive months the Auckland region median fell to \$472,000 in May 2011, down from \$490,000 recorded in April but up on the \$465,000 recorded in the same month last year. The graph above shows the median house price comparison between the six Auckland cities and New



Zealand. Auckland City has the most volatile median price which is partly due to the impact of inner city apartment sales which cause inconsistencies in the median sales price figures.

The number of houses sold in the Auckland region during May 2011 increased significantly to 2,188 sales up from 1,854 recorded in April and up on the previous years April month recorded at 1,887 sales. The graph above shows the median house price against the number of sales for the Auckland region.

The median price for a house located in Manukau City in May 2011 decreased to \$466,000 from \$480,000 in April, the first decrease in median sale price since the beginning of 2011. The median sale price however increased on the May 2010 figure of \$438,000. Sales volumes increased steadily increasing to 390 sales in the May 2011 month from 336 in April.

We summarise below the historical section and dwelling (including apartments) sales activity within Manukau City compared against the Auckland region to May 2011.

Auckland Region Sales Activity								
Year	Median Section Price	Number of Sales	Median Residential Price	Number of Sales				
2003	\$147,500	2,639	\$295,000	41,288				
2004	\$207,500	2,127	\$336,000	35,894				
2005	\$221,250	2,174	\$371,250	35,193				
2006	\$248,500	1,648	\$396,375	34,082				
2007	\$275,000	1,972	\$445,000	31,184				
2008	\$257,500	646	\$432,875	17,384				
2009	\$257,500	1,180	\$445,000	23,512				
2010	\$283,000	822	\$454,250	19,564				
2011*	\$281,000	238	\$467,500	6,997				

Manukau City Sales Activity							
Year	Median Section Price	Number of Sales	Median Residential Price	Number of Sales			
2003	\$146,000	407	\$310,000	7,301			
2004	\$222,000	345	\$310,000	7,338			
2005	\$267,500	298	\$343,125	7,817			
2006	\$268,250	228	\$375,150	7,292			
2007	\$318,500	283	\$422,000	6,800			
2008	\$308,500	78	\$416,500	3,530			
2009	\$279,000	157	\$440,000	4,870			
2010	\$315,000	121	\$443,375	3,797			
2011*	\$276,739	39	\$457,000	1,246			

Source: REINZ and Colliers International Research

The time taken to sell has always been a good indicator of the health of the residential market. The statistics for the 2010 year for the Auckland region shows an average 36 days to sell which is a very mild decrease from the average for the 2009 year of 37 days. Over the year to May 2011, the median days to sell have fluctuated between 34 and 50 days with the last three months indicating some consistency around 35 days.

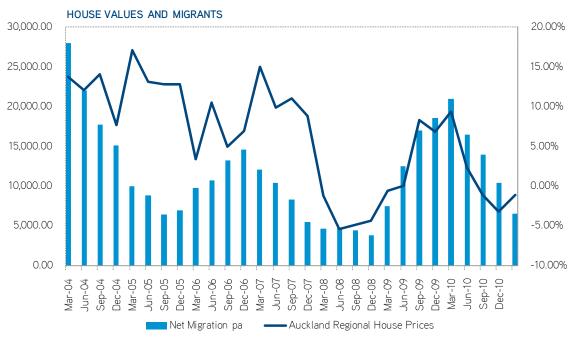
A further key driver influencing the residential market has been the flow of migrants into New Zealand. It is estimated that as much as 60% of immigrants settle in Auckland, this coupled with high levels of immigration over 2003 pushed demand for housing in Auckland to very high levels. Net migration in

^{*} YTD



2003 was estimated at approximately 45,000, reducing to approximately 15,000 in 2004. Net migration has steadily decreased over the past 12 months with the most recent net migration figures recorded at 6,554 for the year to March 2011, down on the quarter ending March 2010 at 20,973.

The correlation between net migration levels and median house price movement is shown below and is suggestive of upward pressure on house prices.

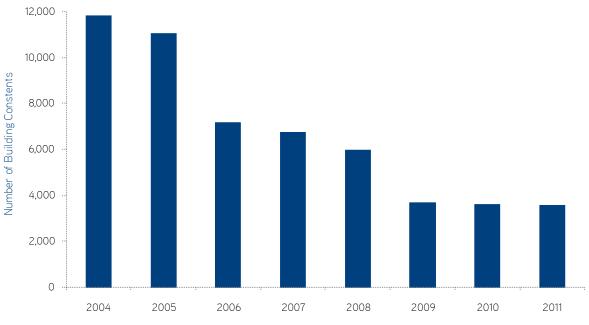


Source: REINZ, Statistics New Zealand and Colliers International Research

Another measure used to gauge the state of the housing market is the number of new dwelling consents issued per year. The following graph indicates a significant decline in the number of new dwellings placing upward pressure on the supply side of the housing market.



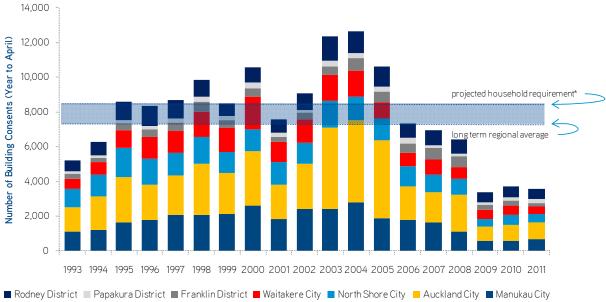




Source: Statistics New Zealand and Colliers International Year to March

The low level of new dwelling consents is largely attributable to a lack of available finance for developers, thus significant shortage of new housing was beginning to become evident in 2009 and has continued through to 2011.





Source: Statistics New Zealand and Colliers International Year to April

*based on medium projected population growth sourced from Statistics New Zealand



We have further analysed building consents by territorial authority which illustrates the high proportion of building consents within Auckland City and Manukau City. Over the past 20 years Auckland City and Manukau City combined have accounted for between 40% and 60% of the total dwelling consents within the Auckland region. Of this Manukau City accounts for between 15% and 26% of the total Auckland region dwelling consents with an annual average of approximately 21%.

Summary of the Residential Market

Auckland is New Zealand's largest residential property market. The market has historically been driven by strong population growth and property values have increased at a faster rate than the national average in recent years.

The residential market has demonstrated a degree of stability over the past 12 months however growth appears to now be a medium rather than a short term prospect. Economic fundamentals appear to be more favourable going forward than 12 months previously however net migration does appear to have eased but does indicate an increase from the low figures during 2008.

In overall terms the various core statistics indicate a relatively benign market environment, and whilst fundamentals do not support an imminent surge in activity or growth, neither do they suggest significant downside risk in our opinion.

What is clear is that market conditions are mildly stronger in 2011 than they were in 2009. Whilst we have seen a recovery in the interim period in our view it was and continues to be an more elongated recovery than initially envisaged.



6.0 VALUATION OF MVAU LAND

6.1 METHODOLOGY

The methodology to complete the MVAU assessment is prescribed within Schedule A of the Commerce Act (Specified Airport Services Input Methodologies) Determination 2010. The methodology compels the valuer to ignore the existing use of the land and to contemplate its highest and best alternative use. In this instance independent advice from Common Ground has been sought as previously detailed.

We have approached the valuation in the same manner that we would for any equivalent large scale development holding; we have had consideration of current and future market fundamentals of demand, supply, pricing, cost and required returns.

Ordinarily there would be a preference to assess the value of the land with regard to sales of equivalent assets observed within the market place. However for a number of reasons this is not practical. Firstly the scale of the holding at approximately 1,109 hectares of developable area is without precedence in terms of a single transaction, or even a small number of transactions in aggregate. Secondly the strategic nature of the land and its scale makes direct comparison virtually impossible on account of the diversity of land use types, land features and its potential influence or dominance of the Auckland market.

Therefore we have primarily utilised the Discount Cashflow ("DCF") Methodology. We acknowledge that DCF analysis has at its core a reasonable number of inputs all of which require varying levels of subjective assessment. However it is by far the most appropriate methodology when we must consider something of this scale, range of potential allotment types and the time scale.

The valuation methodology has been undertaken in four steps;

- We have assessed the market value of Puhinui Village precinct, as the most logical and appropriate starting point for the hypothetical development based on location attributes and current infrastructure and roading. This has been completed under the DCF methodology.
- We have then used the derived rate per hectare and per household unit of the Puhinui Village as the base line for the wider holding applying that rate to the subsequent precincts of the development making appropriate adjustments for such factors as location, density and yield, and making a market deferment of the value for each precinct relative to projected absorption rates and market demand. This produces a notional value of the entire holding under the assumption it could be realised at a single point in time; 30 June 2011.
- Given such an assumption is unrealistic we have deferred the various stages of development with
 reference to our opinion of likely market demand and absorption for the end housing product over
 a 17 year development and sell down period, in order to assess the Present Value of the entire
 holding.
- Finally we have cross-checked our conclusions against expected values for large holdings on a per hectare basis.

In the following section we outline the detailed assumptions that drive the valuation of the Puhinui Village.



There are three further components that need to be considered to conclude the total MVAU value. These are the seabed, other commercial land holdings within the existing CBD area and land situated under roads.

In terms of seabed value, under the MVAU approach we have not recognised any additional value and have reflected the benefit of the control of the seabed in our concluded lot values and therefore underlying precinct values. For the roads and other commercial land holdings in the existing CBD area, we have assumed a value equivalent to the average of the total precinct values given we cannot assume the existence of services etc and therefore this land is essentially 'raw land'.

6.2 APPLICATION OF METHODOLOGY

6.2.1 DISCOUNTED CASHFLOW ANALYSIS - PUHINUI PRECINCT

As our first step we have undertaken a notional development or feasibility approach in order to determine the market value of the Puhinui Village precinct development utilising a discounted cashflow analysis. The Puhinui Village is in our view the logical initial stage within the wider development concept given its range of household typologies to provide broad market appeal, the excellent infrastructural access, proximity to commercial amenity and employment base and its extensive water frontage. The Puhinui Village comprises approximately 120 hectares with a total of 2,870 household units.

The principle assumptions we have adopted include the following:

Gross Realisation

We have had regard to relevant residential and commercial markets in order to frame our opinion of gross realisation, which is a significant driver of value. We have researched and analysed recent sales within the wider Auckland region area particularly in localities which have been recently developed.

We have had reference in particular to numerous current and future large scale residential development projects within the Auckland region which we have undertaken valuation work on to assist us in our assessment of gross realisation. These include Stonefields, Long Bay, Millwater in Silverdale, Pokeno and Karaka Lakes.

Having had regard to these sales we have adopted a rate of \$300 per sqm for the net area of commercially zoned or non-residential land and the following rates (inclusive of GST) for the various housing typologies.

Dwelling Type	Number of Units	Ascribed Value
Detached	861	\$265,000
Urban House	861	\$215,000
Semi-detached	718	\$185,000
Terraced	345	\$165,000
Apartments	86	\$75,000



Marketing / Selling Costs

We have adopted an allowance for marketing and selling costs which reflects a project selling approach which is typical of this scale of development. Our costs reflect a 1.5% commission structure along with an allowance of 1.0% of gross realisation for marketing.

Legal Fees

We have allowed for a cost of \$1,000 per dwelling for legal fees and an equivalent amount for the commercial land in regard to the preparation of sale and purchase agreements and conveyancing.

Profit and Risk / Discount Rate

We have formulated our assessment of an appropriate discount rate having regard to the macro and project risks and key assumptions. In general terms risk as it relates to land developments is multi faceted and includes the following:

Asset Risk – Under the existing District Plan the majority of the land is zoned Auckland International Airport with the balance being zoned Rural. We understand that RSP Plan Change 13 and MCC Plan Change 14 are about to become operative. Once operative all the land will fall within the Metropolitan Urban Limit and be zoned either Airport or Mangere Gateway Business Zone. As such we have proceeded on the basis that whilst normal planning timelines and costs need to be recognised the subject land is suitable for the hypothetical development envisaged, and would not meet any undue opposition.

Development Risk – theoretically the development demonstrates moderate risk given construction is yet to commence. We note that the land is relatively level in nature and with reference to surrounding development and uses the land would not be expected to produce any undue risks or costs in development. We have also proceeded on the basis that all roading and infrastructure currently available to the boundaries of the site would be able to be utilised within the hypothetical development.

Market Risk – the market for residential land has stabilised somewhat over the past 12 months however demand remains subdued as indicated by the relatively soft resource consent numbers. We highlight though that current residential supply side issues within the region are exacerbated by the limited land available within the Auckland region within the MUL which is a positive feature. We also note however that the Concept Plan is logical and appeals to modern design and market logic with distinct precincts and character areas each supporting a mixture of uses and densities.

Financial Risk – as has been the case for the past three years, in the current market required returns have increased as a consequence of greater sectoral risk, increased funding costs and a scarcity of available funding at debt and equity level.

Economic Risk – this is apparent but difficult to quantify with the current volatile economic environment, however we would comment that over recent time's sentiment has improved in most areas which suggests diminishing risk of a reversion to prolonged economic downturn.

Operational Risk – if the hypothetical development was to proceed we would expect that a developer would incorporate a competent management team adept at handling the challenges of a project of this size and scope with the ability to deliver on time and within initial budgeted costs. Risk on this basis over the project would be considered typical.



The provision for profit and risk is somewhat challenging in the current circumstances, with no relevant transactional evidence to offer guidance on what a prudent purchaser might require in taking on a development of this scale, overall cost and state of completion. As a "market norm" an allowance in the range of 20% and 30% is generally acceptable for land either in conception stage or early development, whilst rates as low as 15% may be acceptable for significantly de-risked or advanced projects.

We have adopted an overall project level discount rate of **25.0%** at June 2011 recognising the varying risk profile of the precincts and the theory of diminishing risk and therefore required return over the life of longer projects. We would note that this discount rate is applied at a pre-tax and pre-funding cost cashflow level.

In formulating our conclusions on discount rate we have not been able to rely on any recent or relevant market based transactions. We have however canvassed the views of a number of experienced developers presently undertaking large scale residential projects in the Auckland region.

It is clear that any developments likely to be undertaken in the present market will require significantly greater levels of equity and that of itself has necessitated an increase in required returns in addition to the increase demanded from the more volatile and therefore risky investment environment.

Our conclusion is reached in the knowledge that a number of risks relating to the project remain and we are comfortable our concluded discount rate fairly reflects these risks.

We have also been privy to a paper prepared by First NZ Capital ("FNZC") which sought to provide comparative market support for a discount rate applicable to the subject development. At June 2011 FNZC considered a 18% pre-tax discount rate as appropriate, having reference to relevant debt costs and required returns on equity. Whilst we have adopted a discount rate higher than this, we do not necessarily disagree with the fundamental rationale or conclusions of FCNZ but believe our adopted rate also has regard to the inter-relationship and risks apparent on our other critical inputs.

Construction Costs

We have adopted development costs for the hypothetical development totalling approximately \$120,000,000 plus GST which include civil and earthworks costs but exclude development contributions, statutory holding costs and contingency, which are allowed for separately. These costs equate to a per dwelling rate of approximately \$41,000 plus GST and a rate per sqm over the commercial area of \$50.

We are not experts in determining civil engineering and development costs however we have under other assignments been provided with development costs for several substantial residential and industrial developments around the Auckland region. Based on our knowledge of these actual and projected costs we believe the above costs are a fair representation of the costs of developing the hypothetical project.

We have made a 5.0% escalation provision for construction costs over the first year decreasing to 3.0% thereafter.



Realisation Period

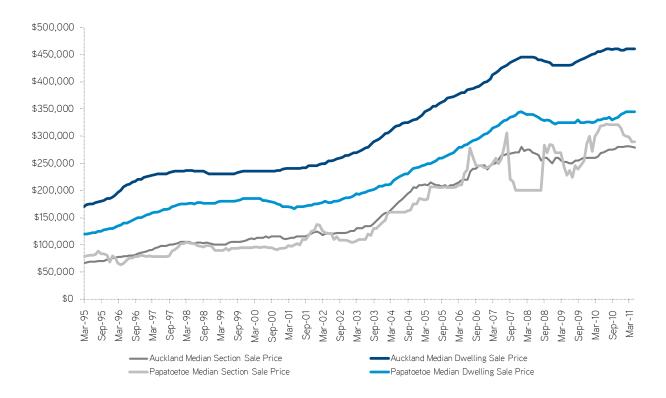
The airport land represents one of few areas available for comprehensive new build development in the Auckland region and therefore there is limited direct comparable supply. In section 5.2 we detailed at length the dynamics of the residential market in terms of significant undersupply and concerted population growth. This coupled with a constrained land supply policy via the MUL gives us confidence at a macro level that strong demand would be evident for such a well planned urban environment.

To give some comparable support for our take up or absorption assumptions we have had reference to the Dannemora/Botany localities within Manukau City which were subject to significant development in the early mid 1990s and early 2000's. During the peak of development building consents as a proxy for demand were in the region of 600 to 800 per annum, representing around 40 to 50% of total consents within the Manukau region. These localities accounted on average for approximately 20% of total building consents in Manukau City over a period of 15 years however did increase to as high as 50% of total Manukau building consents in any one year.

Having regard to the above factors we have determined a sell down rate of approximately 350 dwellings per annum for the Puhinui Precinct with the commercial land to be sold down in line with these projections.

Land Value Escalation

Our research indicates that in the medium to longer term land value growth has typically outstripped residential dwelling growth. We have analysed REINZ data over the preceding 5, 10 and 15 year periods for median dwelling and section prices for both the entire Auckland region and the Papatoetoe area which forms the closest locality to the airport land and shows the following trends.





	Dwellings (Comp	ound Average)	Sections (Compound Average)		
% change (median calculated over 12 months)	Auckland Region	Papatoetoe	Auckland Region	Papatoetoe	
5 years to May 11	18.12%	19.48%	24.52%	20.38%	
10 years to May 11	67.22%	73.34%	92.87%	109.60%	
15 years to May 11	80.50%	92.96%	131.83%	144.86%	
annual % change (median calculated over 12 months)	Auckland Region	Papatoetoe	Auckland Region	Papatoetoe	
5 years to May 11	3.62%	3.90%	4.90%	4.08%	
10 years to May 11	6.72%	7.33%	9.29%	10.96%	
15 years to May 11	5.37%	6.20%	8.79%	9.66%	

Our escalation profile for each dwelling unit shows negative growth of 2.5% for the first year with a 'spike' of 4.0% and 5.0% in years two and three respectively and 3.0% per annum thereafter. This reflects **2.7%** compound annual growth through the next nine years which compares favourably to long run averages.

Our 'spike' in years two and three reflects an anticipated increase in demand due to both a more positive residential market aligned with improving economic sentiment, but also acknowledging that the previously detailed land supply strategy employed by local government is likely to act to create land based inflationary pressures which in our mind are real and can be expected show up in the earlier part of the project rather than the latter. The average rate adopted over the last five years reflects the fact that is very difficult to predict anything other than average levels in the medium term.

When compared to the 5 year Auckland compound average of just over 4.75% and 15 year Auckland average of over 8.5%, the adopted average and maximum growth rates are if anything conservative, however we are mindful of the weak current market environment, the renewed focus on affordability, higher savings rates translating to lower debt servicing ability and importantly that the historic growth rates are distorted by the longest period of concerted growth in recent history.



7.0 VALUATION CONCLUSION

7.1 PRECINCT VALUES

Having regard to all of these inputs we have concluded a value for the Puhinui Village of \$140,000,000 plus GST at June 2011.

This represents \$1,158,000 per hectare or an average value of approximately \$46,500 per household unit after allowance for the value of the commercial land.

As summarised earlier our methodology is based on a detailed assessment of value for the Puhinui Village, with that concluded value used as a benchmark for the other precincts. Given the variation in size and more particularly unit types or mix we have based our comparison on equivalent net or "raw" land values for each unit type and extrapolated those over the units within each precinct.

Naturally each precinct has some unique features which require further recognition such as a lack of water frontage, superior access or proximity to key amenities or materially higher or lower densities. Accordingly these factors have been accounted for.

It should be noted that no specific value has been attributed to 146 hectares of open space and reserve land incorporated in the overall plan. The value of this land has been intrinsically allowed for in two ways; firstly as a factor in setting prices for the individual units and secondly supporting the adopted take up scenario on the basis that the significant green space is a key attraction through the amenity it will deliver.

Applying this approach our assessed values in aggregate for the 10 precincts is \$759,814,580 plus GST as detailed below.

Precinct	Gross Area (hectares)	Indicative Yield	Gross Density (dph)	Commercial Land	Start Date	Development / Selldown Period	2011 Value '	Value (per ha)	Deferred Value @ 10%	Deferred Value (per ha)
Harbour Edge	184.5	3,616	20	25,831	1-Jul-17	11.00 years	\$177,524,281	\$962,139	\$100,150,000	\$542,789
Urban Village	73.3	1,796	25	10,262	1-Jan-20	6.00 years	\$81,994,421	\$1,118,614	\$36,450,000	\$497,271
Golf Village	28.2	360	15	29,631	1-Jan-22	2.00 years	\$20,093,828	\$712,042	\$7,400,000	\$262,225
Urban Centre	89.0	3,133	44	124,600	1-Jul-20	8.00 years	\$114,048,888	\$1,281,448	\$48,350,000	\$543,258
Marine Village	30.8	906	30	4,316	1-Jul-14	3.00 years	\$42,305,717	\$1,372,226	\$31,800,000	\$1,031,463
Waterfront Village	87.6	2,662	31	12,268	1-Jul-12	8.00 years	\$121,049,300	\$1,381,368	\$110,000,000	\$1,255,278
Puhinui Village	120.9	2,870	25	42,301	1-Jul-11	9.00 years	\$140,000,000	\$1,158,365	\$140,000,000	\$1,158,365
Wiroa Village	25.3	255	10	1,769	1-Jul-13	2.00 years	\$21,114,595	\$835,560	\$17,450,000	\$690,542
Eastern Gateway Village	30.2	440	15	6,342	1-Jul-11	2.00 years	\$27,380,509	\$906,639	\$27,400,000	\$907,285
Productive Village	18.0	177	10	2,520	1-Jul-11	2.00 years	\$14,303,042	\$794,613	\$14,300,000	\$794,444
TOTAL	687.8	16,215	25	259,841			\$759,814,580	\$1,104,671	\$533,300,000	\$775,348



7.2 MVAU VALUE 2011

Following our conclusions in the previous section it is important to acknowledge that it would be impractical to sell all of the land at a single point in time and realise the aggregate value.

We have therefore considered achievable market share contemplating that the entire project comprises in excess of 16,000 household units plus 260,000 sqm of commercial land. Our analysis of historic records give us confidence that a development of this nature could both command and support a market share of 50% of the Manukau region, 20% of the Auckland and Manukau regions combined and 10% of the wider Auckland region. At its maximum these assumptions provide for the absorption of 1,200 household units per annum. Based on these parameters we have concluded a sell down timeline over 17 years (at an average of 941 household units per annum) with the various precincts having deferred start dates to meet these targets.

This introduces the notion of what return would a notional investor require to hold the land as a separate precinct or block in order to optimise the supply dynamic and not cannibalise pricing through competition. Given that our assessed values in the previous section imply a 25.0% return through development such return in the non-development phase is inappropriate. While there is no market observed data as to an appropriate return for holding land, we are aware of the going rate for long term ground rent reviews at 7.0% to 7.5%. Additionally while that rate may be appropriate at inception, at mid term on a 21 year lease, the equivalent may be as low as 2.0% to 4.0%. We consider that in this locality on the inherent assumptions surrounding MVAU, and given parcel size that a higher rate is appropriate. That said land is usually viewed as a secure investment especially at this time in the property cycle, where future growth seems most probable. The rate adopted must be much less than development risk because there is no requirement for capital input, or risk on both construction or end sales. We are of a view that a 10% return would be sufficient to meet both real holding costs in the form of interest and rates, as well as recognising for the land's low risk, non-depreciable but non income generating characteristics.

As a check on this thinking we have considered a scenario where a realistic investment alternative is simply to sell the land in 2011 at a notional rural or lifestyle basis today rather than wait say the nine years for the Urban Village to come on stream. On this basis the concluded value of that precinct at \$497,000 per hectare is entirely supportable by reference to lifestyle development land on the urban periphery of Auckland, albeit for areas more distant from city amenity including Coatesville and Karaka by way of example. These areas would present lower values on the scale of the holding we are envisaging however they do not embody the same intensive urban development potential in the short to medium term. Such peripheral areas will generally exhibit no potential for higher and better uses which could easily be envisage for lifestyle uses on the subject property given its proximity to the urban environment.

We are comfortable that such pricing could be realised in the current market were such a scenario contemplated as highest and best use.

The deferred values are shown in the preceding table and totals \$533,300,000.



The three further components detailed previously need to be added to reach the total MVAU value. The table below highlights these values as well as apportions the precinct values between the land forming part of the RAB and land held for future airport development

	Regulated Asset Bas	e ("RAB")	Future Developr	nent	Total	
Precinct Land	\$357,550,000	345.4 ha	\$175,750,000	342.5 ha	\$533,300,000	687.8 ha
Open Space	\$0	95.8 ha	\$0	50.2 ha	\$0	146.1 ha
Coastal Margin	\$0	6.6 ha	\$0	0.0 ha	\$0	6.6 ha
Seabed	\$0	229.9 ha	\$0	0.0 ha	\$0	229.9 ha
Balance Land within Commercial Area	\$29,750,000	38.4 ha	\$0	0.0 ha	\$29,750,000	38.4 ha
TOTAL	\$387,300,000	716.1 ha	\$175,750,000	392.7 ha	\$563,050,000	1108.8 ha

Our concluded value at 30 June 2011 therefore is:

\$563,050,000 plus GST, (if any) (FIVE HUNDRED AND SIXTY THREE MILLION AND FIFTY THOUSAND DOLLARS)

The conclude value above represents approximately \$675,000 per hectare over the land forming part of the RAB and land held for future airport development, excluding the seabed, coastal margin and commercial land areas.

7.3 MVAU 2011 vs MVAU 2009

Our assumptions at 2011 are in many instances similar or consistent with 2009. This reflects that at a fundamental level the underlying macro demand and supply equation was/is extremely similar at both dates. The principal differences lie with weaker demand from end purchasers and a far weaker capital market situation which would have impacted on sell down rates and the cost of capital at 2009 in comparison with 2011. In terms of sales prices for finished land or gross realisations we have remained consistent and believe this is a reasonable assumption given our knowledge of pricing at both points in time. To a large degree the extended sell down period reflects this factor.



8.0 GENERAL

Our valuation is subject to the Colliers International Statement of Valuation Qualifications and Conditions as follows:

- 1. In accordance with PINZ Guidance Notes, all non-residential valuations are on the basis of **plus GST** (**if any**). Valuations of residential property are stated as **including GST** (**if any**).
- Where it is stated in the report that information has been supplied to us by another party, this information is believed to be reliable but we can accept no responsibility if this should prove not to be so. Where information is given without being attributed directly to another party, this information has been obtained by our search of records and examination of documents or by enquiry from Government or other appropriate sources.
- 3. In preparing the valuation and/or providing valuation services, it has been assumed that a full and frank disclosure of all relevant information has been made.
- 4. We do not hold ourselves out to be experts in environmental contamination. Our inspection of the site did not reveal any contamination or pollution affectation, and our valuation has been prepared on the assumption that the land is not contaminated and has not been affected by pollutants of any kind. We would recommend that this matter be checked by a suitably qualified environmental consultant. Should subsequent investigation show that the site is contaminated, our valuation may require revision.
- 5. In preparing the valuation, we have relied on photocopies of the Computer Freehold Register and the leases provided. It has been assumed that these are accurate copies of the original documents and that no dealings or changes have occurred since the date such photocopies were made.
- 6. This valuation and all valuation services are provided by us solely for the use of our client. We do not assume any responsibility to any person other than the client for any reason whatsoever by reason of or arising out of the provision of this valuation.
- 7. This report is relevant as at the date of preparation and to circumstances prevailing at the time. However, within a rapidly changing economic environment experiencing fluctuations in interest rates, availability of finance, rents, building expenditure and returns on investments, values can be susceptible to variation over a relatively short time scale. We therefore strongly recommend that before any action is taken involving acquisition, disposal, mortgage advance, shareholding restructure or other transaction, that you consult further with us.
- 8. The market for many types of property has been impacted by the well documented issues in both global and local financial markets over the past 36 months. Whilst a degree of stability appears to have emerged in certain sectors, challenges remain with the market continuing to demonstrate a lower volume of transactions and therefore less certainty around core valuation assumptions and market drivers.
 - In light of these market conditions while property valuations are based on the latest available data, values should not be considered as immune from possible change even over very short periods, as the market continues to show volatility.
 - Accordingly if the addressee of this report has any concerns regarding the currency of the valuation, they should contact the Registered Valuer.



9. Confidentiality and Disclaimer of Liability

Our valuation and report is strictly confidential to the party to whom it is addressed and is prepared solely for the specific purpose to which it refers. No responsibility whatever is accepted for reliance on the valuation report for other purposes. Further, no responsibility whatever is accepted to persons other than the party to whom the valuation and report is addressed for any errors or omissions whether of fact or opinion.

10. Neither the whole nor any part of this valuation and/or report or any reference to it may be included in any published document, circular, or statement without our written approval.

11. PINZ: Valuation Standards & Guidance Notes

All valuations are carried out in accordance with the Valuation Standards and Guidance Notes recommended by the Property Institute of New Zealand, where the definition of "Market Value" is the estimated amount for which a property should exchange on the date of 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.

12. Please note that personnel in this firm will or may have stocks, shares or other interests in entities that directly or indirectly hold properties which are the subject of this valuation and/or may have direct or indirect personal relationships with third parties with interests in these same entities. Colliers' valuers are required to abide by an industry standard disclosure regime and Colliers internal policies with respect to conflicts of interest, and will disclose any material conflict of interest that arises in its capacity as valuer concerning the property which is the subject of this valuation.

13. Valuation Basis

Unless otherwise stated no allowances are made in our valuations for any expenses of realisation, or to reflect the balance of any outstanding mortgages either in respect of capital or interest accrued.

We trust that this report is suitable for current purposes. If you have any questions, please contact the writer directly.

Yours faithfully

COLLIERS INTERNATIONAL NEW ZEALAND LIMITED

ANDREW STRINGER SPINZ ANZIV

Registered Valuer

National Director | Valuation & Advisory Services

S N DEAN FNZIV, AREINZ, FPINZ

Registered Valuer

Director | Valuation & Advisory Services



Inspection of Property: Andrew Stringer, Nigel Dean & Darren Park

Valuation Calculations:

Andrew Stringer & Darren Park
Authoring of report:

Andrew Stringer & Darren Park

Director Review: Nigel Dean

APPENDIX 1

Valuation in Detail – Puhinui Precinct



COLLIERS INTERNATIONAL VALUATION & ADVISORY SERVICES

Valuation Calculations Summary 2011





VALUATION DETAILS			
Valuation Date	30 June 2011	Cash Flow Model Date	1 July 201
Project Size (Residential)	2,870 units		
Project Size (Commercial) - Gross	60,430 sqm	Project Size (Commercial) - Net	42,301 sqn
Total Site Area	1,208,600 sqm		
CODE VALUATION ASSUMPTIONS	(120.86 hectares)		
CORE VALUATION ASSUMPTIONS			
Adopted Discount Rate	25.00%		
	00% - 27.00%	Calldania Otari	4 1.1 41
Construction Start Construction Period	1-Jul-11	Selldown Start	1-Jul-1:
Construction Period	8 years	Selldown Period (years) Average Sales - Residential	8 year: 359 per annun
	No. of Units	Per Unit	Tota
Gross Realisation*	Not of office	1 0. 0	1010
Detached	861	\$265,000	\$228,165,000
Urban House	861	\$215,000	\$185,115,000
Semi-detached	718	\$185,000	\$132,830,000
Terraced	344	\$165,000	\$56,760,000
Apartments	86	\$75,000	\$6,450,000
Subtotal	2,870	\$212,307	\$609,320,000
Commercial	42,301 sqm	\$300 per sqm	\$12,690,300
Total Revenue			\$622,010,300
Costs per Unit - Residential		\$41,051	\$117,815,000
Cost per Area - Commercial		\$50	\$3,021,500
Costs per Hectare	\$1,099,786		
Contingency	10.00%		\$12,083,650
Holding Cost			\$4,500,000
Development Contributions			\$28,700,000
Interest Rate	7.50%		
Selling Costs		1.50%	\$9,330,155
Marketing Costs		1.00%	\$6,220,103
Legal Costs - Residential		\$1,000	\$2,870,000
Legal Costs - Commercial			\$50,000
Total Costs			\$184,590,408
Inflation			
Cost (compounded)	3.22%		
Revenue - Residential (compounded)	2.70%		
Revenue - Commercial (compounded)	2.33%		
ADOPTED VALUE			
\$140,000,000 - GST Exclusive (ONE HUNDRED AND FORTY MILLION DOLLAR:			
RESULTANT VALUES AND IRR'S ON ADOPTED	VALUE		
Value per Hectare	\$1,158,365	Value - Residential Unit	\$46,341 per uni
Resultant IRR	24.61%	Value - Commercial Area	\$116 per sqm

^{*} Revenues for residential include GST, commercial excludes GST

COLLIERS INTERNATIONAL VALUATION & ADVISORY SERVICES

Puhinui Precinct Annual Cashflow Summary 2011





Year Ending June 30	Total	1	2	3	4	5	6	7	8	9
		Jul-11	Jul-12	Jul-13	Jul-14	Jul-15	Jul-16	Jul-17	Jul-18	Jul-19
REVENUE										
Gross Sales Revenue	\$700,221,597	\$0	\$77,198,971	\$80,593,586	\$83,858,174	\$86,373,919	\$88,965,137	\$91,634,091	\$94,383,113	\$97,214,607
Selling Costs	-\$20,425,540	-\$875,277	-\$2,553,192	-\$2,553,192	-\$2,553,192	-\$2,553,192	-\$2,553,192	-\$2,553,192	-\$2,553,192	-\$1,677,915
GST Payments	-\$89,519,244	\$0	-\$9,862,524	-\$10,302,470	-\$10,721,994	-\$11,043,654	-\$11,374,963	-\$11,716,212	-\$12,067,698	-\$12,429,729
TOTAL NET REVENUE	\$590,276,813	-\$875,277	\$64,783,255	\$67,737,923	\$70,582,988	\$72,777,073	\$75,036,981	\$77,364,686	\$79,762,222	\$83,106,962
COSTS										
Land and Acquisition	\$140,000,000	\$140,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Construction Costs (inc Cont)	\$155,054,826	\$8,295,082	\$11,367,130	\$13,679,361	\$19,532,218	\$25,525,063	\$33,488,715	\$23,745,876	\$19,421,383	\$0
Development Contributions	\$28,700,000	\$1,750,700	\$2,303,175	\$2,690,625	\$3,731,000	\$4,735,500	\$6,027,000	\$4,161,500	\$3,300,500	\$0
Land Holding Costs	\$4,977,259	\$500,000	\$512,500	\$525,312	\$538,445	\$551,906	\$565,704	\$579,847	\$594,343	\$609,201
TOTAL COSTS	\$328,732,086	\$150,545,782	\$14,182,805	\$16,895,298	\$23,801,663	\$30,812,469	\$40,081,419	\$28,487,222	\$23,316,225	\$609,201
Net Cash Flow (before interest)	\$261,544,727	-\$151,421,059	\$50,600,450	\$50,842,625	\$46,781,324	\$41,964,604	\$34,955,562	\$48,877,464	\$56,445,997	\$82,497,760
FINANCING										
Interest Charged	-\$33,127,033	-\$9,992,850	-\$10,379,337	-\$7,346,296	-\$4,207,494	-\$1,201,058	\$0	\$0	\$0	\$0
Net Cash Flow (after interest)	\$228,417,694	-\$161,413,909	\$40,221,113	\$43,496,329	\$42,573,831	\$40,763,546	\$34,955,562	\$48,877,464	\$56,445,997	\$82,497,760

APPENDIX 2 Valuation in Detail - MVAU



COLLIERS INTERNATIONAL VALUATION & ADVISORY SERVICES

Valuation Calculations Summary 2011

AIAL Land, Auckland International Airport, Mangere, Auckland



Precinct	Gross Area (hectares)	Indicative Yield (HHU's)	Gross Density (dph)	Commercial Land Area (sqm) - net	Start Date	Development / Selldown Period	2011 Value	Value per hectare	Deferred Value @ 10.00%	Deferred Value per hectare
Harbour Edge	184.51	3,616	20	25,831	1-Jul-17	11.00 years	\$177,524,281	\$962,139	\$100,150,000	\$542,789
Urban Village	73.30	1,796	25	10,262	1-Jan-20	6.00 years	\$81,994,421	\$1,118,614	\$36,450,000	\$497,271
Golf Village	28.22	360	15	29,631	1-Jan-22	2.00 years	\$20,093,828	\$712,042	\$7,400,000	\$262,225
Urban Centre	89.00	3,133	44	124,600	1-Jul-20	8.00 years	\$114,048,888	\$1,281,448	\$48,350,000	\$543,258
Marine Village	30.83	906	30	4,316	1-Jul-14	3.00 years	\$42,305,717	\$1,372,226	\$31,800,000	\$1,031,463
Waterfront Village	87.63	2,662	31	12,268	1-Jul-12	8.00 years	\$121,049,300	\$1,381,368	\$110,000,000	\$1,255,278
Puhinui Village	120.86	2,870	25	42,301	1-Jul-11	9.00 years	\$140,000,000	\$1,158,365	\$140,000,000	\$1,158,365
Wiroa Village	25.27	255	10	1,769	1-Jul-13	2.00 years	\$21,114,595	\$835,560	\$17,450,000	\$690,542
Eastern Gateway Village	30.20	440	15	6,342	1-Jul-11	2.00 years	\$27,380,509	\$906,639	\$27,400,000	\$907,285
Productive Village	18.00	177	10	2,520	1-Jul-11	2.00 years	\$14,303,042	\$794,613	\$14,300,000	\$794,444
	687.82	16,215	25	259,841			\$759,814,580	\$1,104,671	\$533,300,000	\$775,348

COLLIERS INTERNATIONAL VALUATION & ADVISORY SERVICES Development Timeline 2011

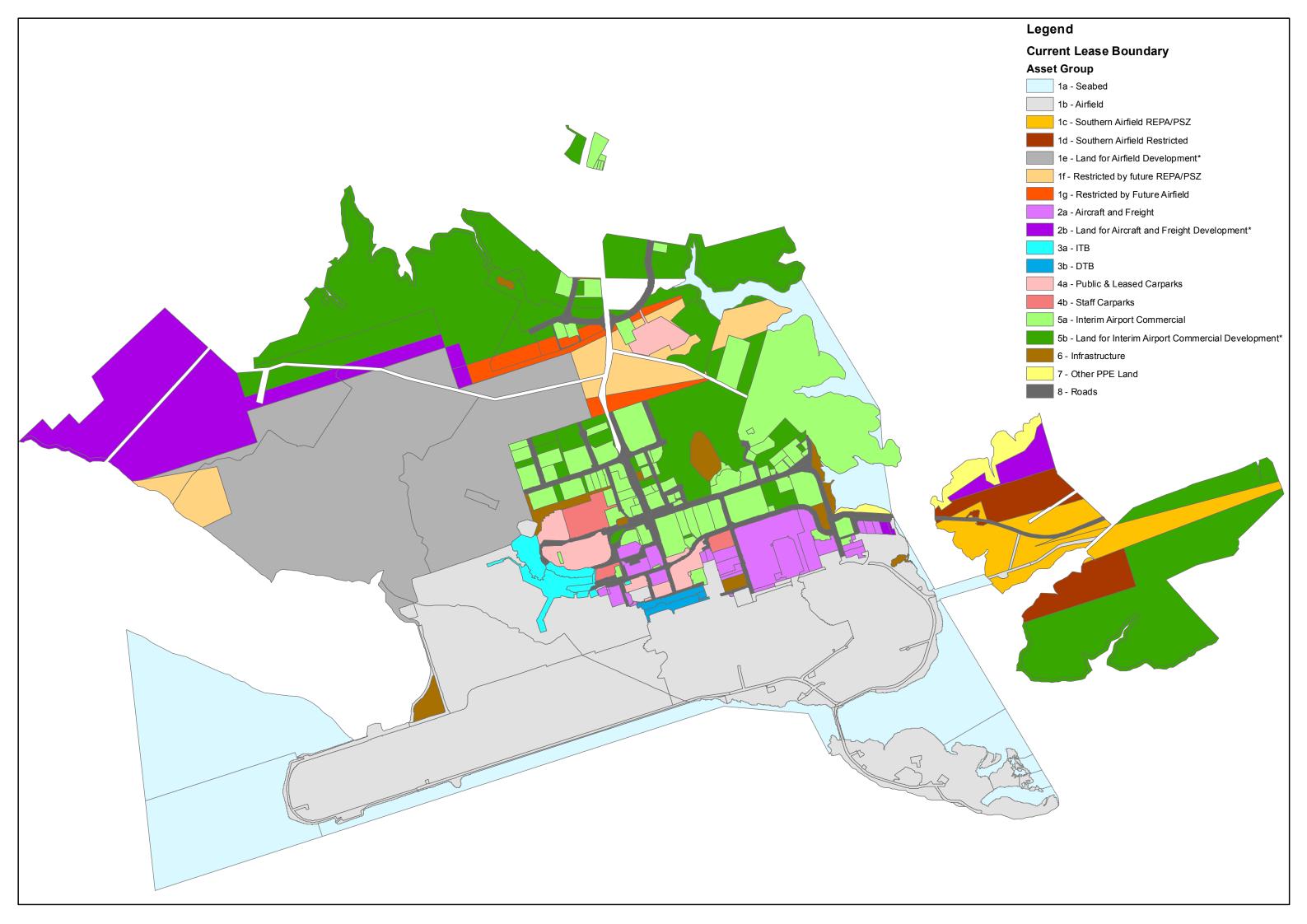


AIAL Land, Auckland International Airport, Mangere, Auckland

	HHU's	Start	Period	End date	Jul-11	Jul-12	Jul-13	Jul-14	Jul-15	Jul-16	Jul-17	Jul-18	Jul-19	Jul-20	Jul-21	Jul-22	Jul-23	Jul-24	Jul-25	Jul-26	Jul-27	Jul-28
Harbour Edge	3,616	Jul-18	11	Jul-29																		
Urban Village	1,796	Jan-21	6	Jan-27							,											
Golf Village	360	Jan-23	2	Jan-25																		
Urban Centre	3,133	Jul-21	8	Jul-29																		
Marine Village	906	Jul-15	3	Jul-18																		
Waterfront Village	2,662	Jul-13	8	Jul-21																		
Puhinui Village	2,870	Jul-12	9	Jul-21																		
Wiroa Village	255	Jul-14	2	Jul-16																		
Eastern Gateway Village	440	Jul-12	2	Jul-14																		
Productive Village	177	Jul-12	2	Jul-14																		
Selldown (units pa)						627	960	779	1,081	954	954	980	980	980	1,020	1,020	1,200	1,200	1,020	1,020	720	720
Market Share - Auckland Reg	ion					7%	11%	9%	13%	11%	11%	11%	11%	11%	12%	12%	14%	13%	11%	12%	8%	8%
Market Share - Manukau Re	gion					30%	45%	37%	51%	45%	44%	45%	45%	45%	47%	47%	56%	53%	45%	47%	33%	33%
Market Share - Auckland Sou	th Region					12%	19%	15%	21%	19%	18%	19%	19%	19%	20%	20%	23%	22%	19%	20%	14%	14%

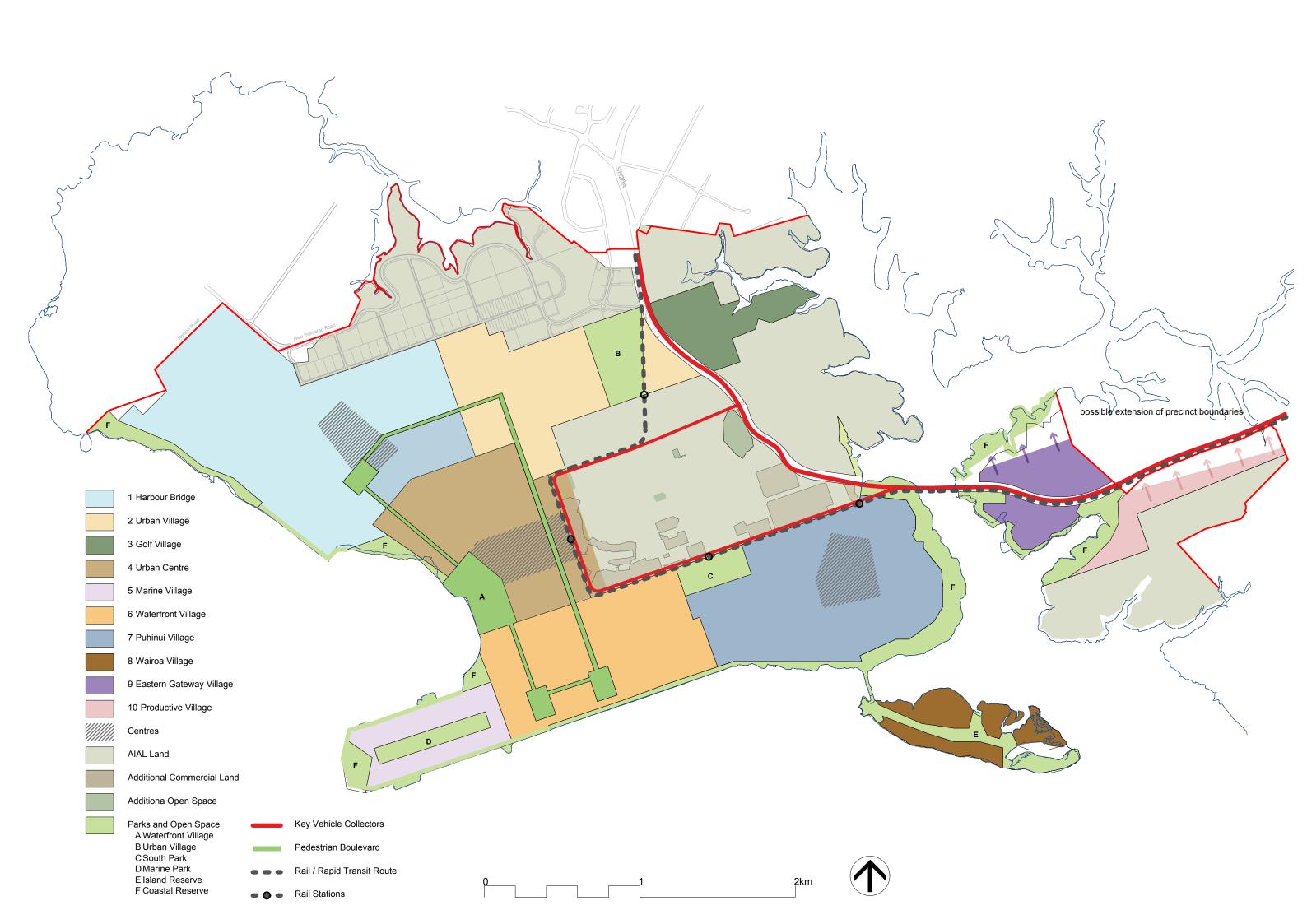
APPENDIX 3 Land Use Plan 2011





APPENDIX 4 Common Ground Concept Plan





APPENDIX 5 Land Sales Evidence





MARKET EVIDENCE

RESIDENTIAL BLOCK LAND SALES

Address	Sale Date	Sale Price	Area (sqm)	Area (hectare)	Rate (\$psqm)	Rate (\$pha)	Zone
240 Sturges Road Henderson	Mar-11	\$6,200,000	109,136	10.91	\$57	\$568,099	Living Environment (WCC)
18 Bannings Way Hobsonville	Oct-10	\$6,998,880	67,347	6.73	\$104	\$1,039,227	Living Environment (WCC)
Block 6 Parkview Drive Gulf Harbour	Oct-10	\$3,000,000	78,332	7.83	\$38	\$382,985	Special 18 (RDC)
297 Ormiston Road Flat Bush	Mar-10	\$12,000,000	88,193	8.82	\$136	\$1,360,652	Residential 1 (MCC)
Kensington Park Cnr Puriri Avenue & Centrew ay Road Orewa	Jun-09	\$20,000,000	127,300	12.73	\$157	\$1,571,092	Residential H (RDC) Residential M (RDC)

240 Sturges Road, Henderson

The property comprises a large medium density residential subdivision block, totalling 109,136 sqm (10.91 hectares) with resource consent in place. The land is zoned Living Environment under the Waitakere City Council District Plan with resource consent permitting the subdivision of 93 single residential sites ranging between 450 sqm and 550 sqm in size including one larger site of 1,950 sqm which includes an existing dwelling. The land generally slopes to the south west with views towards the Waitakere ranges. The property was sold in March 2011 for \$6,200,000 which analyses to a rate of \$57 per sqm or \$568,099 per hectare.

18 Bannings Way, Hobsonville

The property comprises a 67,347 sqm (6.73 hectares) block of land on which subdivision consent was lodged in 2009. Subsequent to the notified consent process the scheme plan has been amended to provide for an 88 lot subdivision (11 of which would be completed in the second stage). Part of the site has a resource consent issued for a seven lot subdivision and could be developed immediately. The property was sold in October 2010 for \$6,998,880 reflecting a rate per sqm of \$104 or \$1,039,227 per hectare. The property is zoned Living Environment under the Waitakere City District Plan with medium density zoning overlaying approximately half of the western part of the property.

Block 6, Parkview Drive, Gulf Harbour

The property comprises a 78,332 sqm (7.83 hectares) block with frontage to Gulf Harbour Country Club and Golf Course to two sides with existing resource consent for subdivision into 137 residential lots however we understand this consent has since lapsed. The site has a gentle to level contour with views available over the golf course and marina. The property was sold in October 2010 by mortgagee sale for \$3,000,000 which equates to a rate of \$38 per sqm or \$382,985 per hectare. The property was previously purchased for \$11,200,000 or \$1,400,000 per hectare in December 2005 with an allocation of 85 household units. The block was then subsequently onsold in mid 2006 into a joint venture after an additional allocation of 52 household units for a price of \$17,800,000 or \$2,200,000 per hectare.



297 Ormiston Road, East Tamaki

The property comprises an 88,193 sqm (8.82 hectare) block of land, zoned Residential 1 under the Manukau City District Plan, with a proposed residential subdivision to provide circa 65 sections of approximately 250 sqm each. We understand stage 1 of the development comprising 14 sections is currently under construction with majority of sections sold down as house and land packages. The land in its entirety was sold in March 2010 for \$12,000,000 reflecting a rate per sqm of \$136 or \$1,360,652 per hectare. The development is located adjacent to the Ormiston School development and in close proximity to Flat Bush Town Centre and Botany Junction.

Kensington Park, Corner Puriri Avenue & Centreway Road, Orewa

Kensington Park comprises a partially complete master planned community in Orewa which sold by mortgagee sale for \$20,000,000 in June 2009. The sale included a number of partially completed residential dwellings together with two partially completed apartment buildings and a residual land area of approximately 127,300 sqm (12.73 hectares). After taking into account the partially complete elements of the development the sale reflects a rate of \$157 per sqm or \$1,571,092 per hectare over the residual land.

We are also aware of a potential sale for a large block of land at Gulf Harbour currently conditional on Overseas Investment Office (OIO) approval. The land surrounds the eastern boat harbour and totals approximately 22 hectares. We understand the sale price is in the order of \$1,800,000 per hectare.

COMMERCIAL BLOCK LAND SALES

Over the last three years there has been limited activity in terms of large blocks of subdivisible land in excess of 10 hectares. We detail those which we are aware of in the table below.

Address	Sale Date	Sale Price	Area (sqm)	Area (hectare)	Rate (\$psqm)	Rate (\$pha)
Edison Block, Wainui Road Silverdale	May-11	\$8,500,000	539,096	53.91	\$16	\$157,671
106-110 Hobsonville Road Hobsonville	Aug-10	\$10,000,000	195,000	19.50	\$51	\$512,821
321 Rosebank Road Avondale	Dec-08	\$11,111,000	101,300	10.13	\$110	\$1,096,841

Edison Block, Wainui Road, Silverdale

The property comprises a substantial 53.91 hectare block of land adjacent to the Northern motorway within Silverdale. The land is located within the Knowledge Economy Mixed Use Centre which allows for a range of predominantly industrial uses with some small scale commercial uses. The land was to be incorporated into a comprehensive 40 lot commercial and industrial development however was sold by mortgagee sale in May 2011 for \$8,500,000 reflecting a rate per hectare of \$157,671. We understand significant capital was to be required to upgrade surrounding infrastructure in order to obtain necessary zoning consents and commercial development timeframes. We understand the parts of the site were subject to geotechnical constraints due to the topography of the land with a net usable area totalling approximately 37.92 hectares. On this basis the sale prices reflects a rate per hectare of \$224,156.



106-110 Hobsonville Road, Hobsonville

The property comprises a large vacant industrial block situated along the Hobsonville corridor and subject to the Hobsonville Centre Special Area Proposed Plan Change 14 to facilitate development of industrial and retail activities. The land totalling 19.5 hectares was sold in August 2010 for \$10,000,000 reflecting a rate per hectare of \$512,821 or a rate per hectare of \$670,000 over the net usable area. We understand there were numerous backup offers and considerable interest at similar levels to the eventual purchase price however the vendor accepted the eventual purchasers offer being cash unconditional with two months settlement. The land occupies a high profile site within the Hobsonville corridor, an integral part of the Northern Strategic Growth Area. The property is located immediately adjacent to the new State Highway 18 realignment and will benefit from direct access at Brigham Creek Road.

321 Rosebank Road, Avondale

The property is situated to the southern end of the established Rosebank industrial area and comprises a total land holding of approximately 10.13 hectares in three freehold titles. The land had been utilised for market gardening and part of the eastern rear land was overgrown with some regenerative bush and scrub. The property was purchased in December 2008 for \$11,111,000 reflecting a rate of \$1,096,841 per hectare. We understand that in order to develop and subdivide the land, there is a statutory requirement to vest the coastal land in reserve. After deducting for this land a residual net usable area of approximately 8.4 hectares would remain which analyses to approximately \$1,320,000 per hectare. We note that there were some development issues, including potential contamination issues, which had to be addressed prior to development and subdivision.

As further background, but acknowledging the limited direct applicability we provide below an analysis of large block land and subdivision sales that have been transacted over the past ten years.

Name:	Interplex @ Albany	Address:	Triton Drive, Mairangi Bay					
Developer:	Kitchener Group (original subdivision – Northbridge Properties & Kea Property Developers are the two remaining significant holders of undeveloped lots.)	Total Site Area:	47.36 hectares					
Total Developable	40 hectares	Area left to	Lots 100% sold by Kitchener					
Area:		Develop:	Group – approximately 20% of lots still to be developed.					
Yield:	84%							
Purchase Price:	\$10,685,500	Date:	November 2001					
Analysed Rate:	\$22.56 per sqm gross	Gross Realisation	\$160 to \$200 per sqm					
	\$26.70 per sqm net	of Individual Sites at Purchase:						
Key Tenants:	Metrix, NZ Post, Billabong, Penguin Group & Northbridge Properties.							
Description		•	rk made up of both light industrial ign build tenants. The site is zoned					



Business 9 and 10 under the North Shore City Council's District Plan, allowing a wide range of uses, including; office, warehouse, light manufacturing and distribution activities. Under the business parks Development Code however, it specifically prohibits activities and premises that would detract from the quality and professional environment that Kitchener Group was promoting, such as; automotive panel beating, agricultural spraying and boat building. The Development Code also controls the location, appearance and construction of business premises on the lots, eg landscaping is to be a minimum 15% of each lot.

Name: Silverstone Business Park Address: Wainui Road, Silverdale

> the Northern (adjoining

Motorway)

36.1 hectares (100%)

Total Site Area: Developer: Cornerstone Group 53.9 hectares

Total Developable

Area:

36.1 hectares Area left to

Develop:

Yield: 67% IRR: 22%

Purchase Price: \$52,000,000 (confidential) Date: March 2007

Analysed Rate: \$96 to \$97 per sqm gross Gross Realisation Industrial - \$300 to \$380 per sqm

> of Individual Sites \$141 to \$144 per sqm net Retail - Commercial - \$400 to

> > at Purchase: \$575 per sqm

Estimated \$80 per sqm

Development Costs:

Description

Only just released

Key Tenants:

Silverstone Business Park is a leading edge subdivision covering more than 125 acres of prime land adjoining the northern motorway. The site will accommodate a mix of business activities with a future working population in excess of 2,000 full time employees with its own, soon to be built, motorway access. Silverstone Business Park is zoned Knowledge Economy under the Rodney District Plan, allowing a wide range of uses including; Residential, Offices, Retail, Warehousing, Light Manufacturing and Distribution. This high tech business park will be where companies conduct business, surrounded by other equally successful operations. It will be home to companies ranging from owner-occupiers to multinationals. Employees will work alongside green open spaces.

There were some outstanding resource management issues in respect of development which related to the provision of infrastructure and services, particularly roading and the PENLINK crossing. This however did not have a significant impact on the value due to the staging of the development. The development costs associated with this land subdivision was high due to generous roading reserve and drainage areas, as well as the typography requiring a significant amount of engineering. The estimated development costs were in excess of \$85 per sqm. The net yield land area was significantly reduced as recreation and drainage reserve land areas were set aside in lieu of cash contribution and development levies.

Name: The Gate Industry Park Address: 373 Neilson Street, Penrose

Developer: Macquarie Goodman Total Site Area: 15.42 hectares Total Developable 13.57 hectares Area left to 4,000 sqm (5.0%)



Area: Develop:

88% IRR: Yield: 18.5%

Purchase Price: \$13,100,000 Date: November 2000

\$150 to \$200 per sqm Analysed Rate: \$85 per sqm gross Gross Realisation

> of Individual Sites \$96 per sqm net

> > at Purchase:

Key Tenants: SCA Hygiene, Toll Holdings, Winstone Wallboards, Recall, Norman Ellison and BJ Ball.

The property comprises a high quality industrial park incorporating a number of standalone Description

developments, the majority of which are purpose built and constructed to a high specification. Zoned Business 6 under the Auckland City Council District Plan. This zone makes provision for business activities that are potentially offensive or noxious or have other adverse environmental effects that make them incompatible with more sensitive activities - Business 6 zoned areas are a scarce resource. Permitted activities include; heavy industry, electricity

generation (gas fired) motor vehicle dismantling and transport depots.

Savill Link Savill Drive, Otahuhu Name: Address:

Developer: Macquarie Goodman Total Site Area: 26.6 hectares

Total Developable

Purchase Price:

Analysed Rate:

Area: Yield: 25.6 hectares

Area left to

Develop:

72,506 sqm (28%)

\$140 to \$180 per sqm

20%

April 2004

IRR:

\$34,400,000

96%

\$129.50 per sqm gross \$134.40 per sqm net

Date: Gross Realisation

of Individual Sites

at Purchase:

Key Tenants: Toll Logistics, Nylex and Furniture City

Description The property comprises a high quality industrial park incorporating a number of standalone

> developments, the majority of which are purpose built and constructed to a high specification. Zoned Business 6 under the Auckland City Council District Plan. This zone makes provision for business activities that are potentially offensive or noxious or have other adverse environmental effects that make them incompatible with more sensitive activities - Business 6 zoned areas are a scarce resource. Permitted activities include; heavy industry, motor vehicle

dismantling, sales and service premises and standalone offices.

This was a high yielding industrial park primarily due to major roading existing through the

block and the shape of the site which allowed for ease of subdivision and development.

Name: **Westney Industry Park** Address: Westney Road, Mangere

Total Site Area: Macquarie Goodman Developer: 37.8 hectares

Total Developable 30.4 hectares Area left to 96,817 sqm (32%)

Area: Develop:

Yield: IRR: 81%

Purchase Price: Not applicable Date: December 2004

Analysed Rate: \$150 per sqm net Gross Realisation \$140 to \$170 per sqm



of Individual Sites at Purchase:

Key Tenants:

Linfox Logistics, Toll International, Super Cheap Auto, DTC Holdings, Daniel Silva, Supply Chain Solutions and Gluck IDS Limited.

Description

The property comprises a high quality industrial park incorporating a number of standalone developments, the majority of which are purpose built and constructed to a high specification. Zoned Business 6 under the Manukau City Council District Plan. This zone makes provision for activities of a light to medium intensity including offices and a limited range of retailing. The Business 5 zone is intended to provide a buffer between the potentially offensive activities in the Business 6 (industrial zone) and residentially zoned areas. A wide range of activities are permitted including; retail sales, entertainment facilities and activity, equipment hire premises, light industry, motor vehicle sales or service premises, offices, service stations, taverns and travellers accommodation.

Macquarie Goodman purchased the lessee development rights through a staged development process equivalent to an initial rate of \$150 per sqm. Development land in future years is to be acquired at the initial purchase rate plus CPI.

Name:	Highbrook Business Park	Address:	Highbrook Drive, East Tamaki
Developer:	Macquarie Goodman	Total Site Area:	153 hectares
Total Developable	107.6 hectares	Area left to	78.15 hectares (73%)
Area:		Develop:	
Yield:	70%	IRR:	20%
Purchase Price:	\$90,000,000	Date:	July 2004
Analysed Rate:	\$58.80 per sqm gross	Gross Realisation	Industrial - \$180 to \$240 per sqm
	\$84 per sqm net	of Individual Sites	Office/Retail - \$375 to \$450 per
		at Purchase:	sam

sqm

Overall - \$190 to \$250 per sqm

Estimated

\$56 per sqm

Development Costs:

Key Tenants:

Exel, NZ Post, McPhersons Consumer Products, BMW, Cottonsoft and OfficeMax.

Description

Highbrook is where leading companies do business, surrounded by other equally successful businesses. It is where employees love to work, alongside water and green open spaces, and is located just 15 minutes from the CBD and airport, with direct motorway access. Highbrook's various zonings enables it to be home to small, medium and large businesses, in a balanced mix of commercial, retail, distribution and clean manufacturing. Each business site is carefully located to make the most of light, privacy and views. Highbrook Business Park will also offer 40 hectares of parks and 14 kilometres of walkways, plus esplanades and sports fields.

The purchase involved the acquisition of shares in the ownership company of which 75% was acquired by the developer, Macquarie Goodman Group Limited.

Name:Airpark I & IIAddress:Airpark Drive, Airport OaksDeveloper:Trans TasmanTotal Site Area:Airpark I – 34.9 hectares



(original subdivision) Airpark II - 52 hectares

Total Developable

Area:

Airpark I - 29.5 hectares

Airpark II - 41.2 hectares

Area left to Develop:

Airpark I - Lots 100% sold, approx 3.13 hectares left to

develop (6.0%)

Airpark II - Lots 100% sold, approx 13.93 hectares left to

develop (33%)

Yield: Airpark I - 85%

Airpark II - 79%

IRR:

Airpark I - 20% Airpark II – 18%

Sale Price: Airpark I - \$12,500,000

Airpark II - \$16,500,000

Date:

Airpark I - June 2002

Airpark II - June 2003 Airpark II - November 2004

Airpark II - \$30,050,000

Airpark I – \$35.83 per sqm gross

- \$42.40 per sqm net

Gross Realisation of Individual Sites Airpark I - \$85 to \$115 per sqm

Airpark II - \$31.73 per sqm

at Purchase:

Airpark II - \$129 ti \$159 per sqm Airpark II - \$150 to \$190 per sqm

gross

- \$40.05 per sqm net

Airpark II - \$57.74 per sqm

gross

- \$72.80 per sqm net

Estimated

Development Costs:

Analysed Rate:

Airpark I - \$28 per sqm Airpark II - \$32 per sqm

Airpark II - \$29 per sqm

Key Tenants:

DHL, Mondiale, Bendon and Hellman Logistics

Description

An 87 hectare business park subdivision located adjoining AIAL. Stage 1 was subdivided into 30 large format industrial sites ranging from 6,000 to 50,000 sqm. Stage 2 comprised 49 large format industrial sites.

Both parks were originally developed by Trans Tasman, however Airpark II was subsequently on-sold to a consortium with approximately 7.4 hectares in 12 lots having been pre-sold at around \$10,500,000. Airpark I sold within a 13 month development period due to pent up demand for the development sites and selling down one large block of 5 hectares to one owner developer. The total average gross realisation of the individual lots analysed to \$120 per square metre and at the time the total costs of the subdivision net of profit and risk analysed to approximately \$55 per square metre, making it a very profitable subdivision at the time.

The Airpark II subdivision again exceeded expectations in terms of development selldown and at the time of the purchase by the consortium approximately a third of the development costs had been expended. The total gross realisation analysed to just under \$160 per square metre with initial sales in the subdivision selling for between \$180 to \$210. Later sales in the subdivision are now achieving in excess of \$300 per square metre.

Name: **Southward Block** Address: Corner Harris Road & Cryers

Road, East Tamaki



Developer: Manson Group Total Site Area: 8.28 hectares

Total Developable

Area:

7.98 hectares Area left to 0%

Develop:

Yield: 96% IRR:

Purchase Price: \$18,500,000 **Date:** June 2005

Analysed Rate: \$170 per sqm gross Gross Realisation \$300 to \$350 per sqm

\$180 per sqm net of Individual Sites

at Purchase:

Estimated \$15 per sqm

Development Costs:

Description

Key Tenants: Southward Engineering

This was a large block of land originally owned by Southward Engineering who had a large heavy duty engineering steel store on approximately 1.7 hectares to the front of Harris Road. The property was successfully sold at tender in June 2005 to the Manson Group for \$18,500,000. The property at the time comprises of three titles and a total land area of approximately 8.2780 hectares with the steel store having an area of just over 7,800 sqm and returning a net income of \$694,888 per annum plus GST. A proposed scheme and subdivision plan had been lodged for the block to subdivide the property into smaller titles. Allowing a purchase price of \$7,300,000 for the steel store provided an estimate value of the land between \$170 to \$180 per square metre over the net useable balance of site area.

Approximately half of the block, being a 4.2292 hectare block including the large Southward Engineering building, was purchased from Manson Group for \$13,500,000. Having deducted for the building, the rate paid for the residual land lay in the vicinity of \$225 to \$230 per square metre. The residual land was then subdivided into seven further lots ranging from between 4,611 sqm up to 1.0198 hectares. They subsequently achieved rates of between \$299 and \$350 per square metre.