

One-time Certificate for Non-Resident Withholding Tax (NRWT) Regime on New Zealand Domestic Debt Securities

Clearstream Banking S.A.
42, avenue J.F. Kennedy
L-1855 Luxembourg
Luxembourg

Please mail the completed and signed certificate to:

Clearstream Services Prague Branch
Tax Services Prague
Futurama Business Park
Building B
Sokolovska 662/136b
18600 Prague 8
Czech Republic

Clearstream¹ client account(s): _____ (the "Account").

The undersigned client of Clearstream may hold from time to time in its securities Account with Clearstream New Zealand debt securities for which the Non-Resident Withholding Tax (NRWT) Regime shall apply (the "securities").

For the purpose of ensuring that relief at source from New Zealand withholding tax is granted on interest payments from the Securities, and, if applicable, that the quick/standard refund of New Zealand withholding tax is granted on interest payments, we hereby certify that either (**tick box(es)**):

1. We are the beneficial owner of any such securities that we may hold from time to time in the account; **and**
 - a) We are resident for tax purpose in _____ and are entitled to application of withholding tax at a reduced rate of _____, according to the Double Taxation Treaty concluded between New Zealand and our country of residence; **or**
 - b) We are an entity, not resident for tax purposes in New Zealand, granted tax-exempt status by the New Zealand Inland Revenue Department (IRD).
We enclose an authenticated copy of the certificate of exemption (COE) obtained from the New Zealand IRD in that respect; **or**
 - c) We are resident for tax purposes in New Zealand or, not resident in New Zealand but with a permanent establishment in New Zealand, recognised by the New Zealand IRD as having the Resident Withholding Tax (RWT) exempt status. We confirm we have obtained an IRD number from the New Zealand IRD in that respect that is added to the RWT exemption register.

Full name of beneficial owner: _____

Full address of beneficial owner for tax purposes (complete street address including postal code, city, country):

IRD number: _____

¹ Clearstream refers to (i) Clearstream Banking S.A. registered office at 42, avenue John F. Kennedy, L-1855 Luxembourg and registered with the Luxembourg Trade and Companies Register under number B-9248 and (ii) Clearstream Europe AG (for Clearstream Europe AG clients using Creation accounts) with registered office at Mergenthalerallee 61, 65760 Eschborn, Germany, and registered in Register B of the Amtsgericht Frankfurt am Main, Germany under number HRB 7500.

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We hereby certify that:

- we qualify as the beneficial owner for tax purposes and are entitled to any related tax relief claimed, based on the applicable tax laws and regulations in the New Zealander market;
- such related tax relief entitlement to any related tax relief is valid for any such Securities sourced in the New Zealander market already held on the Account or to be held in the future in the Account;
- such related tax relief entitlement to any related tax relief is not restricted by any contractual obligation such as a lending or collateral arrangement

2. We are not the beneficial owner of all securities that we may hold from time to time in the account **and** we hold securities exclusively for beneficial owners that are resident for tax purpose in _____ and that are entitled to application of withholding tax at a reduced rate of _____, according to the Double Taxation Treaty concluded between New Zealand and the beneficial owners' country of residence; or

3. We are not the beneficial owner of all securities that we may hold from time to time in the account **and** we hold securities exclusively for beneficial owners that are not resident for tax purpose in New Zealand, granted tax-exempt status by the New Zealand IRD.

We enclose the authenticated copies of the COE obtained from the New Zealand IRD in that respect.

4. We are not the beneficial owner of all securities that we may hold from time to time in the account **and** we hold securities exclusively for beneficial owners that are resident for tax purpose in New Zealand or, not resident in New Zealand but with a permanent establishment in New Zealand, recognised by the New Zealand IRD as having the RWT exempt status. We confirm the beneficial owners have obtained an IRD number from the New Zealand IRD in that respect that is added to the RWT exemption register.

We hereby undertake to provide Clearstream with a per-payment breakdown for each relevant interest payment date. Any such payment breakdown provided for one interest payment date shall be valid only for a given interest payment date and shall not be valid for any subsequent interest payment date related to the Securities that we may hold in our Account.

5. We are not the beneficial owner of all securities that we may hold from time to time in the account; **and** we hold securities for several beneficial owners eligible for different tax rates and we hereby undertake to provide Clearstream with a per-payment breakdown for each relevant interest payment date. Any such per payment breakdown provided for one interest payment date shall be valid only for a given interest payment date and shall not be valid for any subsequent interest payment date related to the Securities that we may hold in our Account. We hereby acknowledge that, for the purposes of obtaining the appropriate reduced rates, we must submit to Clearstream, in addition to this one-time certificate and the per-payment breakdown, also the other required documentation as indicated for the following type of beneficial owners:

- **Entities, not resident for tax purpose in New Zealand, granted tax-exempt status by the New Zealand IRD:**

An authenticated copy of the COE obtained from the New Zealand IRD.

6. We acknowledge that this certification is required in connection with New Zealand law. We irrevocably authorise Clearstream to:

- a) Act on the information contained in this certificate unless and until we advise Clearstream before an interest payment date of holdings to be excluded from the present certificate, if any;
- b) Produce this certificate or a copy of this certificate, any attachments, any supporting documents (Certificate of exemption, per payment breakdown of holding) and any information relating to it to the New Zealand authorities, Local custodian, ICSD (International Central Securities Depository), if these prove relevant to any administrative or legal proceedings or official inquiries undertaken or

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threatened. We confirm that for the securities of which we are not the beneficial owner, we have received a certificate from the actual holders substantially similar to this one

7. We confirm that for the securities of which we are not the beneficial owner, we have received a certificate from the actual holders substantially similar to this one.
8. This One-Time Certificate is governed and construed in accordance with the laws of the Grand Duchy of Luxembourg (for Clearstream Banking S.A. clients) and Germany (for Clearstream Europe AG clients using Creation accounts) and the courts of Luxembourg (for Clearstream Banking S.A. clients) and the courts of Germany (for Clearstream Europe AG clients using Creation accounts) shall have exclusive jurisdiction for all legal proceedings relating thereto.
9. This One-Time Certificate shall be effective as of the date mentioned here below and shall remain valid for 5 years as from that date unless terminated by not less than ten (10) business days' written notice to Clearstream served to the above-mentioned address. Upon expiration of the validity, we undertake to provide Clearstream with a renewed One-Time Certificate.
10. We certify, under penalty of perjury, that the above information is true, correct and complete and that I am (we are) authorised representative(s) of the financial institution named below. We will immediately inform Clearstream of any change in the information provided in this certificate and any other related certificate.
11. We accept full responsibility in the case of any claims or additional taxes, interest thereon, or penalties levied by tax authorities in connection with any payments made subject to this certification including any additional information provided in connection to it.

For and on behalf of:

Name of Clearstream client: _____

Address: _____

Authorised signatories:

Authorised signature _____

Name _____

Title _____

Place _____

Authorised signature _____

Name _____

Title _____

Date (DD/MM/YYYY) _____