



AURORA

Aurora KiwiSaver Scheme

PRODUCT DISCLOSURE STATEMENT

Offer of membership of the Aurora KiwiSaver Scheme
This document replaces the Product Disclosure Statement Dated 13 May 2022
Dated 13 April 2023 | Issued by FundRock NZ Limited

This document gives you important information about this investment to help you decide whether you want to invest.

There is other useful information about this offer on www.disclose-register.companiesoffice.govt.nz.

FundRock NZ Limited has prepared this document in accordance with the Financial Markets Conduct Act 2013.

You can also seek advice from a financial advice provider to help you to make an investment decision.

1. Key information summary

What is this?

This is a managed investment scheme. Your money will be pooled with other investors' money and invested in various investments. FundRock NZ Limited (**FundRock, we, our or us**) will invest your money and charge you a fee for its services. The returns you receive are dependent on the investment decisions of FundRock and the performance of the investments. The value of those investments may go up or down. The types of investments and the fees you will be charged are described in this document.

What will your money be invested in?

This Product Disclosure Statement (**PDS**) for the Aurora KiwiSaver Scheme (Scheme) covers one fund summarised below. More information about the investment target and strategy for the investment option is provided in section 3 'Description of your investment option(s)'.

Fund	Description	Risk Indicator**	Fund charges (% per annum of the Fund's net asset value)	Indicative+ Buy/Sell Spread (of each investment / redemption)							
Aurora Liquidity Fund (fund)	<p>Provides exposure to an actively managed portfolio of bank bills, floating rate notes and mainly short term deposits and securities, that targets capital security and liquidity. Environmental, Social and Governance characteristics are integrated into our investment process where applicable.</p> <p>Objective: to provide a gross return above the return of the Bloomberg NZBond Bank Bill Index on a rolling 12 month basis.</p>	<table><tr><td>1</td><td>2</td><td>3</td><td>4</td><td>5</td><td>6</td><td>7</td></tr></table> <p>Lower risk potentially lower returns</p> <p>Higher risk potentially higher returns</p>	1	2	3	4	5	6	7	0.40% incl. GST	N/A
1	2	3	4	5	6	7					

** The Fund has been in existence for less than 5 years. The Fund's actual returns have been used to calculate the risk indicator for the period 13 May 2022 to 31 March 2023. Market index returns (rather than the Fund's actual returns) have been used to calculate the risk indicator for the period 31 March 2018 to 13 May 2022. The risk indicator may therefore provide a less reliable indicator of the Fund's future volatility.

+ Buy/sell spreads are as at the date of this PDS and are indicative only. For the most up to date buy/sell spreads see www.fundrock.com.

For other funds offered under a separate PDS, Aurora pays your financial advice provider an ongoing advice fee from their investment management fee. This advice fee does not apply to the Aurora Liquidity Fund offered under this PDS.

In addition to the annual fund charges outlined in the table above, you will also be charged an account fee of \$36 per annum.

See section 4 'What are the risks of investing?' for an explanation of the risk indicator and for information about other risks that are not included in the risk indicator. To help you clarify your own attitude to risk, you can seek financial advice or work out your risk profile at www.sorted.org.nz/tools/investor-kickstarter.

Who manages the Aurora KiwiSaver Scheme?

FundRock is the manager of the Scheme. See section 7 'Who is involved?' for more information.

How can you get your money out?

Generally, you can only take your money out when you reach the age to qualify for New Zealand superannuation (currently age 65).

You can transfer your investment to another KiwiSaver scheme at any time.

In certain circumstances, you may be able to make an early withdrawal. These circumstances include the purchase of a first home, significant financial hardship and serious illness.

See section 2 'How does this investment work?' for more information.

How will your investment be taxed?

The Scheme is a portfolio investment entity (**PIE**). The amount of tax you pay in respect of a PIE is based on your prescribed investor rate (**PIR**). This can be 10.5%, 17.5% or 28%. See section 6 'What taxes will you pay?' for more information.

Where can you find more key information?

We are required to publish quarterly updates for the investment option. The updates show the returns, and the total fees actually charged to investors, during the previous year. The latest fund update is available at www.disclose-register.companiesoffice.govt.nz. We will also give you copies of those documents on request.

Contents

1. Key information summary	1
2. How does this investment work?	4
3. Description of your investment option(s)	7
4. What are the risks of investing?	8
5. What are the fees?	9
6. What taxes will you pay?	11
7. Who is involved?	11
8. How to complain	12
9. Where you can find more information	13
10. How to apply	13

2. How does this investment work?

This PDS offers you membership in the Scheme. The Scheme is a KiwiSaver scheme and is registered under the Financial Markets Conduct Act 2013 (**FMC Act**).

To protect the interests of members, the Scheme's investments are held by an independent custodian, and our operations are supervised by an independent supervisor, Public Trust. The Scheme is established as a trust and is governed by a trust deed between the supervisor and us.

The Scheme offers four funds. The Liquidity, Conservative and Growth funds currently invest in actively managed underlying funds while the Future Focused Fund currently invests in Exchange Traded Funds (ETFs). The Liquidity Fund invests solely in cash and cash equivalents. All other funds have exposure to a mix of asset classes such as: cash; fixed interest; shares; and property. If your risk-return profile changes, it's up to you to change your investment mix. In addition, you can also choose our RetirementPlus option, which will automatically select the mix of your investment in the funds based on your age and will reduce your risk as you get older.

See section 3 "Description of your investment option(s)" for more detail on the Liquidity Fund. Detail on the Conservative, Growth, and Future Focused funds and the RetirementPlus option is contained in a separate PDS.

Your money is pooled and invested with other members' money. Contributions are made by you and your employer.

The money you invest buys interests called 'units'. Units do not constitute legal ownership of the Fund's assets but give you rights to the returns of the assets.

The price of each unit you receive depends on the value of the Fund at the time you invest and any buy spread that applies. We calculate the unit price for the Fund by subtracting the total value of the Fund's liabilities from the market value of its assets and dividing that number by the number of units the Fund has issued. The unit price is normally calculated each business day.

A change in the value of the Fund's assets affects the price of your units. The unit price for the Fund will change as the market value of the Fund's assets changes.

When you become eligible to withdraw your investment, you can do so by redeeming your interest in the Scheme for cash.

All Aurora funds have assets (the investments of the fund) and liabilities (the fees, taxes and other costs payable by the fund). No assets of this Fund will be available to be applied to meet the liabilities of any other fund in this Scheme.

There is no Crown guarantee of any KiwiSaver scheme or investment product of a KiwiSaver scheme.

The key benefits of the Scheme are:

- An environmental, social, and governance (**ESG**) approach to investing: ESG investment processes and scores are a key consideration when selecting underlying funds that the Fund invests in.
- Choice: A choice of four different funds and the RetirementPlus investment option which automatically invests your savings in a pre-determined mix of the funds according to your age.
- Transparency: We believe in that as its your money you should have visibility of what is in the portfolio.

These benefits are current at the date of this PDS and may change at any time. For more information on Aurora's approach to investing, and the significant benefits of investing in the Scheme or in the Fund covered by the PDS, please see the Statement of Investment Policy and Objectives (**SIPO**) and the Other Material Information (**OMI**) document for the Scheme, available at www.disclose-register.companiesoffice.govt.nz. The OMI also outlines Aurora's investment manager selection and monitoring policy, with this document also available at www.disclose-register.companiesoffice.govt.nz

The information about KiwiSaver set out below is only a summary. For more information, go to www.kiwisaver.govt.nz.

Joining the Scheme

If you are a new KiwiSaver member or transferring from another KiwiSaver scheme, you can join the Scheme by applying to us. If your employer has chosen the Scheme as its preferred KiwiSaver scheme you will be automatically enrolled in the Scheme. Additional information on these joining methods is provided below.

If you are not a KiwiSaver member

If you are not yet a KiwiSaver member, you can join the Scheme if you are:

- living or normally living in New Zealand; and
- a New Zealand citizen, or entitled to live in New Zealand indefinitely.

If you are already a KiwiSaver member

If you are already a member of another KiwiSaver scheme, in most cases you can transfer your investment into the Scheme (even if you do not meet the criteria set out above). You can only be a member of one KiwiSaver scheme at a time.

If you have been automatically enrolled in the Scheme

If your employer has chosen the Scheme as its

preferred KiwiSaver scheme and you are not already a KiwiSaver member, you will automatically be enrolled in the Scheme when you start your job (you can choose to opt out between 14 and 56 days from the date you start your job).

Any special conditions that apply where an employer has chosen the Scheme as its preferred KiwiSaver scheme are set out in the PDS Supplement for your employer (PDS Supplement), which will be provided to automatically enrolled employees, together with this PDS.

We can decide not to accept your application to join. If that happens, we will let you know.

Making investments

If you are employed, contributions will be taken out of your gross (before-tax) salary or wages at the rate you have told your employer (3%, 4%, 6%, 8% or 10%). You can also make voluntary contributions at any time. If you are contributing to KiwiSaver, you may also be entitled to an employer contribution of 3% of your gross (before tax) salary or wages. Tax will be deducted from your employer contributions.

If you are self-employed or not working, you can make voluntary contributions by regular or occasional lump sum payments. There is no minimum contribution amount.

If you are between the ages of 18 and 65, you may be eligible to receive a Government contribution at the rate of 50 cents for each dollar you contribute, up to a maximum of \$521.43 per year.

You can contribute to the Scheme in the following ways:

Employment status

Contribution method	If you are employed	If you are self-employed*	If you are not working	If you are under 18
Payment through PAYE via your employer	✓	✓	—	✓
Regular payment by automatic payment or direct debit to us	✓	✓	✓	✓
Lump sum payment by automatic payment or direct debit to us or via the IRD	✓	✓	✓	✓

* If you are self-employed and pay yourself through the PAYE system, you will be treated as an employee and will need to make employer contributions..

You can change your contribution rate or take a savings suspension, subject to some restrictions. You can also stop contributing to the Scheme when you reach your qualifying date (see below).

If you have permanently emigrated from Australia to New Zealand, or if you are a New Zealander returning from Australia, you may be able to transfer your money in an Australian complying superannuation scheme into the Scheme.

Your contributions will be invested in the investment options you have chosen.

Withdrawing your investments

KiwiSaver is a savings initiative to help set you up for your retirement. This means that you will not usually be able to withdraw your investment until you reach

the age to qualify for New Zealand superannuation (currently age 65).

If you first joined KiwiSaver (or a complying superannuation fund) before 1 July 2019, a five-year membership requirement also usually applies before you can make a withdrawal. You can opt out of the five-year membership requirement by making a retirement withdrawal. If you opt out, you'll no longer be eligible to receive any Government contributions and your employer can stop their contributions. Once you are able to withdraw your investment, you may withdraw your investment by making regular or lump sum withdrawals or by withdrawing the full amount. You may also continue to make contributions to the Scheme.

Early withdrawals are permitted in limited circumstances. The main types of early withdrawals available and what you can withdraw are set out below.

	Member contribution	Employer contribution	Government contribution	Savings transferred from an Australian complying Superannuation scheme
Purchase of first home ¹	✓	✓	✓	—
Significant financial hardship ²	✓	✓	—	✓
Serious illness	✓	✓	✓	✓
Permanent emigration (other than to Australia)	✓	✓	—	—
Permanent emigration (to Australia) ³	✓	✓	✓	✓
Retirement withdrawal of Australian savings from age 60	—	—	—	✓

1. For a purchase of first home withdrawal, you must leave at least \$1,000, plus any money you transferred from an Australian complying superannuation scheme, in your account after the withdrawal.

2. If you received the \$1,000 kick-start contribution from the Government, you cannot withdraw this contribution when making a significant financial hardship withdrawal.

3. Your investment will be transferred to an Australian complying superannuation scheme (which is an Australian superannuation scheme that has membership criteria similar to KiwiSaver).

You can also transfer your investment to another KiwiSaver scheme at any time. You can only be a member of one KiwiSaver scheme at a time.

If you die, we will pay your investment to your personal representatives (the executors or administrators of your estate) or otherwise in accordance with law.

Withdrawals may also be required by law (for example, if a court orders the release of money from your account).

We may, in limited circumstances, suspend processing withdrawal requests (including where we cannot sell enough assets of a fund to satisfy a withdrawal request, or if we consider a withdrawal could be detrimental to other investors in a fund).

How to switch between funds

You can switch your investment from one investment option to another investment option currently being offered under the Scheme at any time (including investment options not offered under this PDS). A switch is treated as an application and withdrawal, so may incur a buy/sell spread. You also have the

flexibility to leave your existing investment in your current investment options, and just change the investment options that your future contributions are allocated to. You can do this by completing a change investment strategy form (which is available by contacting us) and providing it to us. We may, in limited circumstances, suspend processing requests to switch between investment options.

3. Description of your investment option(s)

Fund/Strategy	Description	Risk Indicator*	Minimum Suggested Investment Timeframe
Aurora Liquidity Fund	<p>Description: Provides exposure to an actively managed portfolio of bank bills, floating rate notes and mainly short term deposits and securities, that targets capital security and liquidity. Environmental, Social and Governance characteristics are integrated into our investment process where applicable.</p> <p>Objective: To provide a gross return above the return of the Bloomberg NZBond Bank Bill Index on a rolling 12 month basis.</p> <p>Target Investment Mix: 100% Cash and cash equivalents</p>	<div> <div>1</div> <div>2</div> <div>3</div> <div>4</div> <div>5</div> <div>6</div> <div>7</div> </div> <p>Lower risk potentially lower returns</p> <p>Higher risk potentially higher returns</p>	1 year

* The Fund has been in existence for less than 5 years. The Fund's actual returns have been used to calculate the risk indicator for the period 13 May 2022 to 31 March 2023. Market index returns (rather than the Fund's actual returns) have been used to calculate the risk indicators for the 5-year period 31 March 2018 to 13 May 2022. The risk indicator may therefore provide less reliable indicators of the Fund's future volatility.

Responsible investment, including environmental, social, and governance considerations, is taken into account in the investment policies and procedures of the scheme as at the date of this product disclosure statement. You can obtain an explanation of the extent to which responsible investment is taken into account in those policies and procedures at the investment manager's Internet site at www.aurora.co.nz.

The SIPO for the Scheme sets out the investment policies and objectives for the Scheme.

We may change the SIPO at any time in accordance with the trust deed. We will notify you if we make any material SIPO changes.

The SIPO is available at www.disclose-register.companiesoffice.govt.nz. Material changes to the SIPO will be described in the Scheme's annual report.

Further information about the assets in the Fund can be found in the fund updates at www.disclose-register.companiesoffice.govt.nz.

4. What are the risks of investing?

Understanding the risk indicator

Managed funds in New Zealand must have a standard risk indicator. The risk indicator is designed to help investors understand the uncertainties both for loss and growth that may affect their investment. You can compare funds using the risk indicator.

Lower risk potentially lower returns				Higher risk potentially higher returns		
1	2	3	4	5	6	7

See section 3 'Description of your investment option(s)' for the risk indicators which have been calculated for the investment option described in this PDS.

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

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

Note that even the lowest category does not mean a risk-free investment, and there are other risks (described under the heading 'Other specific risks') that are not captured by this rating.

This risk indicator is not a guarantee of a fund's future performance. The risk indicator is based on the returns data for 5 years to 31 March 2023. While risk indicators are usually relatively stable, they do shift from time to time. You can see the most recent risk indicator in the latest fund update for each fund.

General investment risks

Some of the things that may cause a fund's value to move up and down, which affect the risk indicator, are:

- **Single sector risk:** The Scheme is designed to provide members with a range of investment options so that each member can combine them to suit their own investment style and risk profile. There is a risk that a member chooses investment options that at a total portfolio level does not match their risk profile. As a result, the member may take on less or more investment risk than intended, resulting in potentially lower or more volatile returns than anticipated.
- **Climate risk:** Climate risks include physical risk; which includes risk to assets and activities caused by the direct impact of changing weather patterns and natural catastrophes and transition risk which impact on assets of the transition to a low carbon economy.
- **Individual financial product risk:** The risk that changes in the financial condition or credit rating of an issuer of a financial product causes the value of a financial product held by a fund to decline.
- **Liquidity risk:** The risk that an investment is difficult to buy or sell and a fund suffers a loss as a result.
- **Credit risk:** The risk that issuers of fixed interest or cash investments do not pay interest and/or capital repayments when these are due.
- **Interest rate risk:** The risk that interest rates rise and the value of investments (in particular, fixed interest and cash investments) reduce.

Other specific risks

We are not aware of any other specific risks.

See the OMI document on the offer register at www.disclose-register.companiesoffice.govt.nz for further information about the risks of investing in the Scheme.

5. What are the fees? (% of net asset value)

You will be charged fees for investing in the Fund. Fees are deducted from your investment and will reduce your returns. If we invest in other funds, those funds may also charge fees. The fees you pay will be charged in two ways:

- regular charges - for example, annual fund charges.

Small differences in these fees can have a big impact on your investment over the long term:

- one-off fees – for example trading costs.

Annual Fund Charges

These are as follows for the Fund detailed in this PDS:

Fund/Strategy	Annual Fund Charges (Including GST) (% of the Fund's net asset value)
Aurora Liquidity Fund	0.40%

The charges outlined above include all normal day-to-day fund costs and expenses including the following:

Annual fund charges:

- the management fee paid to us and the investment management fee paid to the investment manager;
- fees and expenses charged within any underlying funds that the Fund may invest into;
- the supervisor's fee;
- costs incurred by us, the Supervisor and the investment manager in carrying out each of our respective duties (including the fees charged by auditors, solicitors, valuers and other advisers);
- bank account charges applicable to the Fund; and
- costs for administration services, including unit registry, asset registry, Unit pricing and investment accounting costs and costs associated with the provision of financial information related to the Fund;
- custody costs.

The annual fund charges do not include any extraordinary expenses such as costs of any litigation or unitholder meetings.

Other charges:

In addition to the annual fund charges above, you will also be charged an account fee of \$36 per annum.

GST

The GST treatment of each of these components varies. For example, GST is currently charged at 15% on the audit fee, while custody fees are an exempt supply for the purposes of GST. These percentages vary, and may change in the future.

Individual action fees and trading costs (% of amount contributed or withdrawn)

Individual action fees

There are no individual action fees currently being charged to members in the funds offered under this PDS.

Trading costs

Buy/sell spreads – When you buy or sell units in a fund, any buy or sell spread applicable at that time will be a cost to you. The buy/sell spreads belong to the fund and are not fees paid to us or any investment manager. The purpose of buy/sell spreads is to make sure that any transaction costs incurred as a result of

a member buying or selling units in the fund are borne by that member, and not other members in the fund. There is no GST charged on buy/sell spreads.

Buy/sell spreads for the funds detailed in this table below are indicative and are as at the date of this PDS:

Fund/Strategy	Buy spread	Sell spread
Aurora Liquidity Fund	N/A	N/A

Buy/sell spreads may change from time to time to reflect the latest trading costs and market conditions. For the most up to date buy/sell spreads see www.fundrock.com.

Example of how fees apply to an investor

Anthony invests \$10,000 in the Aurora Liquidity Fund. There is no spread charged. This brings the starting value of his investment to \$10,000.

He is charged management and administration fees, which work out to about \$40 (0.40% of \$10,000). These fees might be more or less if his account balance has increased or decreased over the year.

Over the next year, Anthony also pays other charges of \$36 in account fees

Estimated total fees for the first year

Fund charges: \$40

Other charges: \$36

Total: \$76

See the latest fund update for an example of the actual returns and fees members were charged over the past year.

This example applies only to the Aurora Liquidity Fund. If you are considering investing in other funds or investment options in the scheme, this example may not be representative of the actual fees you may be charged.

The fees can be changed

We can change fees from time to time. We can also add new fees. We may waive or decrease a management fee without notice. We may increase the management fee, or start charging additional fees, by giving you at least 30 days prior written notice. The rules about fee changes are in the trust deed, which can be found on the scheme register at www.disclose-register.companiesoffice.govt.nz.

We must publish a fund update for the Fund showing the fees actually charged during the most recent year. Fund updates, including past updates, are available at www.disclose-register.companiesoffice.govt.nz.

6. What taxes will you pay?

The Scheme is a PIE. The amount of tax you pay is based on your PIR. To determine your PIR, go to www.ird.govt.nz/roles/portfolio-investment-entities/find-my-prescribed-investor-rate. If you are unsure of your PIR, we recommend you seek professional advice or contact Inland Revenue. It is your responsibility to tell us your PIR when you invest or if your PIR changes. If you do not tell us, a default rate may be applied. If the rate applied to your PIE income

is lower than your correct PIR, you will be required to pay any tax shortfall as part of the income tax year-end process. If the rate applied to your PIE income is higher than your PIR, any tax over-withheld will be used to reduce any income tax liability you may have for the tax year and any remaining amount will be refunded to you.

7. Who is involved?

About FundRock NZ Limited

FundRock is the manager of the Scheme. We are a specialist funds management firm offering a range of investment solutions for investors. Our contact details are at right.

Level 2, Woodward House
1 Woodward Street
PO Box 25003
WELLINGTON 6140
Telephone: (04) 499 9654
Email: contact@iisolutions.co.nz

Who else is involved?

Title	Name	Role
Supervisor	Public Trust	Supervisor of the Scheme under the FMC Act. Responsible for supervising us as manager of the Scheme.
Investment Manager	Aurora Capital Limited	Defines the investment mandate for the Fund and reviews the mandate. Responsible for investing the assets of the Fund. The investment manager is responsible for sales, marketing and client relationship management to support the Fund.
Registrar	Apex Investment Administration (NZ) Limited	Appointed by us to manage registry functions relating to investors' contributions and withdrawals.
Custodian	Adminis NZ Limited	Appointed by Public Trust, as supervisor, to hold the assets of the Scheme on behalf of investors.
Investment Fund Administration Manager	Apex Investment Administration (NZ) Limited	Appointed by us to manage investment fund administration functions including fund accounting.

8. How to complain

Any complaints or problems with your membership should be directed to us for resolution through our internal dispute resolution process:

FundRock NZ Limited

Level 2, Woodward House
1 Woodward Street
PO Box 25003
WELLINGTON 6140

Telephone: (04) 499 9654

Email: contact@iisolutions.co.nz

If you are not satisfied with the outcome of your complaint to us, you may refer the matter to the Supervisor for resolution through its internal dispute resolution process:

Public Trust

Corporate Trustee Services
Private Bag 5902
WELLINGTON 6140

Telephone: 0800 371 471

Email: cts.enquiry@PublicTrust.co.nz

If your complaint is not able to be resolved through our internal dispute resolution process or that of the Supervisor you may refer your complaint to the dispute resolution scheme operated by the Insurance and Financial Services Ombudsman, an approved dispute resolution scheme under the Financial Service Providers (Registration and Dispute Resolution) Act 2008. We are a registered financial service provider and member of this scheme. The Insurance and Financial Services Ombudsman will not charge a fee to you to investigate or resolve a complaint. The contact details for the scheme are:

Insurance and Financial Services Ombudsman

Level 2, Solnet House
70 The Terrace
PO Box 10-845
WELLINGTON 6143

Telephone: 0800 888 202

Email: info@ifso.nz

The Supervisor is also a member of an approved dispute resolution scheme, operated by Financial Services Complaints Limited (**FSCL**) - A Financial Ombudsman Service. If your complaint to the supervisor has not been resolved, you can refer it to FSCL. The contact details for the scheme are:

Financial Services Complaints Limited – A Financial Ombudsman Service

PO Box 5967
WELLINGTON 6140

Telephone: 0800 347 257

Email: complaints@fscl.org.nz

The FSCL scheme is an independent external ombudsman and dispute resolution service that has been approved by the Minister of Consumer Affairs under the Financial Service Providers (Registration and Dispute Resolution) Act 2008. FSCL will not charge a fee to any complainant to investigate or resolve a complaint.

In addition, Aurora Capital is a member of the Financial Dispute Resolution Service (**FDSR**). FDSR can be contacted on 0508 337 337.

9. Where you can find more information

Further information relating to the Scheme, including financial statements, annual reports, quarterly fund updates, the trust deed for the Scheme, and SIPO is available on the offer register and the scheme register at www.disclose-register.companiesoffice.govt.nz. A copy of information on the offer register or scheme register is available on request to the Registrar of Financial Service Providers.

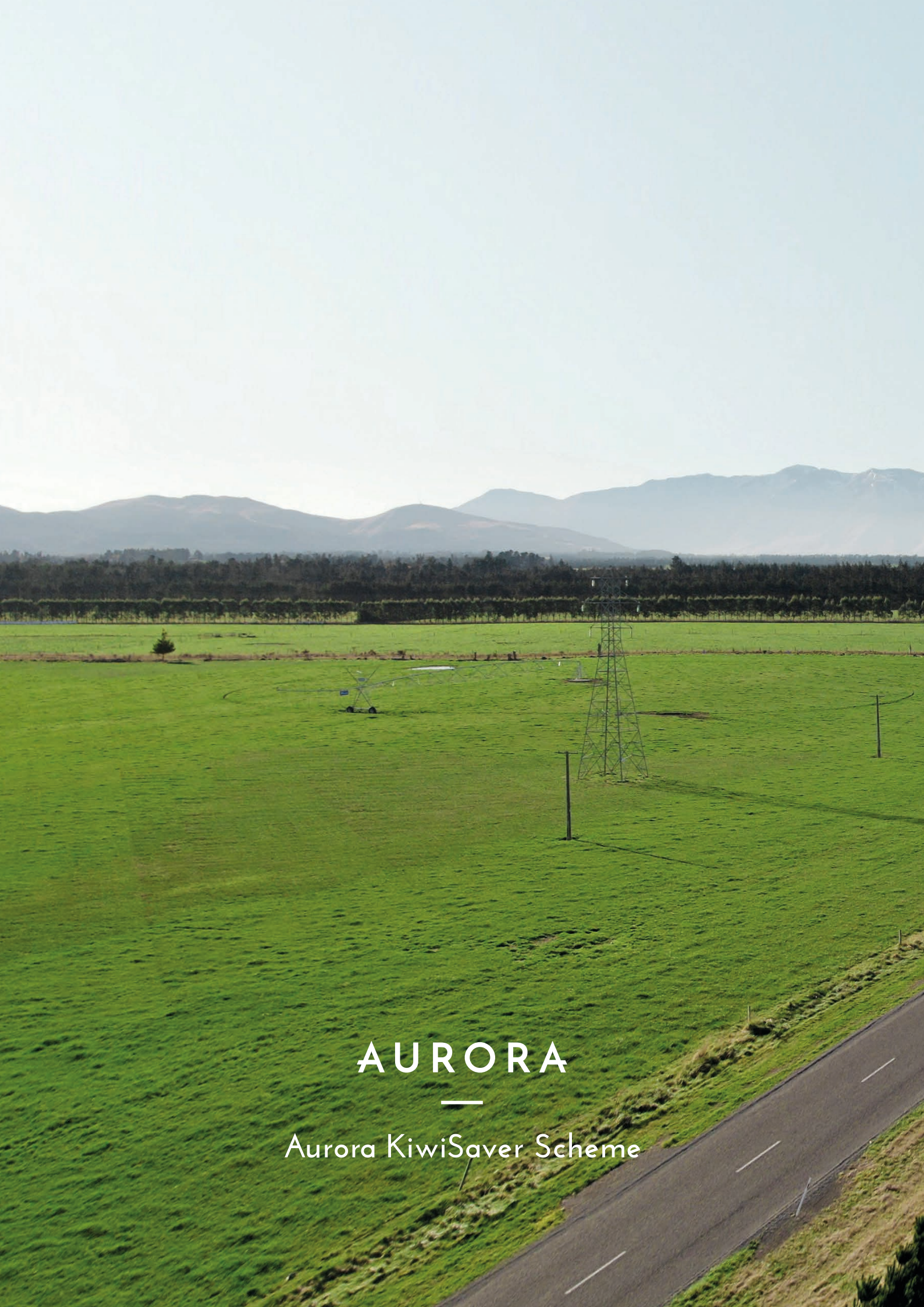
You will also be sent an annual tax statement, which will include the amount of PIE income allocated to you and the amount of tax paid at your chosen PIR.

You can find general information about us on our website www.fundrock.com.

10. How to apply

To become a member of the Scheme, please complete the online application process at www.aurora.co.nz, or complete an application form,

which is available from us or by emailing hello@aurora.co.nz. This can be returned to us or to hello@aurora.co.nz.



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