



A SECURE FUTURE.

KORDIA GROUP ANNUAL REPORT FOR THE YEAR ENDED 30 JUNE 2017



**OUR VISION:
TO BECOME
THE LEADING
AUSTRALASIAN
PROVIDER OF
MISSION-CRITICAL
TECHNOLOGY.**

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CHAIR'S/CEO'S REPORT

FOR THE YEAR ENDED 30 JUNE 2017

Kordia Group delivered a revenue of \$201m for the year ended 30 June 2017, with an EBITDA of \$18.2m and a full year net loss after tax of \$1.2m.

The completion of several large projects in the Australian contracting business, combined with delays in the commencement of new contracts, impacted Kordia's first half year results; with a net loss after tax of \$1.8m. The second half of the financial year saw the Group achieve a net profit after tax of \$0.6m.

Kordia's New Zealand business performed well, with our telecommunications, wholesale, and our media and broadcast divisions all exceeding targets for the year.

While \$13.5m in dividends were paid last year, due to a strong result for the year ended 30 June 2016, a 2017 dividend will not be paid on the back of the results.

The Group's net debt is \$1.8m and the balance sheet remains strong. Kordia Group is well positioned to both deliver returns to the shareholder and invest in future growth opportunities.

A RENEWED KORDIA SOLUTIONS AUSTRALIA

To return the business to sustainable profits, the Board implemented a series of strategic actions during the first half of the year. This included the appointment of industry expert Hamish Guild as CEO of Kordia Solutions and a full restructure of the Australian business to help create a more agile and flexible Australian Solutions team that is better placed to meet the needs of a largely contracting-based environment.

Following these changes, the Group achieved a net profit after tax in the second half of the financial year; with the Australian arm of the business well positioned for growth in the coming year.

LEADERSHIP IN CYBER SECURITY

With the number of online threats continuing to rise and evolve at a very rapid rate, Kordia sees cyber security as a crucial part of doing business in today's interconnected world. In March 2017, Kordia launched Cyber Security by Kordia – New Zealand's most comprehensive suite of cyber security solutions. Through this offering, Kordia is well placed to meet the growing needs of its customers, particularly in the areas of security advice, threat response, protection and defence.

Aura Information Security, the specialist cyber security consultancy acquired by Kordia in November 2015, performed well and continues to exceed expectations and play a key role in the Group's strategy. The Group sees solid growth opportunities for Aura in the coming year and its team of experts are regularly called upon by corporates, government – and media – to provide expert security advice and training.

MARITIME

Kordia Group has provided mission-critical network support to the maritime industry for more than 20 years in New Zealand; and 15 years in Australia. During the last year Kordia completed the roll out of a nine-station coastal marine VHF monitoring network for the state of Victoria. In addition, the Australian Maritime Safety Authority extended their contract until June 2022 for HF marine monitoring services.

OUR PEOPLE

Kordia Group believes its best asset is its people and we are committed to being a good employer. Our staff engagement is our key measure of how well we are doing and this year engagement was 63%. Over the coming year Kordia Group will be introducing a range of new initiatives to help ensure Kordia is an employer of choice and that we are attracting the type of talent that will help us achieve our vision of being the leading Australasian provider of mission-critical technology.

Maintaining a safe workplace continues to be a high priority for the Board and management. This year our lost time injury frequency rate was 2.5. As confirmation of our good process, during the year the Group gained compliance with NZS4801. In addition, the Australian business achieved a federal certification renewal.

WITH A BETTER ALIGNED AUSTRALIAN BUSINESS, AND A RANGE OF EXCITING NEW OPPORTUNITIES ON THE HORIZON, KORDIA IS WELL POSITIONED TO CAPITALISE ON THE GROWING DEMAND FOR MISSION-CRITICAL TECHNOLOGY SOLUTIONS ON BOTH SIDES OF THE TASMAN.

CONCLUSION

Kordia Group has a rich 60-year-plus history of designing, delivering and operating complex technology solutions. This year not only saw us continue this tradition in our wholesale, solutions, networks and maritime divisions; it also saw us apply this same approach to a whole new category – cyber security. Kordia is now able to provide a diverse range of mission-critical technology solutions to meet our customers' varying needs – whether their focus is around connectivity, online security; or both.

With a better aligned Australian business, and a range of exciting new opportunities on the horizon, Kordia is well positioned to capitalise on the growing demand for mission-critical technology solutions on both sides of the Tasman; with cyber security, 5G and the Internet of Things (IoT) squarely in our sights.



JOHN QUIRK
CHAIR OF THE BOARD - KORDIA GROUP



SCOTT BARTLETT
CEO - KORDIA GROUP



JOHN QUIRK, CHAIR OF THE BOARD - KORDIA GROUP



SCOTT BARTLETT, CEO - KORDIA GROUP



KORDIA GROUP

BOARD MEMBERS

**JOHN QUIRK**

CHAIR OF THE BOARD

John Quirk is a partner in strategic investment and advisory company Howard & Company, and is actively involved in merger and acquisition activity in the ICT sector.

He is currently Chairman of Wherescape Software Limited, SMX Limited, FarmIQ Systems Limited and FrameCAD Holdings Limited. John is a Director of Quirk International Limited and Cumulo9 Limited; and is also an advisor to the Board of Clearpoint.

John has extensive business and governance experience in high growth, high tech companies. He has held key leadership roles including Chairman, CEO and Managing Director in a number of iconic ICT companies.

John is a member of the Institute of Directors, the NZ Venture Capital Association and the NZ Software Association. John has been the Deputy Chair of Kordia and the Chair of Kordia's People & Culture Committee.

PAUL ADAMS

MEMBER OF KORDIA'S HEALTH & SAFETY COMMITTEE AND KORDIA'S AUDIT & RISK COMMITTEE

Paul Adams (CNZM), is a Chartered Fellow of the Institute of Directors, and a member of the Institute of Professional Engineers. He is Group Chairman of Carrus Group and Managing Director of Carrus Corporation, a property development and ownership group.

Paul has built a successful career in civil engineering contracting and is also well regarded for his philanthropic activities. He is a Trustee of Te Aho O Te Kura Pounamu, a Council Member of the University of Waikato; and is also Patron of the Te Tuinga Whanau Support Services Trust and Waipuna Hospice.

SOPHIE HASLEM

CHAIR OF KORDIA'S AUDIT & RISK COMMITTEE

Sophie is a member of the Institute of Directors and has a BCom and Post-Graduate Diploma in Management from The University of Melbourne.

Over her 20 year executive career, Sophie has worked with a diverse range of companies in both New Zealand and Australia; and has built a strong background in corporate finance and strategy consulting. Previous roles she has held include senior positions within Citibank NA, ANZ Investment Bank, Ernst & Young and New Zealand Post.

Sophie is a Director of CentrePort Limited, Rangatira Limited, the MetService Limited, Magritek Limited, and Rainbows End Theme Park Limited. She is also a Trustee of the Akina Foundation.

THE BOARD CURRENTLY HAS THREE STANDING COMMITTEES

AUDIT & RISK COMMITTEE

The Audit & Risk Committee assists the Board in fulfilling its responsibilities by providing recommendations, counsel and information concerning its accounting and reporting responsibilities under the Companies Act 1993 and related legislation. Its terms of reference also cover the role of internal audit and financial risk management.

PEOPLE & CULTURE COMMITTEE

The People & Culture Committee assists the Board in fulfilling its responsibilities by providing advice and recommendations regarding the appropriate levels of remuneration for executives.

HEALTH & SAFETY COMMITTEE

The Health & Safety Committee supports the Board to comply with its health and safety obligations and to achieve its health and safety goals.



PETER ENNIS

MEMBER OF KORDIA'S PEOPLE & CULTURE COMMITTEE

Peter Ennis (I. Eng MIET, MBA) is an experienced senior media executive with extensive international experience in media and broadcast operations, technology, distribution, business development and sales. Peter headed up the operations, technology and digital media functions of the TV3 Group, the Irish national commercial broadcaster, where he was also a main board director.

After moving to New Zealand in 2009, Peter headed up the technology function at TVNZ before a stint in Qatar, where he served on the executive board of Al Jazeera as Executive Director of Technology and Broadcasting, charged with the delivery of Al Jazeera's content across six continents and online.

Peter is now Senior Vice President of Global Services and Delivery for Avid Technology Inc, a leading provider of audio and video technology for media organisations and independent professionals.



GRAEME SUMNER

CHAIR OF KORDIA'S HEALTH & SAFETY COMMITTEE.

Graeme Sumner (BCom, MBA, MAICD) is a highly experienced Managing Director specialising in developing and expanding companies in a broad range of sectors; and across a number of geographical regions. He is currently the Managing Director of Advanced Braking Technology.

Previous roles include Chief Executive Officer and Managing Director of Service Stream Ltd, Chief Executive Officer of Transfield Services (New Zealand) Limited and Managing Director of Siemens Limited in New Zealand.

Graeme has held senior positions at IBM, Telecom New Zealand, Contact Energy, New Zealand Post and its subsidiary companies, SkyRoad and Kiwimail. Graeme was also the Chairman of New Zealand Post's joint venture airfreight company, AirPost Limited.



SHERIDAN BROADBENT

CHAIR OF KORDIA'S PEOPLE & CULTURE COMMITTEE.

Sheridan Broadbent (BCom, Advanced Management Program, Harvard Business School) is an experienced telecommunications and infrastructure industry professional, having worked in business development and major operational roles in the sectors for many years throughout New Zealand, Australia and the South Pacific.

Sheridan is the Chief Executive of Franklin-based electricity lines company Counties Power, and has held Executive positions with Genesis Energy, Downer EDI (Australia), and led Downer EDI Engineering in New Zealand. She is currently a director for Breach Consulting Limited, Spruce Goose Aerospace Limited and the Electricity Networks Association (ENA).

Sheridan is also a member of the Leadership Subcommittee of the Business Leaders' Health and Safety Forum, a member of the Institute of Directors and an inaugural graduate of the IOD-administered Future Directors' Scheme, having participated in Board activities of Auckland International Airport Limited for the 2013 year.



DIRECTORS' REPORT

FOR THE YEAR ENDED 30 JUNE 2017

The Directors have pleasure in presenting their report, together with the audited Financial Statements of the Group for the year ended 30 June 2017.

PRINCIPAL ACTIVITIES

The Group's principal activity during the year was the provision of telecommunications services (transmission, linking of telecommunications and broadcasting signals as well as design, build, operations and maintenance of transmission networks).

The Directors regard the state of the Group's affairs as satisfactory.

SHAREHOLDING

The Group is wholly owned by Her Majesty the Queen in right of New Zealand (the 'Crown').

The Shareholding Ministers (being Ministers of the Crown who hold the shares in Kordia Group Limited on behalf of the Crown) at balance date were:

Minister of Finance	Hon Steven Joyce
Minister of State Owned Enterprises	Hon Todd McClay

RESULTS FOR THE YEAR

The Group's consolidated net profit/(loss) after taxation for the year was (\$1,154,000) (2016: \$12,260,000).

DIVIDEND

The Directors recommend no final dividend for the year ended 30 June 2017 (2016: \$7,500,000). Taking into account no interim dividend (2016: \$1,000,000) and no special dividend (2016: \$5,000,000), the total dividend for the year will be nil (2016: \$13,500,000).

AUDITOR

The Controller and Auditor-General is the auditor of the Group in accordance with Section 19 of the State Owned Enterprises Act 1986 and has appointed Ian Proudfoot of KPMG to act for and on behalf of the Auditor-General, as auditor in respect of the year ended 30 June 2017.

On behalf of the Board



J E Quirk
Chair



S Haslem
Director

31 August 2017

STATEMENT OF RESPONSIBILITY

FOR THE YEAR ENDED 30 JUNE 2017

The Board and management of Kordia Group Limited are responsible for:

- The preparation of these financial statements and the judgments used in them.
- Establishing and maintaining a system of internal control designed to provide reasonable assurance as to the integrity and reliability of financial reporting.

In the opinion of the Board and management these financial statements fairly reflect the financial position, operations and cashflows of Kordia Group Limited for the year ended 30 June 2017.



J E Quirk
Chair



S Haslem
Director

31 August 2017



 WE ARE TRUSTED

SAFETY OF LIFE



WE RUN THE NETWORK THAT PROVIDES VITAL COMMUNICATIONS SERVICES TO HELP ENSURE SAFETY OF LIFE – WHETHER IN THE AIR, ON THE GROUND OR AT SEA.

Our network is responsible for monitoring $\frac{1}{4}$ of the world's oceans - an area that spans more than 90 million square kilometres.

In the past year our operations centres on both sides of the Tasman have responded to more than 300 maritime distress and emergency incidents.



Maritime Networks



1/4

WORLD'S
OCEAN

We run the network which monitors
much of the world's ocean.

90 Million^{KM²}

That's a vast territory and Kordia is trusted to
provide the stability and reliability for the network
that monitors it. We take this job very seriously as
we know people depend on it.



💡 WE ARE EXPERTS

WE HAVE THE BEST TEAM IN THE INDUSTRY; PROFESSIONALS WHO WORK ALONGSIDE OUR CUSTOMERS TO GROW THEIR BUSINESS – WHATEVER AND WHEREVER IT IS

KORDIA SOLUTIONS - SMALL CELLS DELIVERY.

Wireless networks are changing the way people communicate and access information. Through the rollout of more than 100 Greenfields small cell sites – in metro and rural locations throughout Australia – Kordia Solutions' expert team of consultants and technicians play an active role in helping to bring major telcos' high-speed mobile strategies to life.

Small cells deliver cost-effective capacity and coverage indoors and outdoors, and are a key vehicle for network innovation. The purpose of installing small cells is to increase range and capacity in densely populated metro areas that cannot be sustained by macrocells. Similar to distributed antenna systems, the growth of small cells is a response to increasing global data traffic. Over the next three years Kordia Solutions will be assisting with the rollout of many more sites throughout Australia and New Zealand.





KEEPING BUSINESSES SAFE ONLINE



ADVISE



PROTECT



INSIGHT & RESPONSE

KORDIA OFFERS NEW ZEALAND'S MOST COMPREHENSIVE SUITE OF CYBER SECURITY SOLUTIONS AND SERVICES – ALL OF WHICH ARE DESIGNED TO HELP PROTECT BUSINESSES AGAINST A GROWING NUMBER OF ONLINE THREATS.



2016 saw an increase of

40%

in security breaches

Average number of days to detect a breach:

120

55%

of breaches are detected by an external source



THE INTERNET OF THINGS





KORDIA PARTNERS WITH LEADING GLOBAL AND DOMESTIC COMPANIES TO HELP DELIVER INNOVATIVE OUTCOMES TO SERVICE PROVIDERS AND BUSINESS CUSTOMERS.

Kordia's goal is to be the Australasian enabler of Industrial IoT solutions. This encompasses the design, build and operation of the necessary connectivity networks through to development of an ecosystem of sensor devices and data analytics platforms.

Together with our partner ThinXtra, Kordia is rolling out a dedicated Internet of Things (IoT) network which will cover 95% of the New Zealand population. Based on Sigfox technology, this low-cost network provides the necessary infrastructure through which small mobile industrial IoT sensors can communicate, regardless of location, opening up a world of exciting new digital opportunities for local businesses to reduce wastage, improve asset utilisation and create innovative customer experiences.

Kordia is also working with its partner Spark to design, build and operate a nationwide LoRa network.



GARTNER INC. FORECASTS

20.4 BILLION

CONNECTED THINGS WILL BE IN
USE WORLDWIDE IN 2020.



HEALTHCARE



UTILITIES



INFRASTRUCTURE



INDUSTRIAL



ENVIRONMENT



TRANSPORT



AGRICULTURE



CONNECTED CITIES

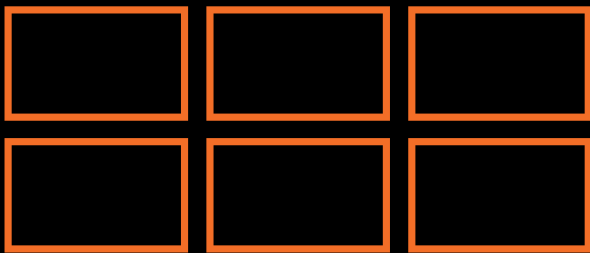


 OPERATION CENTRES

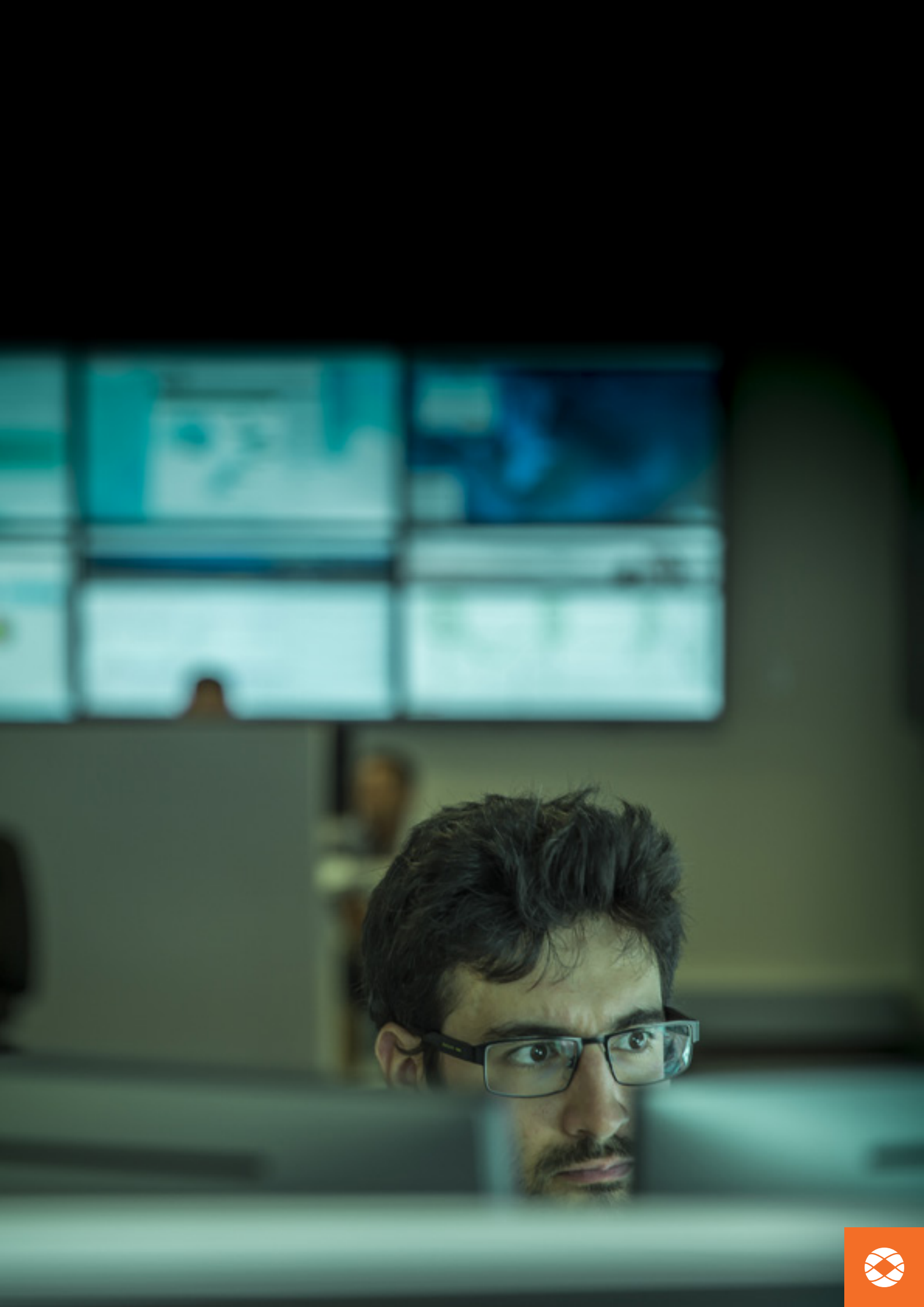
NOC & SOC

OUR NATIONAL OPERATIONS CENTRE (NOC) MONITORS OUR CUSTOMERS' NETWORKS 24/7, 365 DAYS PER YEAR.

... and our newly opened Security Operations Centre (SOC) provides critical always-on cyber security monitoring for customers to ensure early detection, and response assistance, should their business' mission-critical network come under attack.



24/7 



EXPERT SECURITY ADVICE AND TRAINING

FOUNDED IN WELLINGTON IN 2006, AURA INFORMATION SECURITY HAS GROWN TO BECOME A LEADING PLAYER IN THE CYBER SECURITY CONSULTING SPACE.

The team consists of more than 25 hand-picked security professionals – based in both Australia and New Zealand – all of which are highly-skilled and renowned information security experts.

TAKING AN ACTIVE ROLE IN THE SECURITY COMMUNITY

Aura takes an active role in the InfoSec community through events such as the inaugural 31c0n cyber security conference, which saw 12 international cyber security experts and researchers come to Auckland for an informative two-day event; and are also involved in various community events.

ADDRESSING A SKILLS SHORTAGE

The team takes a proactive role in helping to foster the next generation of cyber security experts and is actively involved with several tertiary providers around New Zealand.

CONTRIBUTING TO THE GLOBAL BATTLE AGAINST CYBER-CRIME.

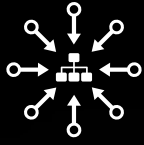
Every Aura employee dedicates 20% of their working hours to research. It's their way of keeping across the latest threats, looking at potential threats and giving back to the wider InfoSec community.

HELPING BUSINESSES NAVIGATE SECURITY

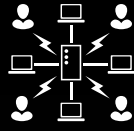
While fully independent, Aura forms a key part of Kordia's cyber security offering and offers a wide range of services - including employee training, VSO services, penetration testing and more - to government and corporate organisations.



POWERED
BY KORDIA



PENETRATION TESTING



RED TEAM TESTING



SECURE CODE REVIEW



WI-FI TESTING



VIRTUAL SECURITY OFFICER



COMPLETE IT PROGRAMME



INCIDENT RESPONSE



MOBILE TESTING





**KORDIA
GROUP LIMITED
FINANCIAL
STATEMENTS
FOR THE
YEAR ENDED
30 JUNE 2017.**

INCOME STATEMENT

FOR THE YEAR ENDED 30 JUNE 2017

In thousands of New Zealand dollars	Notes	2017	2016
Revenue (telecommunications services)		200,914	240,687
Direct costs and overheads	3	92,082	105,177
Employee and contractor costs	4	90,647	96,916
Earnings before interest, tax, depreciation and amortisation (EBITDA)	26	18,185	38,594
Finance income	5	571	734
Finance expense	5	1,171	1,331
Depreciation and amortisation expense	8, 10	19,318	20,289
Profit/(loss) before income tax		(1,733)	17,708
Income tax expense/(benefit)	6	(579)	5,448
Profit/(loss) for the year attributable to the equity holder		(1,154)	12,260

The accompanying notes set out on pages 25 - 52 are to be read as part of these financial statements.



STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2017

In thousands of New Zealand dollars	2017	2016
Profit/(loss) for the year attributable to the equity holder	(1,154)	12,260
Foreign currency translation differences	(43)	(684)
Effective portion of changes in the fair value of cashflow hedges	178	41
Tax effect of the effective portion of changes in the fair value of cashflow hedges	(53)	(10)
Ineffective portion of changes in the fair value of cashflow hedges	41	-
Tax effect of the ineffective portion of changes in the fair value of cashflow hedges	(12)	-
Other comprehensive income/(loss) for the year	111	(653)
Total comprehensive income/(loss) for the year attributable to the equity holder	(1,043)	11,607

The accompanying notes set out on pages 25 - 52 are to be read as part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2017

In thousands of New Zealand dollars	Notes	Share Capital	Retained Earnings	Foreign Currency Translation Reserve	Cashflow Hedge Reserve	Total Attributable to Owners
Balance 1 July 2015		87,696	4,842	(1,641)	(194)	90,703
Net profit for the year		-	12,260	-	-	12,260
Other comprehensive income						
Foreign currency translation differences		-	-	(684)	-	(684)
Effective portion of changes in fair value of cashflow hedges, net of tax		-	-	-	17	17
Fair value of cashflow hedges transferred to income statement, net of tax		-	-	-	14	14
Total other comprehensive income		-	-	(684)	31	(653)
Total comprehensive income		-	12,260	(684)	31	11,607
Transactions with owners						
Dividends	7	-	(6,000)	-	-	(6,000)
Balance 30 June 2016		87,696	11,102	(2,325)	(163)	96,310
Net profit for the year		-	(1,154)	-	-	(1,154)
Other comprehensive income						
Foreign currency translation differences		-	-	(43)	-	(43)
Effective portion of changes in fair value of cashflow hedges, net of tax		-	-	-	14	14
Fair value of cashflow hedges transferred to income statement, net of tax		-	-	-	140	140
Total other comprehensive income		-	-	(43)	154	111
Total comprehensive income		-	(1,154)	(43)	154	(1,043)
Transactions with owners						
Dividends	7	-	(7,500)	-	-	(7,500)
Balance 30 June 2017		87,696	2,448	(2,368)	(9)	87,767

The accompanying notes set out on pages 25 - 52 are to be read as part of these financial statements.



STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2017

In thousands of New Zealand dollars	Notes	2017	2016
Assets			
Property, plant and equipment	8	67,468	70,199
Intangible assets and goodwill	10	28,284	29,443
Finance lease receivable	19	2,107	2,321
Deferred tax asset	11	11,507	8,190
Total non-current assets		109,366	110,153
Cash		16,957	6,820
Inventories	12	1,321	1,498
Trade and other receivables	13	40,342	52,327
Finance lease receivable	19	214	196
Derivative assets	18	5	-
Total current assets		58,839	60,841
Total assets		168,205	170,994
Equity and Liabilities			
Share capital	7	87,696	87,696
Foreign currency translation reserve		(2,368)	(2,325)
Cashflow hedge reserve		(9)	(163)
Retained earnings		2,448	11,102
Total equity attributable to the equity holder		87,767	96,310
Trade and other payables	14	3,956	4,425
Derivative liabilities	18	6	196
Loans and advances	15	18,767	31
Provisions	16	7,812	8,232
Total non-current liabilities		30,541	12,884
Taxation payable		430	3,580
Trade and other payables	14	48,572	55,346
Derivative liabilities	18	52	12
Provisions	16	843	2,862
Total current liabilities		49,897	61,800
Total liabilities		80,438	74,694
Total equity and liabilities		168,205	170,994

The accompanying notes set out on pages 25 - 52 are to be read as part of these financial statements.

On behalf of the Board



J E Quirk
Chair



S Haslem
Director

31 August 2017

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2017

In thousands of New Zealand dollars	Notes	2017	2016
Cash flows from operating activities			
Receipts from customers		203,453	262,091
Payments to suppliers and employees		(181,881)	(209,493)
		21,572	52,598
Dividends received		2	3
Interest received		556	650
Interest paid - other		(815)	(1,052)
Taxes (paid)/refunded		(5,962)	(4,451)
Net cash from/(used in) operating activities	20	15,353	47,748
Cash flows from investing activities			
Proceeds from the sale of property, plant and equipment		39	9
Acquisition of a business	9	-	(9,870)
Acquisition of property, plant and equipment		(15,077)	(13,135)
Acquisition of intangibles	10	(1,517)	(729)
Net cash (used in)/from investing activities		(16,555)	(23,725)
Cash flows from financing activities			
Proceeds/(repayment) of loans and advances		18,643	(12,860)
Proceeds from finance lease assets		196	153
Dividends paid		(7,500)	(6,000)
Net cash from/(used in) financing activities		11,339	(18,707)
Net increase/(decrease) in cash and cash equivalents		10,137	5,316
Cash and cash equivalents at beginning of year		6,820	1,587
Effect of exchange rate fluctuations on cash		-	(83)
Cash and cash equivalents at end of year		16,957	6,820

The accompanying notes set out on pages 25 - 52 are to be read as part of these financial statements.



STATEMENT OF ACCOUNTING POLICIES

FOR THE YEAR ENDED 30 JUNE 2017

1. REPORTING ENTITY

Kordia Group Limited (the 'Company') is a limited liability company incorporated and domiciled in New Zealand under the Companies Act 1993 and is wholly owned by the Crown. The registered office of the Company is Level 3, 162 Victoria Street, Auckland Central, Auckland 1010, New Zealand.

The financial statements presented here are for the consolidated financial statements of the Group ("the Group"), comprising the Company, its subsidiaries and the Group's interest in associates.

The financial statements of the Group have been prepared in accordance with the requirements of the Companies Act 1993, the Financial Reporting Act 2013 and the State Owned Enterprises Act 1986.

For the purposes of financial reporting, the Group is a for-profit public sector entity.

Statement of Compliance

The financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice ("NZ GAAP"). They comply with New Zealand equivalents to International Financial Reporting Standards ("NZ IFRS"), and other applicable Financial Reporting Standards, as appropriate for profit-oriented public sector entities. These financial statements also comply with International Financial Reporting Standards (IFRS).

The financial statements were authorised for issue by the directors on 31 August 2017.

The financial statements have been prepared on the basis of historical cost unless otherwise noted within the specific accounting policies below.

These financial statements are presented in New Zealand dollars (\$), which is the Group's reporting currency and is also the Company's functional currency. All financial information presented in New Zealand dollars has been rounded to the nearest thousand.

Estimates and Judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

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

- Measurement of the recoverable amounts of cash-generating units – Notes 8 and 10.
- Provisions – Note 16.
- Valuation of financial instruments – Note 17.
- Deferred tax assets – Note 11.
- Useful life of property, plant, equipment and intangibles – Notes 8 and 10.

In the opinion of management, all adjustments necessary for a fair presentation of the results of operations, financial position and cash flows have been reflected.

2. STATEMENT OF ACCOUNTING POLICIES

(A) BASIS OF PREPARING GROUP FINANCIAL STATEMENTS

Subsidiaries

Subsidiaries are those entities controlled, directly or indirectly, by the Group. Control exists when the Group has the power over investees, exposure or rights to variable returns and ability to use power to affect returns. All intercompany transactions, balances and unrealised surpluses and deficits on transactions between Group companies are eliminated on consolidation. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases.

(B) REVENUE

Revenue from the sale of transmission and maintenance services is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable and the associated costs and possible return of goods can be estimated reliably.

Revenue from the sale of operations services rendered is recognised in the Income Statement in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to the proportion that costs incurred to date bear to the estimated total costs of the transaction.

(C) LEASES

Consolidated Entity as the Lessee

Group entities lease certain land and buildings, motor vehicles, plant and equipment and information systems.

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The interest expense component of finance lease payments is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Other leases are operating leases and are not recognised in the Group's statement of financial position. Operating lease payments are included in the Income Statement on a straight line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Lease incentives

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefits of incentives are recognised as a reduction of rental expense on a straight line basis.

Consolidated Entity as the Lessor

Amounts due from lessees under finance leases are recorded as receivables. Finance lease receivables are initially recognised at amounts equal to the present value of the minimum lease payments receivable. Finance lease payments are allocated between interest revenue and reduction of the lease receivable over the term of the lease in order to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.



CONTINUED

STATEMENT OF ACCOUNTING POLICIES

FOR THE YEAR ENDED 30 JUNE 2017

2. STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

(D) FINANCE INCOME AND EXPENSES

Finance income comprises interest income on funds invested, loans receivable, finance leases, dividend income, foreign currency gains and gains on hedging instruments that are recognised in the Income Statement. Interest income is recognised as it accrues, using the effective interest method. Dividend income is recognised on the date that the Company's right to receive payment is established.

Finance expenses comprise interest expense on borrowings and leases, unwinding of the discount on provisions, foreign currency losses and losses on hedging instruments that are recognised in the Income Statement. All borrowing costs are recognised in the Income Statement using the effective interest method.

(E) TAXATION

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the Income Statement except to the extent it relates to items recognised directly in other comprehensive income or equity, in which case it is recognised in other comprehensive income or equity.

Current tax is the expected tax payable on the taxable income for the year, using the tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit and differences relating to investments in subsidiaries to the extent that they probably will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting dates.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend is recognised.

(F) PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment is recorded at cost less accumulated depreciation and impairment losses. Cost includes the cost to acquire the asset and other directly attributable costs incurred to bring the asset to the location and condition for its intended use. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Where an item of property, plant and equipment is disposed of, the gain or loss recognised in the Income Statement is calculated as the difference between the sale price and the carrying value of the item of property, plant and equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items.

Items of property, plant and equipment that are expected to be recovered primarily through sale rather than through continuing use are classified as held for sale. Immediately before reclassification as held for sale, the assets are remeasured in accordance with the Group's accounting policies. Thereafter, the assets are measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognised in the Income Statement. Gains are not recognised in excess of cumulative impairment losses.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be reliably measured. The costs of day-to-day servicing of property, plant and equipment are recognised in the Income Statement as incurred.

Depreciation is provided for on a straight-line basis on all tangible items of property, plant and equipment other than freehold land and work in progress, over their estimated useful lives as follows:

Freehold buildings	10 - 40 years
Leasehold improvements	2 - 10 years
Masts and aerials	4 - 25 years
Transmission equipment	3 - 25 years
Furniture and fittings	5 - 10 years
Office equipment	4 - 10 years
Information systems	2.5 - 5 years
Leased information systems	3 - 5 years
Motor vehicles	7 years

Assets under finance leases are initially measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

(G) INTANGIBLES

Goodwill

Goodwill arises on the acquisition of subsidiaries and businesses and represents the excess of the purchase consideration over the net fair value of the identifiable assets, liabilities and contingent liabilities acquired. When the excess is negative (negative goodwill), it is recognised in the Income Statement. Subsequently, goodwill is measured at cost less accumulated impairment losses. In respect of equity accounted associates, goodwill is included in the carrying amount of the investment.

Research and Development Costs

Research is original and planned investigation undertaken with the prospect of gaining new technical knowledge. Research costs are recognised in the Income Statement as incurred. Development expenditure is expenditure on the application of research findings or other knowledge to a plan or design for the production of new or substantially improved products, processes, systems or services. Development expenditure is recognised as an asset when it can be demonstrated that the commercial production of the products, processes, systems or services will commence. The expenditure capitalised includes the cost of materials, direct labour and overhead costs that are directly attributable to preparing the asset for its intended use. Capitalised development costs are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is on a straight line basis over the period of expected future benefits.

Other intangible assets

Other intangible assets are measured at cost less accumulated amortisation and accumulated impairment losses. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the asset to which it relates. All other expenditure is recognised in the Income Statement as incurred.

Amortisation is recognised in the Income Statement on a straight line basis over the estimated useful lives of the intangible assets, from the date they are available for use. The estimated useful lives for the current and comparative periods are as follows:

Frequency licences	5-20 years
Software	3-5 years
Trademarks	5 years



CONTINUED

STATEMENT OF ACCOUNTING POLICIES

FOR THE YEAR ENDED 30 JUNE 2017

2. STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

(H) FINANCIAL INSTRUMENTS

Non-derivative financial instruments comprise trade and other receivables, cash and cash equivalents, loans and advances and trade and other payables. These are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial instruments are measured at amortised cost using the effective interest method, less any impairment losses.

A financial instrument is recognised if the Group becomes a party to the contractual provisions of the instrument. Financial assets are derecognised if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfers the financial asset to another party without retaining control or substantively all risks and rewards of the asset. Financial liabilities are derecognised if the Group's obligations specified in the contract expire or are discharged or cancelled.

Cash and cash equivalents comprise cash balances and deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the Statement of Cash Flows.

The Group uses derivative financial instruments within predetermined policies and limits in order to reduce its exposure to fluctuations in foreign currency exchange rates and interest rates. The Group does not engage in speculative transactions or hold derivative financial instruments for trading purposes.

Derivative financial instruments are recognised initially at fair value and transaction costs are expensed immediately. Subsequent to initial recognition, they are stated at fair value. The gain or loss on remeasurement to fair value is recognised immediately in the Income Statement. However, where derivatives qualify for hedge accounting and are designated as cash flow hedges, recognition of any resultant gain or loss are recognised directly in other comprehensive income to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in the fair value are recognised in the Income Statement. If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognised in other comprehensive income remains there until the forecast transaction occurs. The amount recognised in other comprehensive income is transferred to the Income Statement in the same period that the hedged item affects profit or loss.

(I) INVENTORIES

Inventories comprise technical stores and customer premises equipment. All inventories are measured at the lower of cost and net realisable value. Cost is based on the weighted average principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

(J) CONTRACTS WORK IN PROGRESS

Contracts work in progress represents the gross unbilled amount expected to be collected from customers for contract work performed to date. It is measured at cost plus profit recognised to date less progress billings and recognised losses. Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Group's contract activities based on normal operating capacity.

Contracts work in progress is presented as part of trade and other receivables in the balance sheet. If payments received from customers exceed the income recognised, then the difference is presented as deferred income in the balance sheet.

(K) IMPAIRMENT

The carrying amounts of the Group's assets are reviewed at each balance sheet date to determine whether there is any objective evidence of impairment. If any such indication exists then the asset's recoverable amount is estimated. For goodwill relating to subsidiaries, the recoverable amount is estimated at each reporting date. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses reduce the carrying amount of assets and are recognised in the Income Statement.

The recoverable amount of receivables carried at amortised cost is calculated as the present value of estimated future cash flows, discounted at the original effective interest rate. Receivables with a short duration are not discounted. Impairment losses on an individual basis are determined by an evaluation of the exposures on an instrument by instrument basis. All individual instruments that are considered significant are subject to this approach. For trade receivables which are not significant on an individual basis, collective impairment is assessed on a portfolio basis based on number of days overdue, and taking into account the historical loss experience in portfolios with a similar amount of days overdue.

The recoverable amount of a non-financial asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. A cash-generating unit is the smallest identifiable asset group that generates cash flows that are largely independent from other assets and groups. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses are recognised in the Income Statement. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(L) PROVISIONS

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

A provision for warranties is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighting of all possible outcomes against their associated probabilities. A make-good provision is recognised for the Group's obligation on making-good the leased premises on expiration of the contract. The provision is measured at the present value of the expected cost to be incurred.

(M) EMPLOYEE BENEFITS

A liability for annual leave, long service leave and retirement leave accruing to employees is recognised in the Statement of Financial Position. The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The liability for annual leave is measured on an undiscounted basis and expensed as the related service is provided.



CONTINUED

STATEMENT OF ACCOUNTING POLICIES

FOR THE YEAR ENDED 30 JUNE 2017

2. STATEMENT OF ACCOUNTING POLICIES (CONTINUED)

(N) FOREIGN CURRENCIES

Transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Group at the exchange rate ruling at the date of the transaction.

Monetary assets and liabilities in foreign currencies at balance date are re-translated to the functional currency at the exchange rates ruling at balance date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the period. Exchange differences arising on the translation of monetary assets and liabilities in foreign currencies are recognised in the Income Statement, except as detailed below.

Translation of Foreign Group Entities

The assets and liabilities of foreign entities with functional currencies other than New Zealand dollars, including goodwill and fair value adjustments arising on acquisition, are translated at the rates of exchange ruling at the reporting date. The revenues and expenses of these entities are translated at rates approximating the exchange rates ruling at the date of transactions. Exchange differences arising on translation are taken directly to the foreign currency translation reserve (FCTR). When such an entity is disposed of in part or in full, the relevant amount in the FCTR is transferred to the Income Statement.

(O) CONTINGENCIES

Where it is yet to be confirmed whether a present obligation exists, but the likelihood is possible, unless an outflow is deemed remote, a contingent liability is disclosed. Where an inflow of economic benefits is probable, a contingent asset is disclosed. Disclosure includes management's best estimate of the economic effect of the contingent asset or liability.

(P) DETERMINATION OF FAIR VALUES

Fair values have been determined for measurement and/or disclosure purposes in Note 17 based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Trade and other receivables

The fair value of trade and other receivables, excluding contracts work in progress and trade prepayments, is estimated as the present value of future cash flows, at a rate that reflects the credit risk associated with the asset. Trade and other receivables are financial assets categorised as loans and receivables.

Trade payables and accruals

The fair value of trade payables and accruals is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date. Payables are categorised as financial liabilities measured at amortised cost.

Derivatives

The fair value of forward exchange contracts is based on their listed market price, if available. If a listed market price is not available, then fair value is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract using a risk-free interest rate (based on government bonds).

The fair value of interest rate swaps and caps is based on broker quotes. Those quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date.

Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. For finance leases the market rate of interest is determined by reference to similar lease agreements.

(Q) STANDARDS AND INTERPRETATIONS NOT YET ADOPTED

A number of new standards and interpretations are not yet effective for the period ended 30 June 2017 and have not been applied in preparing these consolidated financial statements:

- NZ IFRS 9 *Financial Instruments*. NZ IFRS 9 (2014), published in July 2014 replaces the existing guidance in NZ IAS 39 *Financial Instruments: Recognition and Measurement*. NZ IFRS 9 includes revised guidance on the classification and measurement of financial instruments, including a new expected credit loss model for calculating impairment on financial assets, and the new general hedge accounting requirements. This standard is effective for the Group from 1 July 2018.
- NZ IFRS 15 *Revenue from Contracts With Customers*. NZ IFRS 15 contains a single model that applies to contracts with customers and two approaches to recognising revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognised. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognised. The new standard applies to contracts with customers. It does not apply to insurance contracts, financial instruments or lease contracts, which fall in the scope of other IFRSs. This standard is effective for the Group from 1 July 2018.
- NZ IFRS 16 *Leases*. NZ IFRS 16 eliminates the distinction between operating and finance leases for lessees and will result in lessees bringing most leases onto their balance sheets. The standard uses a control model for the identification of leases as opposed to service contracts. This standard is effective for the Group from 1 July 2019.

The Directors expect to adopt the above standards and interpretations in the period in which they become effective. The Directors anticipate that the above standards and interpretations will have no material impact on the financial statements of the Group in the period of initial application except for NZ IFRS 16 *Leases* which could change the net asset position of the Group, however, the detailed analysis of these standards and interpretations are in progress. The Group does not plan to adopt this standard early and the extent of the impact has not been determined.



NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

In thousands of New Zealand dollars	Notes	2017	2016
3. DIRECT COSTS AND OVERHEADS INCLUDE:			
Auditor's fees			
- audit services		284	311
- other audit related services		13	13
Directors' fees		263	333
Loss/(gain) on disposal of property, plant and equipment		542	(181)
Impairment loss on trade receivables		288	226
Rental and operating lease costs		8,970	9,618
Project material and subcontractor costs		57,682	68,081
Direct network costs		12,130	12,509
Fair value losses on de-designated swaps		41	-
4. EMPLOYEE AND CONTRACTOR COSTS INCLUDE:			
Redundancy		2,496	1,002
Defined contribution plan		5,452	6,062
5. FINANCE INCOME AND EXPENSE			
Interest income on bank deposits and loan receivable		414	498
Interest income on finance leases		142	152
Realised foreign exchange gain		-	81
Unrealised foreign exchange gain		13	-
Dividend income		2	3
Finance income		571	734
Interest expense on loans and borrowings		631	862
Net interest expense on financial assets designated at fair value through the income statement		163	148
Unrealised foreign exchange loss		-	8
Realised foreign exchange loss		14	-
Unwind the discount on provisions	16	363	313
Finance expense		1,171	1,331
Net finance expense		600	597

In thousands of New Zealand dollars	2017	2016
6. INCOME TAX EXPENSE		
Current tax expense	2,738	6,860
Adjustment from prior periods	66	3
Deferred tax (benefit)/expense	(3,383)	(1,415)
Total income tax (benefit)/expense	(579)	5,448
Reconciliation of effective tax rate		
Net profit/(loss) before taxation	(1,733)	17,708
Taxation at 28%	(485)	4,958
Adjusted for the tax effect of:		
Difference in subsidiary income tax rates	(217)	212
Non-deductible expenses	57	275
Under/(over) provided in prior periods	66	3
Taxation expense/(benefit)	(579)	5,448
Imputation Credit Account		
Imputation credits available to shareholders in future periods	12,713	12,454

The Kordia Group Limited consolidated tax group was formed on 1 July 2003 in New Zealand.

7. CAPITAL AND RESERVES

Foreign Currency Translation Reserve

The foreign currency translation reserve comprises all foreign currency differences from the translation of the financial statements of foreign operations.

Share Capital

On issue at beginning and end of the year (number of shares)	1,000	1,000
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All issued shares are fully paid.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Cashflow Hedge Reserve

The cashflow hedge reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedging transactions that have not yet occurred.

Dividends

For the year ended 30 June 2017 the Group paid no interim dividend (2016: \$1,000), no special dividend (2016: \$5,000) and a prior year final dividend of \$7,500 (2016: nil).



CONTINUED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

8. PROPERTY, PLANT AND EQUIPMENT

Work in Progress

Work in progress represents property, plant and equipment which is not yet in service as it is under construction. Property, plant and equipment takes, on average, 1-12 months to construct. The movement in work in progress between June 2016 and June 2017 is due to the capitalisation of information system assets which were under construction at June 2016 and transmission equipment which is under construction at June 2017.

Impairment of a Cash-Generating Unit

On 16 September 2010, the Government announced that the date for switch-over to digital television was to commence from September 2012, with completion by late 2013. This announcement caused the Group to reassess the recoverable amount of its Networks cash-generating unit which undertakes transmission services including linking of telecommunications and broadcasting signals. For the year-ended 30 June 2011 a pre-tax impairment loss of \$29,054 was recognised in the Income Statement.

Given the structural changes that continue to occur in broadcast and media markets, the Directors continue to assess the recoverable amount of the Networks cash-generating unit on an annual basis using a value in use calculation based on a discounted cashflow model for five years from 2017. The cashflow projections are based on the financial budgets approved by management. The assumptions regarding revenue growth and cost increases are based on past experiences and management's expectations of changes in the market and performance of new products. Management considers the budgets to be reasonable in the current trading environment. Beyond year five, a real growth rate of 0% (2016: 0%) was assumed. A real post tax discount rate of 6.6% (2016: 6.5%) was applied. Bancorp Corporate Finance Limited worked with the Group in determining the weighted average cost of capital.

Based on the assessment at 30 June 2017, the carrying amount of the Network property, plant and equipment was determined to be in line with the recoverable amount indicating that no further impairment or reversal of the previously recognised impairment is required. This estimate is sensitive to the following assumptions:

- An increase of 1 percentage point in the discount rate used would not impair the carrying value of the assets.
- A decrease of 1 percentage point in the terminal growth rate would not impair the carrying value of the assets.

Negative Pledge

A negative pledge in the Group's banking facility restricts the disposal of assets, other than in the ordinary course of business or within certain materiality thresholds.



CONTINUED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

8. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

In thousands of New Zealand dollars	Land & buildings	Leasehold improvements	Mast and aerals	Transmission equipment
Cost				
Balance at 1 July 2015	29,965	11,578	67,434	231,183
Additions	332	2,395	430	9,488
Transfers	-	17	3	1,896
Acquisition of a business	-	-	-	-
Disposals/adjustments	(2)	(3,622)	(11)	(1,252)
Effect of movements in exchange rates	-	(394)	(1)	(1,924)
Balance at 30 June 2016	30,295	9,974	67,855	239,391
Additions	631	535	461	6,973
Transfers	102	-	135	387
Disposals/adjustments	(1)	(2,466)	(206)	(1,011)
Effect of movements in exchange rates	-	124	-	92
Balance at 30 June 2017	31,027	8,167	68,245	245,832
Depreciation and Impairment Losses				
Balance at 1 July 2015	(21,182)	(6,831)	(55,356)	(193,825)
Depreciation for the year	(781)	(1,379)	(1,427)	(11,360)
Disposals	1	3,836	6	1,226
Effect of movements in exchange rates	-	384	1	1,817
Balance as at 30 June 2016	(21,962)	(3,990)	(56,776)	(202,142)
Depreciation for the year	(798)	(841)	(1,454)	(9,946)
Disposals	-	1,601	206	959
Effect of movements in exchange rates	-	(136)	-	(53)
Balance as at 30 June 2017	(22,760)	(3,366)	(58,024)	(211,182)
Carrying amounts				
At 30 June 2016	8,333	5,984	11,079	37,249
At 30 June 2017	8,267	4,801	10,221	34,650

Furniture & fittings	Office equipment	Motor vehicles	Information systems	Work in progress	Total
1,453	2,117	1,645	32,502	3,324	381,201
243	123	70	1,497	513	15,091
-	-	55	211	(1,283)	899
-	-	-	87	-	87
(259)	(7)	(26)	(1,378)	-	(6,557)
(34)	(107)	(33)	(1,980)	(93)	(4,566)
1,403	2,126	1,711	30,939	2,461	386,155
1	63	66	2,598	4,037	15,365
23	15	-	1,313	(2,303)	(328)
(8)	(5)	(126)	(19)	-	(3,842)
(3)	2	2	71	(3)	285
1,416	2,201	1,653	34,902	4,192	397,635
(1,011)	(1,840)	(1,105)	(27,491)	-	(308,641)
(109)	(81)	(110)	(2,812)	-	(18,059)
259	6	23	1,372	-	6,729
33	108	28	1,644	-	4,015
(828)	(1,807)	(1,164)	(27,287)	-	(315,956)
(87)	(116)	(162)	(3,432)	-	(16,836)
8	5	101	19	-	2,899
3	(1)	1	(88)	-	(274)
(904)	(1,919)	(1,224)	(30,788)	-	(330,167)
575	319	547	3,652	2,461	70,199
512	282	429	4,114	4,192	67,468



CONTINUED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

9. ACQUISITION OF A BUSINESS

On 1 November 2015 the Group acquired the business and assets of Aura Information Security Limited ('Aura') for cash consideration of \$9,870. Aura Information Security Limited is the leading specialist IT security testing and consulting company in New Zealand. The acquisition allows the Group to increase its scale, drive growth, de-risk the New Zealand business and grow returns to the shareholder.

For the eight months ended 30 June 2016, Aura contributed revenue of \$3,157 and profit of \$482 to the Groups' result. If the acquisition had occurred on 1 July 2015, management estimates that consolidated revenue would have been \$5,211, and consolidated profit for the year would have been \$972. For the twelve months ended 30 June 2017, Aura contributed revenue of \$7,128 and profit of \$825 to the Groups' result. In determining these amounts, management has assumed that the fair value adjustments that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 July 2015.

The following table summarises the identifiable assets acquired and liabilities assumed at the date of acquisition:

In thousands of New Zealand dollars	2016
Property, plant and equipment	87
Intangible assets	125
Trade receivables	794
Trade prepayments	130
Contract work in progress	85
Trade payables and accruals	(114)
Deferred income	(162)
Employee entitlements	(161)
Total identifiable net assets	784
Consideration transferred	9,870
Goodwill recognised	9,086

Under the sale and purchase agreement, if the Group does not become the registered owner of two trademarks by 18 December 2016, \$125 is refunded to the Group. As at balance date, the two trademarks have been registered.

The goodwill is attributable mainly to the skills and technical talent of Aura's work force and the synergies expected to be achieved from integrating the business into the Group. None of the goodwill recognised is expected to be deductible for income tax purposes.

The Group incurred acquisition-related costs of \$449 on legal fees and due diligence costs. These costs have been included in the 2016 direct costs and overheads.

10. INTANGIBLE ASSETS

In thousands of New Zealand dollars	Trademarks	Frequency Licences	Software	Goodwill	Total
Cost					
Balance at 1 July 2015	-	9,512	24,983	14,855	49,350
Additions	-	-	729	-	729
Transfers	-	-	(899)	-	(899)
Acquisition of a business	125	-	-	9,086	9,211
Disposals	-	-	(88)	-	(88)
Effects of movements in exchange rates	-	-	(87)	(1,015)	(1,102)
Balance at 30 June 2016	125	9,512	24,638	22,926	57,201
Additions	-	-	1,517	-	1,517
Transfers	-	-	328	-	328
Disposals	-	-	(1,153)	-	(1,153)
Effects of movements in exchange rates	-	-	(47)	40	(7)
Balance at 30 June 2017	125	9,512	25,283	22,966	57,886
Amortisation and Impairment losses					
Balance at 1 July 2015	-	(5,480)	(20,175)	-	(25,655)
Amortisation for the year	(17)	(398)	(1,815)	-	(2,230)
Disposals	-	-	88	-	88
Effects of movements in exchange rates	-	-	39	-	39
Balance at 30 June 2016	(17)	(5,878)	(21,863)	-	(27,758)
Amortisation for the year	(25)	(395)	(2,062)	-	(2,482)
Disposals	-	-	591	-	591
Effects of movements in exchange rates	-	-	47	-	47
Balance at 30 June 2017	(42)	(6,273)	(23,287)	-	(29,602)
Carrying amounts					
At 30 June 2016	108	3,634	2,775	22,926	29,443
At 30 June 2017	83	3,239	1,996	22,966	28,284

Goodwill is tested for impairment annually at the reporting date and whenever there is an indication of impairment. An impairment loss is recognised whenever the carrying amount exceeds the recoverable amount. The recoverable amount is assessed at the level of the cash-generating unit, which is the smallest group of assets generating cash flows independent of other cash-generating units that benefit from the use of the intangible asset.

For the purpose of impairment testing, goodwill is allocated to the Group's relevant subsidiaries or businesses. The aggregate carrying amounts of goodwill of \$13,880 (2016: \$13,840) has been allocated to Kordia Pty Limited and \$9,086 (2016: \$9,086) has been allocated to the Aura business unit.



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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

10. INTANGIBLE ASSETS (CONTINUED)

The recoverable amount of Kordia Pty Limited and subsidiary and Aura was based on a value-in-use calculation. The key assumptions used in the value in use calculations include revenue growth, cost increases and discount rates. A discount rate of 7.2% (2016: 7.2%) was applied to Kordia Pty Limited and subsidiary and 10.3% (2016: 10.9%) was applied to Aura and was derived from the real post tax weighted average cost of capital. The year-on-year change in discount rates for Aura reflect an increase in the risk free rate and a decrease in asset betas which have been assessed by way of comparable companies. Bancorp Corporate Finance Limited worked with the Group in determining the weighted average costs of capital.

The recoverable amount for Kordia Pty Limited and Aura was calculated using cash flow projections for the five years from 2017 using the financial budgets approved by management. Beyond year five a real growth rate of 0% (2016: 0%) was assumed. The assumptions regarding revenue growth and cost increases are based on past experiences and management's expectations of changes in the market. Management considers the budgets to be reasonable in the current trading environment.

Key Assumptions – Sensitivities; Kordia Pty Limited and Aura

- An increase of 1 percentage point in the discount rate used would not impair the carrying value of goodwill.
- A decrease of 1 percentage point in the terminal growth rate would not impair the carrying value of goodwill.

11. DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax assets and liabilities are attributable to the following:

In thousands of New Zealand dollars	ASSETS		LIABILITIES		NET	
	2017	2016	2017	2016	2017	2016
Property, plant and equipment	-	-	(311)	(894)	(311)	(894)
Intangible assets	-	-	(170)	(248)	(170)	(248)
Derivatives	3	62	-	-	3	62
Trade and other receivables	-	-	(4,199)	(5,626)	(4,199)	(5,626)
Inventories	23	25	-	-	23	25
Employee entitlements	2,194	1,913	-	-	2,194	1,913
Other payables	6,056	9,788	-	-	6,056	9,788
Provisions	2,454	3,170	-	-	2,454	3,170
Tax losses	5,457	-	-	-	5,457	-
Net tax assets/(liabilities)	16,187	14,958	(4,680)	(6,768)	11,507	8,190

The deferred tax assets/(liabilities) are attributable to the following jurisdictions:

In thousands of New Zealand dollars	2017	2016
New Zealand	1,872	1,768
Australia	9,635	6,422
Net tax asset	11,507	8,190

All movements in deferred tax have been recognised in the Income Statement except for \$66 (2016: (\$16)) relating to derivatives which have been recognised in the cash flow hedge reserve and \$nil (2016: (\$259)) that have been recognised in the foreign currency translation reserve.

Gross tax losses of \$18,190 (2016: \$nil) have been recognised on the basis of forecasted operating earnings set out in the Group strategic plan. The Directors consider it probable that future taxable profits will be available against which the recognition of tax losses can be utilised.

12. INVENTORIES

In thousands of New Zealand dollars	2017	2016
Inventory	1,512	1,691
Provision for write down	(191)	(193)
Total inventories	1,321	1,498

13. TRADE AND OTHER RECEIVABLES

Trade receivables	20,620	27,695
Provision for doubtful debts	(649)	(458)
Trade prepayments	4,446	4,503
Contract work in progress	15,925	20,587
Total	40,342	52,327

During the year, the Group utilised \$97 (2016: \$152) of the provision for doubtful debts and increased the provision by \$288 (2016: \$226).

Contract work in progress represents the gross unbilled amount expected to be collected from customers for contract work performed to date. It is measured at cost plus profit recognised to date less progress billings and recognised losses. Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Group's contract activities based on normal operating capacity.

At June 2017, contract work in progress was \$15,925 (2016: \$20,587). Deferred income, where billing exceeds recognised revenue, is disclosed in note 14 and amounts to \$18,687 (2016: \$27,423).

Trade receivables are financial assets categorised as loans and receivables.

14. TRADE AND OTHER PAYABLES

Current

Trade payables and accruals	24,149	23,130
Deferred income	18,319	27,235
Employee entitlements	6,104	4,981
Total	48,572	55,346

Non-current

Trade payables and accruals	2,032	2,585
Deferred income	368	188
Employee entitlements	1,556	1,652
Total	3,956	4,425

Payables are categorised as financial liabilities measured at amortised cost.



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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

15. LOANS AND ADVANCES

In thousands of New Zealand dollars	2017	2016
Bank loans (unsecured)	18,767	31

Loan facilities are repayable as follows:

Within one year	-	-
One to two years	-	31
Two to five years	18,767	-
	18,767	31

Weighted average interest rates:

Bank loans	2.6%	2.1%
Bank loans amended for derivatives, line fees and margin	4.0%	11.6%

The loan facilities comprise a syndicated revolving cash advance facility, dated 29 June 2017 (2016: 21 March 2012), committed to a maximum amount of \$30 million (2016: \$50 million). The loans drawn and facility available is analysed as follows:

In thousands of New Zealand dollars	2017				2016			
	Balance Drawn		Available Facility		Balance Drawn		Available Facility	
	Current	Non-current	Current	Non-current	Current	Non-current	Current	Non-current
Tranche A	-	-	-	-	-	-	-	-
Tranche B	-	18,767	-	30,000	-	-	-	-
Tranche C	-	-	-	-	-	-	20,000	-
Tranche D	-	-	-	-	-	5,246	-	20,000
Tranche E	-	-	-	-	-	(5,215)	-	10,000
	-	18,767	-	30,000	-	31	20,000	30,000

On 29 June 2017 (2016: 21 March 2012) a facility agreement was entered into between Kordia and the members of the banking syndicate. The facility is split into two tranches (A and B) with different fee and margin structures. The available facility can be allocated between Tranche A and Tranche B as forecasts require. There is a right of set off between the tranches of the loan facility. The facility expires on 1 July 2020.

The facility is supported by a negative pledge by the Company and its guaranteeing subsidiaries over their assets and undertakings. The negative pledge restricts the disposal of assets other than in the ordinary course of business or within certain materiality thresholds. Under the negative pledge, each guaranteeing subsidiary may be liable for indebtedness incurred by the Company and other guaranteeing subsidiaries.

The facility is subject to various covenants such as limitations on gearing, interest cover, minimum shareholders' funds and coverage (the proportion of the consolidated group that forms the guaranteeing group under the negative pledge). The Group was in compliance with all covenants for the 2016 and 2017 financial years.

Covenant		2017	2016
Gearing ratio	Net debt to EBITDA <3.0:1	0.1:1	(0.2):1
Interest cover	EBITDA to net interest >3.0 times	30:1	64:1
Minimum shareholder funds	> \$70 million	\$88m	\$96m
Coverage ratios	Total assets of guaranteeing group to total assets of the consolidated group >95%	100%	100%
	Total EBIT of guaranteeing group to total EBIT of the consolidated group >95%	100%	100%

Loans and advances are categorised as financial liabilities measured at amortised cost.

16. PROVISIONS

In thousands of New Zealand dollars	Warranty	Make good	Total
Balance at 1 July 2015	1,061	8,024	9,085
Provisions made/(adjusted) during the period	1,981	1,955	3,936
Provisions utilised during the period	(993)	(1,003)	(1,996)
Effect of movement in exchange rate	(136)	(108)	(244)
Unwind discount	-	313	313
Balance at 30 June 2016	1,913	9,181	11,094
Provisions made/(adjusted) during the period	-	(637)	(637)
Provisions utilised during the period	(1,725)	(520)	(2,245)
Effect of movements in exchange rate	69	11	80
Unwind discount	-	363	363
Balance at 30 June 2017	257	8,398	8,655
Current	1,913	949	2,862
Non-current	-	8,232	8,232
Balance at 30 June 2016	1,913	9,181	11,094
Current	257	586	843
Non-current	-	7,812	7,812
Balance at 30 June 2017	257	8,398	8,655

Warranties

The provisions for warranties relate mainly to design and build contracts. The provision is based on estimates made from historical data. The Group expects to utilise or reassess approximately 100% of the liability next year.

Make good

The make-good provision primarily relates to an obligation to return rented sites to their original condition at the end of the lease. The Group expects to utilise approximately 7% of the liability next year.



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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

17. FINANCIAL INSTRUMENTS

Exposure to foreign currency, interest rate and credit risk arises in the ordinary course of the Group's business. Derivative financial instruments are entered into in order to reduce exposure to fluctuations in foreign exchange rates and interest rates.

(A) FOREIGN CURRENCY RISK

Foreign currency risk is the risk that the Group's assets, liabilities and future earnings will fluctuate due to changes in foreign exchange rates. The Group is exposed to currency risk as a result of transactions that are denominated in a currency other than the Group's functional currency. Transactions that typically expose the Group to foreign currency risk include import purchases and purchases of property, plant and equipment. The currencies that give rise to currency risk in which the Group deals are United States and Australian dollars, and European Currency Units. The Group's policy is to manage these risks, as they arise, in accordance with prudent commercial practice.

The Group uses forward and spot foreign exchange contracts to manage these exposures. At balance date the Group has unhedged current assets of AUD849 (\$890) and USD136 (\$186) {2016: AUD750 (\$793), USD1 (\$2)} and current liabilities of AUD459 (\$483) and USD31 (\$42) {2016: USD278 (\$292) and USD26 (\$42)}. The Group does not have any other foreign currency monetary assets or liabilities that are not hedged for the lesser of the next twelve months and the period until settlement.

(B) INTEREST RATE RISK

As outlined in Note 15, the Group has a syndicated revolving cash advance facility committed to a maximum amount of \$30,000 (2016: \$50,000). At 30 June the drawdown on these facilities was \$18,767 (2016: \$31), to fund on-going activities. The facilities expire on 1 July 2020.

The Group has an overdraft facility of \$50 (2016: \$50) which has a wholesale prime interest rate of 6% (2016: 6%). At 30 June 2017 the drawdown on this facility was nil (2016: nil).

It is Group policy to manage its interest rate exposure in accordance with prudent commercial practice. The Group enters into interest rate swaps to convert a portion of its interest rate exposure from floating to fixed. The swaps mature over the next year. At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was:

In thousands of New Zealand dollars	2017	2016
Fixed rate instruments:		
Financial assets (finance leases)	2,321	2,517
Variable rate instruments:		
Financial assets (forward covers at fair value)	5	-
Financial liabilities (debt)	18,767	31
Financial liabilities (swaps at fair value)	41	196
Financial liabilities (forward covers at fair value)	17	12

(C) LIQUIDITY RISK

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group uses activity-based costing to cost its products and services, which assists it in monitoring cash flow requirements and optimising its cash return on investments. Typically the Group ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 60 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The maturity analysis below summarises the Group's exposure to liquidity risk on non-derivative financial liabilities.

In thousands of New Zealand dollars	2017						Contractual Cashflows	Carrying Amount
	Call	Within One Year	One to Two Years	Two to Five Years	More than Five Years			
Liabilities and equity								
Payables	-	(48,572)	(3,956)	-	-	(52,528)	(53,405)	
Loans and advances	-	(488)	(488)	(19,296)	-	(20,272)	(18,767)	
Total liabilities and equity	-	(49,060)	(4,444)	(19,296)	-	(72,800)	(72,172)	

In thousands of New Zealand dollars	2016						Contractual Cashflows	Carrying Amount
	Call	Within One Year	One to Two Years	Two to Five Years	More than Five Years			
Liabilities and equity								
Payables	-	(55,346)	(4,425)	-	-	(59,771)	(59,771)	
Loans and advances	-	(1)	(31)	-	-	(32)	(31)	
Total liabilities and equity	-	(55,347)	(4,456)	-	-	(59,803)	(59,802)	

The following tables indicate the periods in which the cash flows associated with derivatives that are cash flow hedges are expected to occur.

In thousands of New Zealand dollars	2017						Contractual Cashflows	Carrying Amount
	Within One Year	One to Two Years	Two to Five Years	More than Five Years				
Interest rate swaps:								
Liabilities	(27)	-	-	-	(27)	(41)		
Forward exchange contracts:								
Liabilities	(12)	(6)	(2)	-	(20)	(17)		
Assets	5	-	-	-	5	5		
	(34)	(6)	(2)	-	(42)	(53)		

In thousands of New Zealand dollars	2016						Contractual Cashflows	Carrying Amount
	Within One Year	One to Two Years	Two to Five Years	More than Five Years				
Interest rate swaps:								
Liabilities	(161)	(14)	-	-	(175)	(195)		
Forward exchange contracts:								
Assets	(14)	(4)	-	-	(18)	(13)		
	(175)	(18)	-	-	(193)	(208)		



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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

17. FINANCIAL INSTRUMENTS (CONTINUED)

(D) SENSITIVITY ANALYSIS

At 30 June 2017, it is estimated that a general increase of one percentage point in interest rates would increase the Group's equity by approximately nil (2016: \$137) and decrease net profit after tax by \$94 (2016: \$38). At 30 June 2017, it is estimated that a general decrease of one percentage point in interest rates would decrease the Group's equity by approximately nil (2016: \$137) and increase net profit after tax by \$94 (2016: \$38). Interest rate swaps have been included in this calculation.

At 30 June 2017, it is estimated that a general increase of one percentage point in the value of the New Zealand dollar against other foreign currencies would increase the Group's profit before income tax by approximately \$76 (2016: \$74). At 30 June 2017, it is estimated that a general decrease of one percentage point in the value of the New Zealand dollar against other foreign currencies would decrease the Group's profit before income tax by approximately \$76 (2016: \$74). Forward exchange contracts have been included in this calculation.

The Group has specific forward exchange contracts representing specific hedges against exposures for capital expenditure and inventory purchases. At balance date, these hedges would have given rise to a realised loss of \$12 (2016: \$13) had the Group closed the contracts out. None (2016: nil) of these gains were included in the Income Statement.

(E) CREDIT RISK

In the normal course of its business the Group incurs credit risk with amounts deposited with financial institutions and also the extension of credit to trade debtors. The major concentration of credit risk within trade debtors and contract work in progress is the extension of credit to a majority of its customers for transmission services and contracting services to major telecommunications companies in Australia. As there are a limited number of major telecommunications companies in Australia, there is a concentration of credit risk. The carrying amounts of financial assets represent the Group's maximum exposure to credit risk.

Management has a credit policy in place and the exposure to credit risk is monitored on an on-going basis. Credit evaluations are performed on all customers requiring credit over a certain amount. The group does not normally require collateral in respect of financial assets due to the quality of the financial institutions with which it deals.

The status of trade receivables at the reporting date is as follows:

In thousands of New Zealand dollars	2017		2016	
	Gross receivable	Impairment	Gross receivable	Impairment
Not past due	15,351	(69)	19,500	-
Past due 0-30 days	3,572	(249)	5,398	(9)
Past due 31-120 days	1,303	(129)	2,123	(53)
Past due 121-365 days	394	(202)	431	(184)
Past due more than 1 year	-	-	243	(212)
Total	20,620	(649)	27,695	(458)

Trade receivables are reviewed for impairment on a collective basis based on the number of days overdue and taking into account historical experience. Significant trade receivables are reviewed on an individual basis. No individually significant receivables were considered impaired at balance date.

18. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

Fair value measurement: Financial instruments measured and recognised at fair value are derivatives that are designated in hedge relationships. The fair value of these derivatives are level 2 valuations based on accepted valuation methodologies. Interest rate derivatives are calculated by discounting the future principal and interest cashflows at current market interest rates that are available for similar financial instruments. Forward exchange fair value is calculated using quoted forward exchange rates and discounted using yield curves derived from quoted interest rates matching maturity of the contract.

Fair value disclosures: The fair values of borrowings used for disclosures are measured by discounting future principal and interest cashflows at the current market interest rate plus an estimated credit margin that are available for similar financial instruments.

The estimated fair value of the Group's financial assets and liabilities are noted below. The purpose of reporting the carrying and fair values is to show the extent to which the Group is carrying an exposure from its foreign exchange and interest rate hedging activities. The table below identifies whether the Group is in a notional gain or loss position as if the Group had closed out the instruments at balance date.

The carrying values of short term financial assets and liabilities are equivalent to their fair values. Short term financial assets include cash, loans to associate, trade and other receivables. Short term financial liabilities include trade and other payables and finance leases. Advances to subsidiaries carrying values are equivalent to their fair values.

In thousands of New Zealand dollars	2017		2016	
	Carrying value	Fair value	Carrying value	Fair value
Loans and advances payable ⁽¹⁾	18,767	18,767	31	31
Financial derivatives liability ⁽²⁾	58	58	208	208
Financial derivatives asset ⁽²⁾	5	5	-	-

Classification:

(1) Amortised cost

(2) Fair value hedge

Financial derivatives includes interest rate swaps and forward foreign exchange contracts.

The methods used to estimate the fair values for interest rate swaps, forward foreign exchange contracts and loans and advances (> 1 year) are discussed in note 2(p).

The fair value change in derivatives that are in hedged relationships are taken to the cash flow hedge reserve. The fair value change of the swap that is not in a hedge relationship is taken to the Income Statement. Only the effective portion of a cash flow designated hedging relationship that meets NZIAS 39's documentation and effectiveness requirements may be taken to the cash flow hedge reserve. The fair value change of swaps that are in an ineffective cash flow hedge relationship or a fair value hedge relationship is taken to the Income Statement.

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).



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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

18. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES (CONTINUED)

In thousands of New Zealand dollars	Level 1	Level 2	Level 3	Total
30 June 2017				
Derivative financial assets	-	5	-	5
Derivative financial liabilities	-	(58)	-	(58)
	-	(53)	-	(53)
30 June 2016				
Derivative financial liabilities	-	(208)	-	(208)
	-	(208)	-	(208)

There have been no transfers between levels during the year ended 30 June 2017 [2016: no transfers].

As at 30 June 2017, no financial assets or liabilities have been offset in the Statement of Financial Position although they are covered by an ISDA/Master netting agreement.

19. FINANCE LEASES

Finance lease receivables are as follows:

In thousands of New Zealand dollars	2017			2016		
	Minimum lease payments	Interest	Present value of minimum lease payments	Minimum lease payments	Interest	Present value of minimum lease payments
Less than one year	344	130	214	338	142	196
Between one and five years	1,456	374	1,082	1,430	436	994
More than five years	1,120	95	1,025	1,491	164	1,327
	2,920	599	2,321	3,259	742	2,517

The future lease receivables bear interest at 6% [2016: 6%].

Finance leases mainly pertain to network equipment. The leases are for a 132 month period.

20. RECONCILIATION OF NET SURPLUS FOR THE YEAR WITH CASH FLOWS FROM OPERATING ACTIVITIES

In thousands of New Zealand dollars	Notes	2017	2016
Net surplus/ (deficit) as per income statement		(1,154)	12,260
Add/(deduct) non-cash items:			
Depreciation	8	16,836	18,059
Amortisation of licences and intangibles	10	2,482	2,230
Realised foreign currency losses/(gains)		109	(81)
Hedging losses net of payment made to exit		41	-
Change in deferred tax/(future income tax benefit)		(3,390)	(1,487)
Movement in provision for doubtful debts		191	74
Movement in other provisions		(2,245)	(15)
Unwind/change in make good		363	313
		13,233	31,353
Items classified as investing activities:			
Loss/(gain) on disposal of property, plant and equipment		542	(181)
Working capital on the acquisition of a business		-	572
		542	391
Movements in working capital:			
Receivables and prepayments		11,794	9,958
Inventories		177	346
Payables		(10,393)	5,700
		1,578	16,004
Net cash flows from/(used in) operating activities		15,353	47,748

21. LEASE COMMITMENTS

Commitments under non-cancellable operating leases are:

Within one year	12,523	11,944
One to five years	32,727	34,488
Later than five years	2,380	6,943
	47,630	53,375

The group leases property, plant and equipment under operating leases. The leases typically run for a period of between 1 and 5 years, with an option to renew the lease after that date, with the exception of a lease of satellite transponder capacity to April 2022. Certain lease agreements provide for an increase in payments every 2 to 3 years to reflect market rentals.

22. CAPITAL COMMITMENTS

Capital commitments (including intangible assets) are:

Within one year	868	2,205
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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

23. CAPITAL MANAGEMENT

The Group's capital includes share capital, reserves and retained earnings. The Group's policy is to maintain a strong capital base so as to maintain creditors and market confidence and to sustain future development of the business. The Group is subject to capital requirements from its lenders which requires the Group to have minimum shareholder funds of \$70m (2016: \$70m) and at balance date the group was in compliance with this covenant. The Group's policies in respect of capital management and allocation are reviewed regularly by the Board of Directors.

24. CONTINGENCIES

As part of its contractual obligations with clients, Kordia Limited has an undertaking to provide services at a certain level and should this not be achieved, Kordia Limited may be liable for contract penalties. It is not possible to quantify what these may be until an event has occurred. The Directors do not expect any liabilities to occur as a result of these contractual obligations.

25. RELATED PARTY TRANSACTIONS

Kordia Group Limited comprises the following significant subsidiaries:

<i>Entity</i>	<i>Principal activity of entity</i>	<i>% holding</i>	<i>Country of Incorporation</i>
Kordia Limited	[Telecommunications and transmission services Operations and maintenance services	100%	New Zealand
Kordia New Zealand Limited		100%	New Zealand
Kordia Pty Limited		100%	Australia
Kordia Solutions Pty Limited		100%	Australia

All subsidiaries have balance dates of 30 June.

The Crown is a 100 percent shareholder in Kordia Group Limited. All transactions with other Crown Entities, State Enterprises and Government Departments other than entities included in these consolidated financial statements are at arm's length and comprised:

Crown Entities, State Enterprises and Government Departments	Transaction value year ended 30 June		Balance outstanding at 30 June	
	2017	2016	2017	2016
In thousands of New Zealand dollars				
Revenue from telecommunications services	24,265	22,413	2,436	1,333
Direct costs and overheads	2,839	2,804	123	-

All transactions with Kordia Group and its subsidiary companies are priced on an arm's length basis and are settled in cash within six months of the reporting date. None of the balances are secured.

In addition to the above related party transactions, the Group have transacted with its owner, the Crown. Refer to note 6 (income tax).

Transactions with Key Management Personnel (Directors and Key Executives)

In addition to their salaries, the Group also provides non-cash benefits (superannuation and long service leave) to executive officers. Key management personnel compensation comprised:

In thousands of New Zealand dollars	2017	2016
Short term employee benefits	2,135	2,356
Defined contribution plan	114	132
Directors fees	263	333
	2,512	2,821

Unpaid amounts relating to the above are \$669 (2016: \$487).

26. NON-GAAP MEASURES

The Group uses EBITDA when discussing financial performance. EBITDA is earnings before interest, tax, depreciation and amortisation. Depreciation and amortisation includes impairment charges recorded in the respective non-current assets. EBITDA is a non-GAAP profit measure and is not recognised or standardised with IFRS. Non-GAAP financial measures should not be viewed in isolation nor considered as a substitute for measures in accordance with IFRS. Management believes that EBITDA provides useful information, as it is used internally to evaluate performance, and it is also a measure that market analysts focus on for comparative company performance purposes, as the measure removes distortions caused by differences in funding, asset age and depreciation policies.

EBITDA has been clearly labelled and presented on the face of the Income Statement and is reconciled to profit after tax.

27. EVENTS AFTER THE BALANCE SHEET DATE

On 31 August 2017 the Board of Directors declared no final dividend for the year ended 30 June 2017.

There are no other events subsequent to balance date which have a significant effect on the financial statements.



REPORT OF THE AUDITOR-GENERAL

FOR THE YEAR ENDED 30 JUNE 2017

TO THE READERS OF KORDIA GROUP LIMITED'S FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2017

The Auditor-General is the auditor of Kordia Group Limited (the company). The Auditor-General has appointed me, Ian Proudfoot, using the staff and resources of KPMG, to carry out the audit of the financial statements of the company on his behalf.

OPINION

We have audited the financial statements of the Group on pages 20 to 52, that comprise the statement of financial position as at 30 June 2017, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date and the notes to the financial statements that include accounting policies and other explanatory information.

In our opinion the financial statements of the company:

- present fairly, in all material respects:
 - its financial position as at 30 June 2017; and
 - its financial performance and cash flows for the year then ended; and
- comply with generally accepted accounting practice in New Zealand in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

Our audit was completed on 31st August 2017. This is the date at which our opinion is expressed.

The basis for our opinion is explained below. In addition, we outline the responsibilities of the Board of Directors and our responsibilities relating to the financial statements, and we explain our independence.

Basis of opinion

We carried out our audit in accordance with the Auditor-General's Auditing Standards, which incorporate the Professional and Ethical Standards and the International Standards on Auditing (New Zealand) issued by the New Zealand Auditing and Assurance Standards Board. Our responsibilities under those standards are further described in the Responsibilities of the auditor section of our report.

We have fulfilled our responsibilities in accordance with the Auditor-General's Auditing Standards.

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

Responsibilities of the Board of Directors for the financial statements

The Board of Directors is responsible on behalf of the company for preparing financial statements that are fairly presented and that comply with generally accepted accounting practice in New Zealand.

The Board of Directors is responsible for such internal control as it determines is necessary to enable it to prepare financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible on behalf of the company for assessing the company's ability to continue as a going concern. The Board of Directors is also responsible for disclosing, as applicable, matters related to going concern and using the going concern basis of accounting, unless there is an intention to liquidate the company or to cease operations, or there is no realistic alternative but to do so.

The Board of Director's responsibilities arise from the *State Owned Enterprises Act 1986*.

Responsibilities of the auditor for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit carried out in accordance with the Auditor-General's Auditing Standards will always detect a material misstatement when it exists. Misstatements are differences or omissions of amounts or disclosures, and can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of readers taken on the basis of these financial statements.

We did not evaluate the security and controls over the electronic publication of the financial statements.

As part of an audit in accordance with the Auditor-General's Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. Also:

- We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- We obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- We evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- We conclude on the appropriateness of the use of the going concern basis of accounting by the Board of Directors and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements, or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- We evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Our responsibilities arise from the Public Audit Act 2001.

Other Information

The Board of Directors is responsible for the other information. The other information comprises the information included on pages 5 to 6 and 55 to 59, but does not include the financial statements, and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of audit opinion or assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information. In doing so, we consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on our work, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Independence

We are independent of the Group in accordance with the independence requirements of the Auditor-General's Auditing Standards, which incorporate the independence requirements of Professional and Ethical Standards 1 (revised): *Code of Ethics for Assurance Practitioners* issued by the New Zealand Auditing and Assurance Standards Board.

Other than the audit, we have no relationship with or interests in the company.



Ian Proudfoot
KPMG
On behalf of the Auditor-General
Auckland, New Zealand



STATEMENT OF PERFORMANCE

FOR THE YEAR ENDED 30 JUNE 2017

	Statement of Corporate Intent - Target 2017	2017 Actual	2016 Actual
Financial Performance Targets (Consolidated)			
Return on equity (net profit after tax as a percentage of average shareholders' equity)	10.9%	(1.3%)	13.1%
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	\$36.5m	\$18.2m	\$38.6m
Earnings before interest and taxes (EBIT)	\$15.3m	(\$1.1m)	\$18.3m
Group net profit after tax (NPAT)	\$10.3m	(\$1.2m)	\$12.3m
Shareholders' equity	\$94.4m	\$87.8m	\$96.3m
Capital structure (shareholders' equity to total assets)	62%	52%	56%
Commercial value (enterprise value)	\$140m	\$140m	\$140m
Commercial value of the Crown's investment (enterprise value - net debt)	\$135m	\$138m	\$147m
Total shareholder return {[(commercial value end - commercial value beg + dividends)/ commercial value beg]}	8%	(1%)	7%
Dividend yield (dividends/avg commercial value)	8%	5%	4%
Dividend payout (dividend paid/{net cashflow from operating activities – depreciation and amortisation expense})	121%	(189%)	22%
ROE adjusted for IFRS fair value movements and asset revaluations (NPAT adjusted for IFRS fair value movements (net of tax)/average share capital + retained earnings)	10.6%	(1.2%)	12.8%
Return on capital employed (EBIT adjusted for IFRS fair value movements/average capital employed)	15%	(1%)	18%
Operating margin (EBITDAF/Revenue)	13%	9%	16%
Gearing ratio (net debt/{net debt + shareholders' funds})	5%	2%	(8%)
Interest cover (EBITDA/ net interest)	44.3	30.2	64.3
Solvency (current assets/current liabilities)	1.3	1.2	0.98
Revenue Performance Targets (Consolidated)			
Kordia Limited	\$93.6m	\$96.6m	\$89.8m
Kordia Solutions Pty Limited	\$188.5m	\$104.9m	\$151.4m
Corporate elimination	(\$0.6m)	(\$0.6m)	(\$0.5m)
Total revenue	\$281.5m	\$200.9m	\$240.7m
Revenue per FTE	\$371k	\$306k	\$350k

	Statement of Corporate Intent - Target 2017	2017 Actual	2016 Actual
Non - Financial Performance Targets (Consolidated)			
Staff engagement index ^a	62%	63%	64.3%
Group lost time injury frequency rate (LTIFR) ^b	<5	2.5	2.43
NZ Digital Television Transmission (DTT) network availability (main metro sites measured annually) ^c	99.9%	99.99%	99.9%
Number of significant RMA non-compliances ^d	Nil	Nil	Nil

Notes

- (a) The staff engagement index measures the engagement and attitude of our employees. Staff engagement is measured as we consider that the more engaged our staff the better the organisational results. From 2017 onwards, the staff survey has been benchmarked against global organisations. The Statement of Corporate Intent target and 2016 actuals have been restated in line with the new methodology.
- (b) The Lost Time Injury Frequency Rate (LTIFR) is an industry measure of the number of Lost Time Injuries over a period of 12 months per million hours worked. A Lost Time Injury (LTI) is a work-related injury or illness resulting in an employee or contractor being unable to attend work for a full working day after the day of the injury.
- (c) The measure of the availability of the DTT network is a measure of the reliability of the DTT network and the performance against customer service level agreements.
- (d) A measure of Kordia's compliance with its Resource Management Act consents. Significant means those incidents which are more than minor and for which it is appropriate to notify the consent authority (over and above standard notification of minor consent non compliances).



ADDITIONAL INFORMATION

PRINCIPAL ACTIVITIES

The Group's principal activity during the year was telecommunications services (transmission, linking of telecommunications and broadcasting signals as well as design, build, operations and maintenance of transmission networks).

GENERAL DISCLOSURES

The following disclosure of interests were made to the Board.

DIRECTORS' DISCLOSURES

General disclosures of interest given by the Company pursuant to Section 211 of the Companies Act 1993 as at 30 June 2017 are as follows. Individual shareholdings that are not considered material, and are not relevant to the operations of the Group have not been included.

J E QUIRK

Kordia Limited	Director
Kordia New Zealand Limited	Director
SMX Limited	Chair/Shareholder
Wherescape Software Limited	Chair
FrameCAD Holdings Limited	Chair
Quirk International Limited	Director/Shareholder
FarmIQ Systems Limited	Chair
Howard & Company Ventures Limited	Director/Shareholder
Clearpoint Limited	Advisor
Cumulo9 Limited	Director

S HASLEM

Rangatira Limited	Director
The Meteorological Service of New Zealand Limited	Director
Magritek Limited	Director
Magritek Holdings Limited	Director
Rainbows End Theme Park Limited	Director
New Zealand Experience Limited	Director
CentrePort Limited	Director
CentrePort Properties Limited	Director
CentrePort Property Management Limited	Director
Harbour Quays Property Limited	Director
The Akina Foundation	Trustee
Omphalos Limited	Director
Pukeko Pictures LP	Consultant

G F SUMNER

Advanced Braking Technology Limited	Managing Director
New Zealand Trade and Enterprise	Advisor
National Can Industries Pty Limited	Chair
Gilpin Travel Australia Limited	Director

S A BROADBENT

Counties Power Limited	Chief Executive
Breach Consulting Limited	Director/Shareholder
Spruce Goose Aerospace Limited	Director/Shareholder
Figured Limited	Shareholder
Electricity Networks Association	Director

P H ADAMS	
Carrus Corp Limited	Chair
Te Aho O Te Kura Ponamu	Trustee
The University of Waikato	Council Member
Accessible Properties NZ Limited	Chair
Waipuna Hospice Building Committee	Chair
Waipuna Hospice	Patron
Denarau Resort Management Limited	Director
Te Tuinga Whanau Support Services Trust	Patron
20 x privately owned land development companies	Managing Director
P M ENNIS	
Avid Technology Inc	Senior Vice President

USE OF COMPANY INFORMATION

No notices have been given to the Board under Section 145 of the Companies Act 1993 with regard to the use of company information received by Directors in their capacity as a Director.

DIRECTORS' INDEMNITY INSURANCE

The Company has arranged directors and officers liability insurance cover with QBE Insurance (International) Limited for \$20 million. The 2017 premium (net of GST) was \$20,475 (2016: \$20,475). This cover is effected for all directors and employees in the Group in respect of directors and officers liability and is in accordance with the Companies Act 1993 and the Company's constitution.

DIRECTORS' REMUNERATION AND BENEFITS

The following persons held the office of director of the Company during the year and received the total amount of remuneration and other benefits shown.

DIRECTOR	COMPANY
	\$
J E Quirk (Chair)	49,500
L M Witten	60,000
G F Sumner	21,000
S A Broadbent	36,000
P H Adams	36,000
P M Ennis	36,000
R H Farrant	18,000
S Haslem	6,000
	262,500



CONTINUED

ADDITIONAL INFORMATION

EMPLOYEE REMUNERATION

Employee remuneration includes salary, bonuses, payments for projects, motor vehicles, employer's contributions to superannuation and health schemes, severance and other sundry benefits received in their capacity as employees during the year ended 30 June 2017. Employee remuneration in overseas operations has been converted to New Zealand dollars using the year end exchange rate.

NZD	CONSOLIDATED	
	Current Employees	Former Employees
\$100,000 to \$110,000	79	6
\$110,001 to \$120,000	59	3
\$120,001 to \$130,000	45	2
\$130,001 to \$140,000	27	3
\$140,001 to \$150,000	27	1
\$150,001 to \$160,000	12	3
\$160,001 to \$170,000	20	1
\$170,001 to \$180,000	11	6
\$180,001 to \$190,000	7	1
\$190,001 to \$200,000	13	-
\$200,001 to \$210,000	3	-
\$210,001 to \$220,000	4	-
\$220,001 to \$230,000	3	-
\$230,001 to \$240,000	4	-
\$240,001 to \$250,000	2	1
\$260,001 to \$270,000	2	-
\$270,001 to \$280,000	1	-
\$280,001 to \$290,000	2	-
\$290,001 to \$300,000	1	2
\$300,001 to \$310,000	2	-
\$310,001 to \$320,000	1	-
\$320,001 to \$330,000	2	-
\$330,001 to \$340,000	2	1
\$340,001 to \$350,000	2	-
\$350,001 to \$360,000	-	1
\$370,001 to \$380,000	1	-
\$540,001 to \$550,000	1	-
\$590,001 to \$600,000	1	-
\$990,001 to \$1,000,000	1	-
	335	31

A PARADIGM SHIFT IN WEB APP SECURITY



Kordia is the exclusive Australian and New Zealand agent for award-winning, web-application shielding service, RedShield. This fully managed, web-shielding solution offers an innovative approach that allows organisations to keep their vulnerable web-facing apps, without exposing their business - or customers - to cyber threats.

RedShield is fast becoming a Kiwi success story and in 2017 the company won two awards at the NZ Hi-Tech Awards. RedShield was also named the Best Security Company at the 2016 iSANZ Awards.

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