



PTB GROUP LIMITED

ANNUAL REPORT

30 June 2017

ABN 99 098 390 991

Corporate Directory and Information

Directors

Craig Baker, Chairman
Stephen Smith, Managing Director and CEO
Steve Ferris, Non-executive Director
Andrew Kemp, Non-executive Director
Russell Cole, Non-executive Director

Company Secretary

Daniel Zgrajewski

Registered Office and Principal Administrative Office

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PINKENBA QLD 4008

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PINKENBA QLD 4008

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Share Registry

Link Market Services
Level 15, 324 Queen Street
BRISBANE QLD 4000

Telephone: 1300 554 474
Facsimile: +61 7 3228 4999

Bankers

Commonwealth Bank
Business and Private Banking
Level 21, 180 Ann Street
Brisbane QLD 4000

Solicitors

Talbot Sayer Lawyers
Level 11, Brisbane Club Tower
Post Office Square
241 Adelaide Street
Brisbane QLD 4000

Auditor

Hall Chadwick Qld Audit
Level 19, 144 Edward Street
Brisbane QLD 4000

Stock Exchange Listing

The Company is listed on the
Australian Securities Exchange
ASX Code: PTB

Internet address

www.pacificturbine.com.au



PTB GROUP LIMITED

ANNUAL REPORT

30 June 2017

Table of Contents

Corporate Directory and Information	Inside Cover
Chairman and Managing Director's Review	2
Directors' Report	6
Auditor's Independence Declaration	17
Corporate Governance Statement	18
Financial Statements and Notes	29
Directors' Declaration	84
Independent Auditor's Report	85
Shareholder Information	90
Company Statistics	91

This financial report covers PTB Group Limited, a consolidated entity consisting of PTB Group Limited and its controlled entities. The financial report is presented in the Australian currency.

PTB Group Limited is a public company limited by shares, incorporated and domiciled in Australia.

Chairman and Managing Director's Review

for the year ended 30 June 2017

Dear Shareholders,

It is with great pleasure we present to you the annual report for the 2017 Financial Year.

Highlights

- Net profit before tax of \$4.157m
- Net tangible assets per share of \$0.64
- Transition of Craig Baker to Non-Executive Chairman and Stephen Smith to Managing Director
- Continued growth of Pacific Turbine USA, appointment of President and establishment of Miami facility
- A fully franked dividend of 5c per share was paid in June 2017

FY17 was another positive year for PTB Group. The established businesses have continued to perform well and provide good returns. This has allowed management and the Board to focus on growth initiatives. Pacific Turbine USA has been the main growth initiative for FY17 and will continue to be a focus for FY18. In addition to this, the Pacific Turbine Leasing business will be a key driver of growth for FY18.

Pacific Turbine Brisbane

Pacific Turbine Brisbane continues to provide consistent returns with a net profit before tax (excluding FX) of \$2.492 million (2016: \$2.575 million). The returns for this business are driven by long-term engine maintenance contracts, continued efficiency gains and success in trading of aircraft engines and parts.

Pacific Turbine USA

Although still in its infancy, Pacific Turbine USA continues to gain traction in the US market, providing a net profit before tax of \$0.527 million (2016: \$0.083 million). The focus for the business has been on increasing the capacity to build, refurbish and repair engines. The business moved to the next stage in the fourth quarter of FY17 with the appointment of a US-based President (DJ Davant) and the establishment of a warehouse facility in Miami, Florida. We are pleased with the progress made during FY17 and remain confident of the growth that Pacific Turbine USA will provide.

Pacific Turbine Leasing (previously Emerald Assets)

Pacific Turbine Leasing contributed a net profit before tax (excluding FX) of \$0.712 million (2016: \$1.223 million). During the year, all Group rental and lease assets were transferred to the Pacific Turbine Leasing business unit. Management has been developing the framework for future growth in this area and we are excited about the opportunities that this is expected to provide across the group.

International Air Parts (IAP)

The IAP business returned a net profit before tax (excluding FX) of \$1.782 million (2016: \$1.597million). This was driven by improved margins and effective cost control.

Corporate Overheads

Corporate overheads costs were \$1.398 million (2016: \$1.285 million). This includes all head office and corporate costs, including group management, the board and the central finance function.

Note: 2016 comparative numbers for the businesses have been restated to reflect the transfer of all rental and leasing activities to Pacific Turbine Leasing.

Operational Results by Business

A summary of the divisional contributions for the year is as follows:

	2017	2016	2015
	\$'000	\$'000	\$'000
Pacific Turbine Brisbane	\$2,492	\$2,575	\$2,229
Pacific Turbine USA	\$527	\$83	\$0
Pacific Turbine Leasing	\$712	\$1,223	\$4,154
International Air Parts	\$1,782	\$1,597	(\$1,911)
Corporate Overheads	(\$1,398)	(\$1,285)	(\$863)
Profit/(Loss) excluding FX and Write-downs	\$4,115	\$4,193	\$3,609
Foreign Exchange (FX)	\$42	(\$525)	(\$629)
Write-downs	-	-	(\$290)
Profit/(Loss) before Income Tax Expense	\$4,157	\$3,668	\$2,690

Balance Sheet and Net Assets

The net asset position has increased from \$37.686 million as at 30 June 2016 to \$44.753 million at 30 June 2017. The Group is comfortable with level of debt relative to both asset value and income.

Cash Flows

Operating: Cash flows from operating activities were (\$3.210) million (June 2016: \$1.671 million). The negative cash flows from operating activities were expected due to the ramping up of operations for Pacific Turbine USA. This has been further impacted by increases in maintenance contract receivables in PTB and overall trade receivables across the Group.

Financing: An additional US\$3 million bank facility was put in place to help fund the Pacific Turbine USA expansion.

PTB Group Growth Outlook

PTB Group continues to achieve its stated outcomes and position the Group for continued growth across the businesses. With recurring revenue continuing to grow in conjunction with increases in trading revenue and the establishment of Pacific Turbine USA, the opportunities in front of the Group are significant.

The ongoing success is a credit to our people, who have continued to provide valuable service and continue to build a winning and supportive culture.

The focus for PTB Group Limited over the next 12 months will be:

- Continue to build capacity and revenues in the Pacific Turbine USA business
- Utilising existing relationships with our Japanese business partners to grow Pacific Turbine Leasing
- Continuing to grow (and renew) engine management programs for PTB, particularly by leveraging off growth in Pacific Turbine Leasing
- Continuing to maintain sales and manage costs in IAP

Chairman and Managing Director's Review

for the year ended 30 June 2017 (Continued)

Overview of Group Businesses

Pacific Turbine Brisbane

Pacific Turbine Brisbane is an aircraft engine business concentrating on the PT6 and TPE331 engines. The business sells engines, engine maintenance services and spare parts to a range of customers around the world. The business operates out of a purpose-built facility at Pinkenba, near the Brisbane Airport.

Pacific Turbine Brisbane's engine management programs (PTB-EMProgram) are the main driver of its success and consistent returns. Under these programs, Pacific Turbine Brisbane provides a comprehensive engine management service in return for consistent monthly payments. These plans provide Pacific Turbine Brisbane with consistent cash flows and a continuous flow of engine sales, parts sales and workshop jobs.

With the established production plan that contract customers provide, the business can extract maximum value from any opportunist bulk parts buys or engine opportunities that may arise.

The small PT6A engine is the cornerstone of the Pacific Turbine Brisbane engine business. The focus on the PT6A engine has allowed Pacific Turbine Brisbane to build specialist knowledge and significantly reduce the whole of life costs of operating and maintaining these engines.

The TPE331 engine is also a contributor to Brisbane's profitability but it is a mature engine with a slowly declining operator base. Pacific Turbine Brisbane has a number of TPE331 engine management contracts, which assist the business to maintain profitability in line with the declining operator base.

There continues to be organic growth opportunities for the PT6A Brisbane shop and the Group continues to invest in plant, people and processes that improve efficiencies and profitability. Our engine overhaul shops are primarily geared to produce engines for our contract customers.

Pacific Turbine USA

Pacific Turbine USA commenced trading in February 2016.

The business is based around a similar model to the Pacific Turbine Brisbane business but is focused on the North American market. This business has strategic supply agreements with a number of businesses in the USA that supply the engine repair and overhaul services required to support customers in North America.

The business established a home base in Miami, Florida in the fourth quarter of FY17. In line with this, a President and support staff have also been put in place. The new President, DJ Davant has extensive experience in the aviation industry and is a very good match for the growing business. PTB Management has worked with Mr Davant for many years.

The development of this business is a key strategy for the Group as it has the potential to provide a significant boost to the Group's overall results.

Pacific Turbine Leasing

Pacific Turbine Leasing is the Group business responsible for all rental and leasing activities for the Group. This includes a fleet of freight and passenger aircraft and a large number of lease and rental engines. Prior to FY17, these assets had been spread across the Group.

Growing the fleet of leased aircraft and engines is a key strategy for the group in FY18 and beyond. The business is actively seeking quality leasing opportunities to grow the fleet of leased assets and provide additional returns across the Group. The Group has relationships with a group of Japanese investors that are keen to share in these mutually beneficial opportunities.

Pacific Turbine Leasing fits in with other core business as it allows for cross selling of parts and maintenance of engines under engine management plans. Contracts in Pacific Turbine Leasing are typically long term in nature, with high retention rates, offering consistent earnings.

International Air Parts (IAP)

IAP is predominantly an aircraft spare parts business. The business operates out of a large warehouse in Warriewood, New South Wales.

The business sells a large variety of airframe parts, aircraft engines and engine repair and overhaul services from its own vast stockholding and a comprehensive supplier network.

The IAP business is split into two main divisions: Engines and Airframe Parts.

The Engines division manages repairs and overhauls of engines on behalf of its customers. It also manages the tear down of engines and sells a range of engine parts. The division is currently focused on the Rolls Royce Dart and Tay engines. The knowledge in the engine division enables team members to work across a number of turbine engine types and extract maximum returns from all opportunities.

The Airframe division has focused on Fokker, SAAB and British Aerospace airframes. It also has a major role in supporting the customers of Pacific Turbine Leasing. The airframe segment will continue to extract returns from the sell down of the existing stock, while maintaining an appropriate level of stock to support lease customers.



Craig Baker
Chairman



Stephen Smith
Managing Director

Directors' Report

for the year ended 30 June 2017

Your Directors present the financial report of PTB Group Limited and its controlled entities ("the Group") for the year ended 30 June 2017.

Directors

The following persons were Directors in office at any time during or since the end of the year:

Name	Position
H Parker	Director (non-executive), Chairman – resigned 30 June 2017
CL Baker	Managing Director (Group) until 30 April 2017. Non-executive Chairman effective from 1 July 2017
RS Ferris	Director (non-executive)
APS Kemp	Director (non-executive)
A Sormann	Director (non-executive) – resigned 13 October 2016
SG Smith	Director (executive). Managing Director effective from 1 May 2017
RQ Cole	Director (non-executive) – appointed 28 February 2017

Principal Activities

The principal activities of the Group during the financial year were the provision of the following services in relation to aviation assets:

- A specialist Pratt & Whitney PT6A and Honeywell TPE331 turbine engine repair and overhaul business based at Brisbane, Australia;
- Trading operations in Australia and internationally in aircraft airframes, turbine engines, and related parts;
- The provision of finance for aircraft and turbine engines sold to customers; and
- The lease, rental, or hire of aircraft and turbine engines to customers.

There have been no significant changes in the nature of these activities during the year not otherwise disclosed in this report.

Operating Results

The consolidated net profit after tax was \$2.948 million (2016: \$2.567 million profit).

Financial Position

The net assets of the Group are \$44.753 million as at 30 June 2017 (2016: \$37.686 million).

Dividends

A fully franked dividend of 5 cents per share was declared and paid for the 30 June 2017 financial year (2016: 5 cents per share).

Franking Credits

Franking credits available for subsequent financial years based on a tax rate of 30 per cent are \$8.204 million (2016: \$9.336 million).

Significant Changes in State of Affairs

There were no significant changes in the state of affairs of the Group not otherwise disclosed in this report.

After Balance Date Events

No matters or circumstances have arisen since the end of the financial year which have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future.

Future Developments, Prospects and Business Strategies

With all core businesses performing well, the Group is focused on growth opportunities.

The primary growth strategy is the development of the engine business in America through Pacific Turbine USA. The plan is to sell PT6 engines, parts and management programs similar to the PTB business.

Strategic relationships with established engine shops in the USA have allowed the new business to expand operations quickly with no fixed capital requirements and greatly reduced risk. The main requirement for this business has been working capital to pay for the overhaul and repair services and to purchase parts required to build engines.

The Group borrowed an additional US\$3 million from the CBA in FY17 to help fund this ramp up. The business is producing a stock of engines for sale/rental/lease and for use in the development of engine management programs.

The second key growth path for the business is aircraft leasing. The Group is seeking quality leasing opportunities to grow the fleet of leased assets and provide additional returns across the Group. The Group has relationships with a group of Japanese investors that are keen to share in these mutually beneficial opportunities.

Other than as detailed in the Chairman and Managing Director's Review, the Directors have excluded from

Directors' Report

for the year ended 30 June 2017 (Continued)

this report any further information on the likely developments in the operations of the Group and the expected results of those operations in future financial years, as the Directors have reasonable grounds to believe that it would be likely to result in unreasonable prejudice to the Group.

Environmental Issues

The Group operates from Brisbane and Sydney (including Bankstown Airport) in Australia. It is required to meet Brisbane Airport Corporation environment regulations and the Commonwealth's Airports (Environment Protection) Regulations 1997. The Group also has administration and warehouse facilities in a number of locations subject to relevant legislation. There have been no non-compliances to date while the Group has operated from these various locations.

Information on Current Directors

Craig Baker CA, BCA (Managing Director – Group until 30 April 2017. Appointed as Non-Executive Chairman effective from 1 July 2017)

Craig Baker was born in 1946 in New Zealand. He has had extensive experience in the aviation industry and is a qualified accountant having been involved in aviation businesses as a General Manager, Director and Finance Manager for over 35 years.

Craig was appointed as the Chairman of the Remuneration Committee and a member of the Audit and Risk Management Committee effective from 1 July 2017. He has held no Director positions with other listed companies in the last three years.

Royston Stephen (Steve) Ferris B.Sc (Non-Executive Director)

Steve Ferris was born in the UK in 1960. He graduated from Bristol University in 1981 with a Bachelor of Science. He incorporated the IAP Group in 1987 and has grown the company in a successful manner by utilising his vast knowledge of the aviation industry.

Steve is based in Sydney and is a consultant to PTB Group Limited. He has held no Director positions with other listed companies in the last three years.

Andrew Kemp B.Com, CA (Non-Executive Director)

Andrew graduated in Commerce from the University of Melbourne and is a Chartered Accountant. After working for KPMG and Littlewoods Chartered Accountants in Melbourne and Sydney, he joined AIFC, the merchant banking affiliate of the ANZ Banking Group, in Sydney in

1978. From 1979 until 1985, Andrew was Queensland Manager of AIFC.

Andrew joined the North Queensland based Coutts Group as General Manager early in 1985, and continued with this group until January 1987 when he formed Huntington Group. Since 1980, Andrew has been involved in a range of listings, acquisitions and divestments. He has structured and implemented the ASX listing of eleven companies. He has also advised clients on a wide range of investments and divestments over the last 25 years.

Andrew is currently a Director of Silver Chef Limited (from April 2005). He was a director of G8 Education Limited (March 2011 to March 2015) and Trojan Equity Limited (May 2005 to March 2013).

Andrew is a member of the audit and remuneration committees of the Company.

Russell Cole B.Com, FCA (Non-Executive Director)

Russell Cole was appointed as a Non-Executive Director on 28 February 2017.

Russell graduated from the University of Queensland with a Bachelor of Commerce and is a Chartered Accountant and Registered Company Auditor. He has over 25 years' experience in public practice as a Chartered Accountant specialising in the corporate sector with significant experience in audit, risk management and corporate governance. He has spent 15 years as an audit & assurance partner of national accounting firms with a particular focus on emerging listed companies.

Russell is the Chairman of the Audit and Risk Management Committee and was appointed as a member of the Remuneration Committee effective from 1 July 2017. He has held no Director positions with other listed companies in the last three years.

Stephen Garry Smith (Executive Director – appointed as Managing Director effective from 1 May 2017)

Stephen was a founding shareholder and Director of PTB Group Limited and has fulfilled a number of key roles within the Group including Commercial Sales Manager and Director of Sales and Marketing. Through these roles, Stephen has been a key contributor to the strategic direction and growth of the Group. Prior to his involvement with the Group, Stephen had significant experience in the aviation industry as both a helicopter and fixed wing operator.

Directors' Report

for the year ended 30 June 2017 (Continued)

Stephen has held no Director positions with other listed companies in the last three years.

Company Secretary

Daniel Zgrajewski was appointed as the Chief Financial Officer and Company Secretary effective from 27 November 2013. Daniel holds a Bachelor of Business from Queensland University of Technology and is a Certified Practising Accountant.

Daniel has over 20 years of experience in finance and has worked in a number of roles in commercialised segments of Brisbane City Council. These roles included Commercial Accountant for Brisbane CityWorks and Principal Financial Accountant for Brisbane Water.

Remuneration Report (Audited)

The remuneration report is set out under the following main headings:

- A Key management personnel
- B Principles used to determine the nature and amount of remuneration
- C Details of remuneration
- D Service contracts
- E Share-based payment compensation
- F Additional information

The information provided in this remuneration report has been audited as required by section 308(3C) of the *Corporations Act 2001*.

A. Key management personnel

The directors and other key management personnel of the consolidated entity during or since the end of the financial year were:

Non-executive directors

Mr H Parker	Chairman, Non-Executive Director, resigned 30 June 2017
Mr APS Kemp	Non-executive director
Mr RS Ferris	Non-Executive Director
Mr A Sormann	Non-Executive Director, resigned 13 October 2016
Mr RQ Cole	Non-Executive Director, appointed 28 February 2017
Mr CL Baker	Chairman, Non-Executive Director, appointed 1 July 2017

Executive officers

Mr C L Baker	Executive Director until 30 June 2017
Mr SG Smith	Executive Director
Mr D Zgrajewski	Company Secretary and CFO

Except as noted, the named persons held their current position for the whole of the financial year and since the end of the financial year.

B. Principles used to determine the nature and amount of remuneration

Non-executive Directors

Non-executive Directors are to be paid out of Group funds as remuneration for their services, such sum as accrues on a daily basis as the Group determines to be divided among them as agreed, or failing agreement, equally. The maximum aggregate amount which has been approved by shareholders for payment to non-executive Directors is \$100,000 per annum.

Directors' remuneration for their services as Directors is by a fixed sum and not a commission or a percentage of profits or operating revenue. It may not be increased except at a general meeting in which particulars of the proposed increase have been provided in the notice convening the meeting of shareholders. There is provision for Directors who devote special attention to the business of the Group or who perform services which are regarded as being outside the scope of their ordinary duties as Directors, or who at the request of the Board engage in any journey on Group business, to be paid extra remuneration determined by the Board.

Directors are also entitled to their reasonable travel, accommodation and other expenses incurred in attending Group or Board meetings, or meetings of any committee engaged in the Group's business. Any Director may be paid a retirement benefit as determined by the Board, consistent with the *Corporations Act 2001* and the ASX Listing Rules.

Executive and Key Management Pay

The remuneration committee is responsible for advising the Board on remuneration and issues relevant to remuneration policies and practices including those of senior management and executive Directors. The committee has responsibility for reviewing and evaluating market practices and trends in relation to remuneration, recommending remuneration policies, overseeing the performance and making recommendations on remuneration of members of senior management and executive Directors.

Directors' Report

for the year ended 30 June 2017 (Continued)

Remuneration in each case is taken as including not only monetary payments (salaries), but all other non-monetary emoluments and benefits, retirement benefits, superannuation and incentive programs.

In each case the committee refers to the general market and industry practice (as far as directly relevant benchmarks can be identified for comparative purposes) and the need to attract and retain high caliber personnel.

Compensation in the form of cash bonuses for executives and key management personnel is designed to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive and key management reward with achievement of strategic objectives and creation of value for shareholders in terms of return on equity, and conforms to market practice for delivery of reward. The Board ensures that executive and key management reward satisfies the following key criteria for good reward governance practices:

- Competitiveness and reasonableness;
- Acceptability to shareholders;
- Performance alignment of compensation;
- Transparency; and
- Capital management.

Executive Directors

The Executive Directors' pay and reward framework has the following components:

- Base pay and benefits, including superannuation; and
- Short-term performance incentives.

Base pay: Structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-financial benefits at the Executive Director's discretion. Base pay is reviewed annually and benchmarked against inflation.

Superannuation: Executive Directors' base pay includes statutory and salary sacrificed superannuation contributions.

Short-term performance incentives: Cash bonus incentives are based on pre-determined after tax return on equity and operational targets based on the criteria detailed above, as set by the remuneration committee. The bonuses are paid in October each year. The pre-determined targets ensure that variable reward is only

available when value has been created for shareholders, and when profit and operational objectives are consistent with the business plan. Each Executive Director has a target short-term incentive opportunity depending on the accountabilities of the role and impact on the organisation or business unit performance. The maximum target bonus opportunity is 33 per cent of base pay.

As advised in the following "Section C. Details of Remuneration", no short-term incentives were paid to Executive Directors during the financial year (2016: Nil).

Other Executives and Key Management Personnel

Other Executives and key management personnel's pay and reward framework includes base pay and short-term incentives. There are no fixed performance criteria for the cash bonuses. After the end of the financial year the remuneration committee assesses the performance of individuals and, where appropriate, approves discretionary cash bonuses to be paid to the individuals. Cash bonuses are paid following approval by the remuneration committee.

Long-term incentives to Executives and Employees

In order to provide a long-term incentive to the executives and employees of the Group, an Employee Share Option Scheme ("the Scheme") is in place. The incentive provided by the scheme will be of material benefit to the Group in encouraging the commitment and continuity of service of the recipients. By providing executives and employees with a personal financial interest in the Group, the Group will be able to attract and retain Executive Directors, key Executives and employees in a highly competitive market. This is expected to result in future benefits accruing to the shareholders of the Group.

The establishment of the Scheme was approved by shareholders on 3 June 2005. All staff are eligible to participate in the scheme, including Executive Directors (since they take part in the management of the Group).

As advised in the following "Section E Share-Based Payment Compensation" no options were issued under the scheme during the year (2016: Nil).

Company Performance, Shareholder Wealth and Directors' and Executive Remuneration

The base salaries for the executives are substantially in accordance with the market for executives of similar levels.

Directors' Report

for the year ended 30 June 2017 (Continued)

C. Details of Remuneration

The remuneration for each Director and other key management personnel of the Company and the Group was as follows:

	Short - term benefits			Post - employment	Other	Share-based payment	Total
	Cash salary and fees	Cash bonus	Non-monetary benefits	Super-annuation	Long-term benefits*	Termination Benefits	Options
	\$	\$	\$	\$	\$	\$	\$
2017 Year Directors							
H Parker (Non-Executive Director)	33,000	-	-	-	-	-	33,000
CL Baker (Managing Director – Group until 30 April 2017)	274,359	-	-	28,181	2,264	-	304,804
SG Smith (Executive Director. Managing Director – Group from 1 May 2017)	376,142	-	-	-	-	-	376,142
RS Ferris (Non-Executive Director)	65,475	-	-	-	-	-	65,475
APS Kemp (Non-Executive Director)	21,800	-	-	-	-	-	21,800
A Sormann (Non-Executive Director – 01/07/16 to 13/10/16)	6,226	-	-	-	-	-	6,226
RQ Cole (Non-Executive Director – 28/02/17 to 30/06/17)	10,000	-	-	-	-	-	10,000
Total Directors	787,002	-	-	28,181	2,264	-	817,447
Other Key Management Personnel							
D Zgrajewski (Company Secretary and CFO)	188,929	3,000	-	25,233	-	-	217,162
Total Other Key Management Personnel	188,929	3,000	-	25,233	-	-	217,162

* Comprising accrued long service leave

Directors' Report

for the year ended 30 June 2017 (Continued)

C. Details of Remuneration (continued)

	Short - term benefits		Post - employment	Other		Share-based payment	Total	
	Cash salary and fees	Cash bonus	Non-monetary benefits	Super-annuation	Long-term benefits*	Termination Benefits	Options	
	\$	\$	\$	\$	\$	\$	\$	
2016 Year Directors								
H Parker (Non-Executive Director)	33,000	-	-	-	-	-	-	33,000
CL Baker (Managing Director - Group)	292,358	-	-	30,751	2,789	-	-	325,898
SG Smith (Executive Director - 23/05/16 to 30/06/16)	38,648	-	-	-	-	-	-	38,648
RS Ferris (Executive Director)	163,987	-	-	15,633	(11,376)	-	-	168,244
APS Kemp (Non-Executive Director)	21,800	-	-	-	-	-	-	21,800
A Sormann (Non-executive Director - 2/12/15 to 30/06/16)	12,347	-	-	-	-	-	-	12,347
NFJ Bolton (Non-Executive Director - 1/07/15 to 18/11/15)	8,385	-	-	-	-	-	-	8,385
Total Directors	570,525	-	-	46,384	(8,587)	-	-	608,322
Other Key Management Personnel								
D Zgrajewski (Company Secretary and CFO)	183,835	3,000	-	23,672	-	-	-	210,507
Total Other Key Management Personnel	183,835	3,000	-	23,672	-	-	-	210,507

* Comprising accrued long service leave

Directors' Report

for the year ended 30 June 2017 (Continued)

There were no other executives in the current or prior year.

D. Service Contracts

Major provisions of service agreements with Executive Directors and other key management personnel as at 30 June 2017 are set out below:

S G Smith (Managing Director – Group from 1 May 2017)

- *Commencement date of consultancy agreement – 1 May 2017;*
- *Service fee – \$440,000 p.a.; and*
- *Notice period – Termination by three months' notice in writing by either party other than for gross misconduct.*

D Zgrajewski (Company Secretary and Chief Financial Officer)

- *Term of agreement – Three years commencing 22 November 2016;*
- *Base annual salary – \$195,225 excluding superannuation; and*
- *Notice period – Termination by three months' notice in writing by either party other than for gross misconduct.*

No other key management personnel are subject to service agreements.

E. Share-based Payment Compensation

No remuneration options were granted to key management personnel, exercised or lapsed during this or the prior financial year.

Directors' Report

for the year ended 30 June 2017 (Continued)

F. Additional Information

The number of shares in the Group held during the financial year by each Director of PTB Group Limited and other key management personnel of the Group, including their personally related parties, are set out below. There were no shares granted during the current or previous year as compensation.

	Balance at the start of the year	Issued as purchase consideration	Received during the year on the exercise of options	Other changes (on-market purchases & DRP)	Balance at date of appointment / resignation	Balance at the end of the year
	Number	Number	Number	Number	Number	Number

2017 Directors

H Parker	466,001	-	-	51,779	-	517,780
CL Baker	3,227,074	-	-	358,565	-	3,585,639
RS Ferris	9,221,049	-	-	(4,086,550)	-	5,134,499
SG Smith	2,392,834	-	-	3,167,204	-	5,560,038
APS Kemp	943,257	-	-	273,401	-	1,216,658
A Sormann	9,502,664	-	-	-	9,502,664	N/A
RQ Cole	-	-	-	63,843	-	63,843

Other Key management personnel of the Group

D Zgrajewski	57,033	-	-	6,337	-	63,370
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2016 Directors

H Parker	409,171	-	-	56,830	-	466,001
CL Baker	2,833,527	-	-	393,547	-	3,227,074
RS Ferris	9,221,049	-	-	-	-	9,221,049
SG Smith	-	-	-	183,517	2,209,317	2,392,834
APS Kemp	828,222	-	-	115,035	-	943,257
NFJ Bolton	8,343,802	-	-	-	8,343,802	N/A
A Sormann	-	-	-	1,158,862	8,343,802	9,502,664

Other Key management personnel of the Group

D Zgrajewski	50,077	-	-	6,956	-	57,033
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Loans to key management personnel

On 21 June 2017, the Group provided a limited recourse loan of \$1.65 million to SG Smith at an interest rate of 5% per annum to pay for the subscription price of 3 million fully paid ordinary shares. These shares were issued to him in accordance with the shareholder approval on 9 June 2017 and the terms of his engagement as the Group's Managing Director. The maximum term of this loan is 5 years and interest will be capitalised throughout the term of the loan. The interest capitalised during the year was \$2,034. A voluntary escrow applies to these shares until money owing under the loan is repaid. Any dividends paid in relation to these shares are paid against any remaining loan balance. There were no other loans to Directors of PTB Group Limited or other key management personnel of the Group during the previous reporting period.

Directors' Report

for the year ended 30 June 2017 (Continued)

Other transactions with key management personnel (KMP) and/or their related parties

All transactions were under normal commercial terms and conditions, unless otherwise stated. No bad or doubtful debt expenses have been, or are likely to occur, from transactions with related parties.

A Director, Mr. RS Ferris beneficially owns 100% of the shares and is a director of: IAP Engineering Pty Ltd (Engineering), Pionair Australia Pty Ltd (Pionair) and SF Aviation Pty Ltd (SF Aviation). He is also a shareholder of Horizon Airlines Engineering Pty Ltd (Horizon).

During the year, IAP and PTB processed sales to Engineering, Horizon, Pionair and SF Aviation on normal commercial terms.

During the year, IAP processed purchases from Engineering and Horizon on normal commercial terms.

Aggregate amounts of each of the above types of other transactions with key management personnel of the Group are as follows:

	2017	2016
	\$	\$
Amounts invoiced by IAP and PTB to:		
Engineering - Rental for hangar, airport parking fees and other costs (IAP)	82,692	47,393
Horizon - Sale of aircraft and engine parts (IAP and PTB)	114,398	21,388
Pionair - Sale of aircraft parts (IAP)	3,797	-
SF Aviation - workshop services (PTB)	29,805	-
Amounts invoiced to IAP by:		
Engineering - Consultancy services rendered by Mr. Ferris	65,475	33,465
Horizon - Purchase of parts	438	-

Aggregate amounts receivable/payable arising from the above types of transactions with key management personnel of the Group:

- current receivables	36,489	-
- non-current receivables (Loan to SG Smith)	1,652,034	-

There were no other transactions conducted between the Group and KMP or their related parties, other than those disclosed above relating to equity, compensation and loans, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those expected under arm's length dealings with unrelated persons.

Directors' Report

for the year ended 30 June 2017 (Continued)

Details of remuneration: cash bonuses and options

Any grant of options and cash bonuses are discretionary. No options or bonuses were granted during the year.

Share-based compensation: options

There were no options granted during the year. As at 30 June 2017 there are no options on issue.

Share Options

Shares Issued on Exercise of Options

There were no options outstanding as at the commencement of the financial year and no options were issued during the year ending 30 June 2017. No options were issued subsequent to year end.

Shares Under Option

At the date of this report, PTB Group Limited has no unissued ordinary shares under option.

Loans to Directors and Executives

On 21 June 2017, the Group provided a limited recourse loan of \$1.65 million to SG Smith at an interest rate of 5% per annum to pay for the subscription price of 3 million fully paid ordinary shares.

These shares were issued to him in accordance with the shareholder approval on 9 June 2017 and the terms of his engagement as the Group's Managing Director. The maximum term of this loan is 5 years and interest will be capitalised throughout the term of the loan. The interest capitalised during the year was \$2,034.

A voluntary escrow applies to these shares until money owing under the loan is repaid. Any dividends paid in relation to these shares are paid against any remaining loan balance.

There were no other loans to Directors of PTB Group Limited or other key management personnel of the Group during the previous reporting period.

Meetings of Directors

Attendances by each Director during the financial year were as follows:

	Number of Meetings Held While a Director	Number of Meetings Attended
Full Board		
H Parker	15	13
CL Baker	15	14
APS Kemp	15	14
RS Ferris	15	13
A Sormann	5	4
SG Smith	15	14
RQ Cole	4	4
Remuneration Committee		
H Parker	2	2
APS Kemp	2	2
Audit and Risk Management Committee		
H Parker	5	4
A P S Kemp	5	5
RQ Cole	2	2

Indemnification and Insurance of Directors, Officers and Auditors

During or since the end of the financial year, the Group has not given any indemnity or entered into any agreement to indemnify, or paid or agreed to pay insurance premiums in relation to an officer or auditor, except as detailed below.

The Group has Directors and Officers insurance in place for all Directors and officers of the Group.

This insurance insures any person who is or has been an officer of the Group against certain liabilities in respect of their duties as an officer of the Group, and any other payments arising from or in connection with such proceedings, other than where such liabilities arise from conduct involving a willful breach of duty.

The policy prohibits disclosure of details of the cover and the amount of the premium paid.

Proceedings on Behalf of the Company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party,

Directors' Report

for the year ended 30 June 2017 (Continued)

for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the Corporations Act 2001.

Non-Audit Services

The Group may decide to employ the auditor on assignments additional to statutory audit duties where the auditor's expertise and experience with the Group are important.

The Board of Directors has considered the position and, in accordance with the advice received from the audit committee is satisfied that the provision of non-audit services, if any, during the year is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

During the year no non-audit service fees were paid or payable for services provided by the auditor of the Group (2016: Nil).

The lead auditor's independence declaration is set out on page 17 and forms part of the Directors' Report for the year ended 30 June 2017.

Hall Chadwick Qld Audit continues in office in accordance with Section 327 of the Corporations Act 2001.

Rounding of Amounts

The Company is of a kind referred to in legislative instrument 2016/191, relating to the "rounding off" of amounts in the Directors' report. Amounts in the Directors' report have been rounded off in accordance with that legislative instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

This report is made in accordance with a resolution of the Directors.



CL Baker
Chairman

Brisbane
25 August 2017

HALL CHADWICK QLD AUDIT 
CHARTERED ACCOUNTANTS & BUSINESS ADVISERS

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Brisbane Queensland 4000
GPO Box 389
Brisbane Queensland 4001
07 3221 2416 **Telephone**
07 3221 8341 **Facsimile**
hallchadwickassociation.com.au

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the directors of PTB Group Limited

I declare that, to the best of my knowledge and belief during the year ended 30 June 2017 there have been no contraventions of:

- (i) the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Geoffrey Stephens
Director



HALL CHADWICK QLD AUDIT

Dated this 25th day of August 2017

Corporate Governance describes the framework of rules, relationships, systems and processes within and by which authority is exercised and controlled within corporations. It encompasses the mechanisms by which companies, and those in control, are held to account. Good corporate governance promotes investor confidence which is crucial to the ability of the group to compete for capital.

The ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 3rd Edition recommends eight core corporate governance principles for entities listed on the ASX that, in the Council's view are likely to achieve good governance outcomes and meet the reasonable expectations of most investors in most situations. The Recommendations are not mandatory and do not seek to prescribe the corporate governance practices that a listed entity must adopt.

Under Listing Rule 4.10.3 PTB is required to provide a statement disclosing the extent to which it has followed the Recommendations. Where a Recommendation has not been followed, this fact must be disclosed together with the reasons for the departure.

This PTB Group Corporate Governance Statement is structured with reference to the Council's Principles and Recommendations.

Principle 1: Lay solid foundations for management and oversight.

A listed entity should establish and disclose the respective roles and responsibilities of its board and management and how their performance is monitored and evaluated.

Recommendation 1.1

Complies:
YES

A listed entity should disclose:

- (a) the respective roles and responsibilities of its board and management; and
- (b) those matters expressly reserved to the board and those delegated to management.

Recommendation 1.2

Complies:
YES

A listed entity should:

- (a) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and
- (b) provide security holders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.

Recommendation 1.3

Complies:
YES

A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.

Recommendation 1.4

Complies:
YES

The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.

Recommendation 1.5

Complies:
NO

A listed entity should:

- (a) have a diversity policy which includes requirements for the board or a relevant committee of the board to set measurable objectives for achieving gender diversity and to assess annually both the objectives and the entity's progress in achieving them;
- (b) disclose that policy or a summary of it; and
- (c) disclose as at the end of each reporting period the measurable objectives for achieving gender diversity set by the board or a relevant committee of the board in accordance with the entity's diversity policy and its progress towards achieving them, and either:
 - (1) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or
 - (2) if the entity is a "relevant employer" under the Workplace Gender Equality Act, the entity's most recent "Gender Equality Indicators", as defined in and published under that Act.

Recommendation 1.6

Complies:
YES

A listed entity should:

- (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and
- (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

risk management and internal compliance and control, codes of ethics and conduct, and legal and statutory compliance;

- (e) Monitoring senior management's performance and implementation of strategy;
- (f) Approving and monitoring the progress of major capital expenditure, capital management, and acquisitions and divestures; and
- (g) Approving and monitoring financial and other reporting and the operation of committees.

Recommendation 1.7

Complies:
YES

A listed entity should:

- (a) have and disclose a process for periodically evaluating the performance of its senior executives; and
- (b) disclose, in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.

Responsibilities of the Managing Director and Senior Management

The Managing Director and other senior executives are responsible for:

- a) Developing corporate strategy, performance targets, budgets, and business and operational plans for review and ratification by the Board;
- b) Developing, implementing, and maintaining appropriate policies, procedures, and practices for the management and control of the business; and
- c) Execution of the overall corporate strategy and business plans, and the day to day management of operations.

Responsibility of the Board

Responsibility for the Company's corporate governance rests with the Board. The Board's guiding principle in meeting this responsibility is to act honestly, conscientiously and fairly, in accordance with the law, in the interests of PTB Group's shareholders (with a view to building sustainable value for them) and those of employees and other stakeholders.

The Board's broad function is to:

- a) Chart strategy and set financial targets for the Company;
- b) Monitor the implementation and execution of strategy and performance against financial targets; and
- c) Appoint and oversee the performance of executive management and generally to take and fulfil an effective leadership role in relation to the Group.

Power and authority in certain areas is specifically reserved to the Board – consistent with its function as outlined above. These areas include:

- (a) Composition of the Board itself including the appointment and removal of Directors;
- (b) Oversight of the Company including its strategy, operational performance, controls and accountability systems;
- (c) Appointment and removal of senior executives and the Company Secretary;
- (d) Reviewing, ratifying, and monitoring systems of

Board Charter and Policy

The Board has adopted a charter which will be kept under review and amended from time to time as the Board may consider appropriate to give formal recognition to the matters outlined above. The last amendment was in June 2015. This charter sets out various other matters that are important for effective corporate governance including the following:

- a) A detailed definition of 'independence';
- b) A framework for the identification of candidates for appointment to the Board and their selection;
- c) A framework for individual performance review and evaluation;
- d) Proper training to be made available to Directors both at the time of their appointment and on an on-going basis;
- e) Basic procedures for meetings of the Board and its committees: frequency, agenda, minutes and private discussion of management issues among non-executive Directors;
- f) Ethical standards and values: formalised in a detailed code of ethics and values;

- g) Dealings in securities: as per the Group's Securities Trading Policy last updated on 22 December 2010 that is lodged with the ASX; and
- h) Communications with shareholders and the market.

Appointment of Board Members

When a vacancy exists, through whatever cause, or where the Board considers that it would benefit from the services of a new member with particular skills, the Board considers a panel of candidates identified and selected by the Board having regard to:

- a) what may be appropriate for the Company and the Group;
- b) the skills, expertise and experience of the candidates;
- c) the mix of those skills, expertise and experience with those of the existing Directors; and
- d) the perceived compatibility of the candidates with the Group and with the existing Directors

Potential candidates to be appointed as Directors are considered by the Board with advice from an external consultant as considered by the Board to be appropriate. The Board then appoints the most suitable candidates who (assuming that they consent to act as Directors) continue in office only until the next AGM and are then eligible for re-election but are not taken into account in determining the number of Directors to retire by rotation at the AGM. Security holders are provided with all material information in the Group's possession relevant to a decision on whether or not to elect or re-elect a director.

The terms and conditions of the appointment of all new members of the Board must be specified in a letter of appointment.

Service Agreements with Senior Management and Company Secretary

The terms of appointment of senior management are documented in a service agreement. Key details of service agreements with key management personnel are detailed in the remuneration report forming part of the Directors' report in the annual report.

The terms of appointment of the company secretary are documented in a service agreement including that the company secretary is accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.

Diversity Policy

The Board aims to create a corporate culture that embraces diversity by applying transparent merit based principles to recruitment, training and promotion opportunities.

It supports employment flexibility and employee career development and recognises the importance of creating an environment that is conducive to the appointment of suitably qualified employees, management and Board candidates who will maximise the achievement of the corporate goals.

Best practice recommendations issued by ASX recommend a separate disclosure of measurable objectives for measuring gender diversity and the proportion of women employees in the whole organisation, in senior positions and on the Board.

The Board is of the view that given the size of the Group and of the Board, it is considered that setting diversity targets and measurement systems are not appropriate and hence PTB Group does not fully comply with this guideline.

Board and Committee Evaluation Process

The performance of the Board, its committees, and individual Directors is evaluated annually by the Chairman in accordance with the Group's Corporate Governance Charter. This review includes the mix and experience and skills represented, the effectiveness of Board processes, and the performance and contribution of individual members in terms of the execution of the required Board functions as described above, for the relevant year. Members of the Board whose performance is unsatisfactory are asked to retire. The Charter is available on the Company's website. It is considered that an informal annual evaluation of the performance of the Board, its committees and the Directors by the Chairman is appropriate given the size and complexity of the business.

Senior Management Evaluation Process

The process for evaluating the performance of senior management includes a process of annual appraisals measuring performance against goals and key performance indicators including contributions to the overall outcomes of the business.

Performance evaluations have taken place in accordance with the process disclosed.

Principle 2: Structure the board to add value.

A listed entity should have a board of an appropriate size, composition, skills and commitment to enable it to discharge its duties effectively.

Recommendation 2.1

Complies:
YES

The board of a listed entity should:

- (a) have a nomination committee which:
 - (1) has at least three members, a majority of whom are independent directors; and
 - (2) is chaired by an independent director, and disclose:
 - (3) the charter of the committee;
 - (4) the members of the committee; and
 - (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
- (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively.

Recommendation 2.2

Complies:
YES

A listed entity should have and disclose a board skills matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.

Recommendation 2.3

Complies:
YES

A listed entity should disclose:

- (a) the names of the directors considered by the board to be independent directors
- (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and
- (c) the length of service of each director.

Recommendation 2.4

Complies:
NO

A majority of the board of a listed entity should be independent directors.

Recommendation 2.5

Complies:
NO

The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.

Recommendation 2.6

Complies:
YES

A listed entity should have a program for inducting new directors and provide appropriate professional development opportunities for directors to develop and maintain the skills and knowledge needed to perform their role as directors effectively.

Nominations Committee

Best practice recommendations issued by ASX recommend a separate Nominations Committee to assist the Board and report to it on selection and appointment issues and practices including those for senior management and non-executive Directors.

Given the size of the Group and of the Board the responsibility for this function rests with the Board.

Composition of the Board

The Board performs its role and function in accordance with the following principles:

- a) The Board should comprise at least three and no more than 10 Directors;
- b) The Board must comprise of members with a broad range of experience, expertise, skills and contacts relevant to the Group and its business;
- c) At least half of the Board should be non-executive Directors independent from management; and
- d) The Chairman of the Board should be one of the independent non-executive Directors.

The Board is of the view that the current composition of the Board is adequate to ensure the best interests of shareholders given the size and nature of the Group's operations. In addition, the Chairman has the deciding vote at any meetings where a vote is initially tied.

Independence of Board Members

The Board has adopted the following definition of an Independent Director:

An independent Director is a Director who is not a member of management (a non executive Director) and who:

- a) is not a substantial shareholder of the Group or an officer of, or otherwise associated, directly or indirectly, with a substantial shareholder of the Group;
- b) has not, within the last three years, been employed in an executive capacity by the Company or another Group member, or been a Director after ceasing to hold any such employment;
- c) is not a principal of a professional advisor to the Company or another Group member, or an employee materially associated with the service provided, except in circumstances where the advisor might be considered to be independent notwithstanding their position as a professional advisor due to the fact that fees payable by the Company to the advisor's firm represent an insignificant component of its overall revenue;
- d) is not a significant supplier or customer of the Company or another Group member, or an officer of or otherwise associated, directly or indirectly, with a significant supplier or customer;

e) has no significant contractual relationship with the Company or another Group member other than as a Director;

f) is free from any interest and any business or other relationship, which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Group; and

g) has not served on the Board for a period which could, or could reasonably be perceived to, materially interfere with the Director's ability to act in the best interests of the Group.

The Board regularly assesses the independence of each Director in the light of the interests disclosed by them. The independence of Directors is disclosed in the annual report. Where the independence of a Director is lost, this will be immediately disclosed to the market.

The Board composition does not comply with recommendation 2.4 and 2.5 of the ASX Corporate Governance Guidelines as the majority of Directors are not independent Directors and the Chairman is not an independent Director as discussed below.

At 30 June 2017, the Board comprised six members including H Parker (appointed 10/10/2001), an independent non-executive Chairman, APS Kemp (appointed 25/08/2006), an independent non-executive Director, RQ Cole (appointed 28/02/2017), an independent non-executive Director, RS Ferris (appointed 21/09/2006), a non-executive Director and C Baker (appointed 9/10/2001) and SG Smith (appointed 23/05/16) who are executive Directors.

As from 1 July 2017 the board composition changed to comprise five members including C Baker (appointed 9/10/2001), a non-executive Chairman, APS Kemp (appointed 25/08/2006), an independent non-executive Director, RS Ferris (appointed 21/09/2006), a non-executive Director, RQ Cole (appointed 28/02/2017), an independent non-executive Director, and SG Smith (appointed 23/05/16) an executive Director. The board therefore now comprises only two out of five directors who meet the definition of independent directors. There are however four non-executive directors. The chairman is non-executive but does not meet the definition of independent director. The board considered these matters in making the board changes to take effect from 1 July 2017 and concluded that the benefits of retaining the services of C Baker as non-executive Chairman and the mix of skills within the board far outweighed the benefits of simply complying with the guidelines. This position will continue to be monitored over time.

The Board has adopted the following measures to ensure that independent judgement is achieved and maintained in respect of its decision-making processes:

- Two members of the Board are independent non-executive Directors with significant experience in corporate governance;
- The majority of the Board are non-executive Directors;
- The Chairman is a non-executive Director;
- Directors are entitled to seek independent professional advice at the Group's expense, subject to the approval of the Chairman;
- Directors having a conflict of interest in relation to a particular item of business must absent themselves from the Board meeting before commencement of discussion on the topic; and
- Non-executive Directors confer on a needs basis without management in attendance.

The size and complexity of the business does not warrant additional Directors at the present time.

Board Skills Matrix

A Board skills matrix has been adopted by the board of PTB Group Limited (PTB) to ensure the board maintains an appropriate mix of skills, knowledge, experience, personal attributes and other criteria appropriate for the governance of the Group.

The PTB Board is a skills-based board comprising directors who collectively have the skills, knowledge and experience to effectively govern and direct the organisation including governance skills, industry skills and personal attributes.

The Board skills matrix is reviewed and assessed annually as part of the board evaluation process. Individual board member skills are updated annually as part of the director evaluation process.

A summary of skills, experience and special responsibilities of each director is disclosed in the Directors' Report included in the annual report.

Induction of New Directors, Training and Advice

Directors are provided with relevant information in relation to the Company and the Group before accepting appointment, and also with a relevant induction package on accepting appointment, in each case appropriate for them to discharge their responsibilities in office.

Directors are provided with access to continuing education in relation to the Group extending to its business, the industry in which it operates, and generally information required by them to discharge the responsibilities of their office.

Each Director has the right to seek independent legal or other professional advice at the Group's expense. Prior approval from the Chairman is required but may not be unreasonably withheld or delayed.

Principle 3: Act ethically and responsibly

A listed entity should act ethically and responsibly.

Recommendation 3.1

Complies:
YES

A listed entity should:

- (a) have a code of conduct for its directors, senior executives and employees; and
- (b) disclose that code or a summary of it.

Best practice commitment

The Group is committed to achieving and maintaining the highest standards of conduct and has undertaken various initiatives that are designed to achieve this objective. The PTB Group's Corporate Governance Charter is intended to 'institutionalise' good corporate governance and, generally, to build a culture of best practice both in the Group's own internal practices and in its dealings with others. The Charter is available on the Company's website.

The following are a tangible demonstration of the Group's corporate governance commitment:

Independent professional advice

With the prior approval of the Chairman, which may not be unreasonably withheld or delayed, each Director has the right to seek independent legal and other professional advice concerning any aspect of the Group's operations or undertakings in order to fulfil their duties and responsibilities as Directors. Any costs incurred are borne by the Group.

Code of conduct for transactions in securities

The Group has developed and adopted a Securities Trading Policy (lodged with the ASX) to regulate dealings in securities by Directors, senior management, employees and their associates. This is designed to ensure fair and transparent trading in accordance with both the law and best practice.

Charter

The Board has adopted a Code of Ethics in its Corporate Governance Charter that sets out the principles and standards with which all Group officers and employees are expected to comply in the performance of their

respective functions. Officers and employees are expected to:

- Comply with the law;
- Act honestly and with integrity;
- Reduce the opportunity for situations to arise which result in divided loyalties or conflicts of interest;
- Use PTB Group's assets responsibly and in the best interests of its shareholders; and
- Be responsible and accountable for their actions.

Senior management immediately investigates possible failures to comply with the principles of ethical and responsible conduct, employing the use of third party expertise where necessary. The appropriate level of disciplinary action is applied where departures from these principles are confirmed.

Principle 4: Safeguard integrity in corporate reporting

A listed entity should have formal and rigorous processes that independently verify and safeguard the integrity of its corporate reporting.

Recommendation 4.1

Complies:
YES

The board of a listed entity should:

- (a) have an audit committee which:
- (1) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and
 - (2) is chaired by an independent director, who is not the chair of the board, and disclose:
 - (3) the charter of the committee;
 - (4) the relevant qualifications and experience of the members of the committee; and
 - (5) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
- (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its corporate reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.

Recommendation 4.2

Complies:
YES

The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

Recommendation 4.3

Complies:
YES

A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.

Audit and Risk Management Committee ('ARM Committee')

The purpose of this Committee is to advise on the establishment and maintenance of a framework of internal control and appropriate ethical standards for the management of the Group. Its current members are Russell Cole (Independent Non-Executive Director - Chairman of ARM Committee), Craig Baker (Non-Executive Director) and Andrew Kemp (Independent Non-Executive Director).

The Committee performs a variety of functions relevant to risk management and internal and external reporting and reports to the Board following each meeting. Other matters for which the Committee is responsible include the following:

- a) Board and committee structure to facilitate a proper review function by the Board;
- b) Internal control framework including management information systems;
- c) Corporate risk assessment and compliance with internal controls;
- d) Management processes supporting external reporting;
- e) Review of financial statements and other financial information distributed externally;
- f) Review of the effectiveness of the audit function;
- g) Review of the performance and independence of the external auditors;

- h) Review of the external audit function to ensure prompt remedial action by management, where appropriate, in relation to any deficiency in, or breakdown of, controls;
- i) Assessing the adequacy of external reporting for the needs of shareholders;
- j) Overseeing business continuity planning and risk mitigation arrangements.

Meetings are held four times each year. A broad agenda is laid down for each regular meeting according to an annual cycle. The Committee invites the external auditors to attend each of its meetings.

PTB Group's Managing Director and Chief Financial Officer report in writing to the ARM Committee that:

- The Group's financial reports are complete and present a true and fair view, in all material respects, of the financial condition and operational results of the Company and Group, and are in accordance with relevant accounting standards;
- The above statement is founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Board; and
- The Group's risk management and internal compliance and control framework is operating efficiently and effectively in all material respects.

The Charter is available on the Company's website and the names, qualifications, and the number of meetings attended has been disclosed in the Directors' Report included in the annual report.

The Group's auditor attends the AGM of the Company and is available to answer questions in relation to the audit of the financial report.

Principle 5: Make timely and balanced disclosure

A listed entity should make timely and balanced disclosure of all matters concerning it that a reasonable person would expect to have a material effect on the price or value of its securities.

Recommendation 5.1

Complies:
YES

A listed entity should:

- (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and
- (b) disclose that policy or a summary of it.

Continuous Disclosure Obligations

Documented procedures in accordance with the Corporate Governance Charter are in place to identify matters that are likely to have a material effect on the price of the Group's securities and to ensure those matters are notified to the ASX in accordance with the Company's Listing Rule disclosure requirements. The Managing Director and Chief Financial Officer are responsible for monitoring the Group's activities in light of its continuous disclosure policy. The Group's continuous disclosure obligations are also reviewed as a standing item on the agenda for each regular meeting of the Board. Each Director is required at every such meeting to confirm details of any matter within their knowledge that might require disclosure to the market.

The Company Secretary is responsible for all communications with the ASX. All communications with external stakeholders in respect of sensitive company information are subject to the relevant safeguarding and confidentiality procedures. These communications are undertaken in light of continuous disclosure requirements of the ASX and the broad principles of ensuring the market is fully informed of price sensitive information.

Principle 6: Respect the rights of security holders

A listed entity should respect the rights of its security holders by providing them with appropriate information and facilities to allow them to exercise those rights effectively.

Recommendation 6.1

Complies:
YES

A listed entity should provide information about itself and its governance to investors via its website.

Recommendation 6.2

Complies:
YES

A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.

Recommendation 6.3

Complies:
YES

A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.

Corporate Governance Statement

for the year ended 30 June 2017 (Continued)

Recommendation 6.4

Complies:
YES

A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.

Shareholder Communications

The Board recognises the importance of this principle and strives to communicate with shareholders both regularly and clearly, both by electronic means and using more traditional communication methods. Company information, news, announcements, reporting results and main corporate governance documents are available on the Company's website.

Shareholders are encouraged to attend and participate at general meetings and are given an opportunity to put forward questions they would like addressed at annual general meetings. The Group's auditors will always attend the annual general meeting and will be available to answer shareholders' questions.

Principle 7: Recognise and manage risk

A listed entity should establish a sound risk management framework and periodically review the effectiveness of that framework.

Recommendation 7.1

Complies:
YES

The board of a listed entity should:

- (a) have a committee or committees to oversee risk, each of which:
 - (1) has at least three members, a majority of whom are independent directors; and
 - (2) is chaired by an independent director, and disclose:
 - (3) the charter of the committee;
 - (4) the members of the committee; and
 - (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
 - (6) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the processes it employs for overseeing the entity's risk management framework.

Recommendation 7.2

Complies:
YES

The board or a committee of the board should:

- (a) review the entity's risk management framework at least annually to satisfy itself that it continues to be sound; and
- (b) disclose, in relation to each reporting period, whether such a review has taken place.

Recommendation 7.3

Complies:
YES

A listed entity should disclose:

- (a) if it has an internal audit function, how the function is structured and what role it performs; or
- (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.

Recommendation 7.4

Complies:
YES

A listed entity should disclose whether it has any material exposure to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.

Risk Management

The Board is responsible for oversight of the Group's risk management and control framework. The ARM Committee assists the Board in fulfilling its responsibilities in this regard by reviewing the financial and reporting aspects of the Group's risk management and control framework. The Group has implemented a policy framework included in the Corporate Governance Charter, designed to ensure that the Group's risks are identified and that controls are adequate, in place, and functioning effectively.

This framework incorporates the maintenance of comprehensive policies, procedures and guidelines that encompass the Group's activities. It addresses areas such as, occupational health and safety, environmental management, trade practices, IT disaster recovery and business continuity planning. Responsibility for control and risk management is delegated to the appropriate level of management within the Group with the Managing Director and Chief Financial Officer having ultimate responsibility to the Board for the Group's risk management and internal control activities.

Arrangements put in place by the Board to monitor risk management include:

- Regular monthly reporting to the Board in respect of operations and the financial position of the Group;
- Reports by the Chairman of the ARM Committee and circulation to the Board of the minutes of each meeting held by the ARM Committee;
- Presentations made to the Board throughout the year by appropriate members of the Group's management team (and/or independent advisers, where necessary) on the nature of particular risks and details of the measures which are either in place or can be adopted to manage or mitigate the risk; and
- Any Director may request that operational and project audits be undertaken by management.

The risk management framework included in the Audit and Risk Management Committee Charter is available on the Company's website and is reviewed at least annually. The last review was in March 2017.

Internal Audit

The Group currently does not have an internal audit function. Considerable importance is placed on maintaining a strong control environment both financially and operationally. The audit committee and the board continue to monitor the need for an internal audit function as the business grows and through the independent expertise on the audit committee in conjunction with reporting from external auditors and industry certification audits which regularly evaluate the effectiveness of its risk management and internal control processes.

Economic, Environmental and Social Sustainability Risks

The group is not subject to any material exposure to economic, environmental and social sustainability risks.

Principle 8: Remunerate fairly and responsibly

A listed entity should pay director remuneration sufficient to attract and retain high quality directors and design its executive remuneration to attract, retain and motivate high quality senior executives and to align their interests with the creation of value for security holders.

Recommendation 8.1

Complies:
NO
8.1(a)(2)
not com-
plied with

The board of a listed entity should:

- (a) have a remuneration committee which:
 - (1) has at least three members, a majority of whom are independent directors; and
 - (2) is chaired by an independent director, and disclose:
 - (3) the charter of the committee;
 - (4) the members of the committee; and
 - (5) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or
- (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.

Recommendation 8.2

Complies:
YES

A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives.

Recommendation 8.3

Complies:
YES

A listed entity which has an equity-based remuneration scheme should:

- (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and
- (b) disclose that policy or a summary of it.

Remuneration Committee

The purpose of this Committee is to assist the Board and report to it on remuneration and issues relevant to remuneration policies and practices including those for senior management and non-executive Directors. These policies are included in the Group's Corporate Governance Charter. Its current members are Craig Baker (Chairman), Russell Cole and Andrew Kemp.

Russell Cole and Andrew Kemp are independent Directors and its composition does not fully comply with the recommendations in 8.1 of the ASX Corporate Governance Guidelines as it is not chaired by an independent director. The Board believes this is acceptable given the size of the Group, the nature of its business and the commercial experience of the members.

Among the functions performed by the Committee are the following:

- a) Review and evaluation of market practices and trends on remuneration matters;
- b) Recommendations to the Board in relation to the Group's remuneration policies and procedures;
- c) Oversight of the performance of senior management and non-executive Directors; and
- d) Recommendations to the Board in relation to the remuneration of senior management and non-executive Directors.

The Group's policies relating to Non-Executive Directors' and Executive Directors and Senior Executives' remuneration are set out in the annual report.

It is the Group's objective to provide maximum stakeholder benefit from the retention of a high quality Board and executive team by remunerating Directors and key executives fairly.

Equity-Based Remuneration Scheme

The Group does not currently operate an equity-based remuneration scheme.

Consolidated Statement of Profit or Loss and Other Comprehensive Income

for the year ended 30 June 2017

	Note	2017 \$'000	2016 \$'000
Revenue	2	46,551	43,170
Total Revenue		46,551	43,170
Changes in inventories of finished goods and work in progress		797	327
Raw materials and consumables used and finished goods purchased for sale		(31,568)	(28,085)
Employee benefits expense		(5,674)	(5,608)
Depreciation and amortisation		(1,965)	(2,030)
Repairs and maintenance		(80)	(92)
Bad and doubtful debts		808	569
Finance costs		(936)	(1,013)
Net foreign exchange gain/(loss)		42	(525)
Net gain/(loss) on sale of property, plant and equipment		-	200
Other expenses		(3,818)	(3,245)
Total expenses		(42,394)	(39,502)
Profit/(Loss) before income tax expense	3	4,157	3,668
Income tax (expense)/benefit	4	(1,209)	(1,101)
Profit/(Loss) for the year attributable to the owners of the parent entity		2,948	2,567
Other comprehensive income net of tax		-	-
Total comprehensive income/(loss) for the year attributable to the owners of the parent entity		2,948	2,567
		Cents	Cents
Basic earnings per share	20	5.66	6.08
Diluted earnings per share	20	5.66	6.08

The consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position

as at 30 June 2017

	Note	2017 \$'000	2016 \$'000
Current Assets			
Cash and cash equivalents	19(a)	2,427	1,982
Trade and other receivables	5	17,753	7,707
Inventories	6	22,237	21,440
Other current assets	8	229	212
Total Current Assets		42,646	31,341
Non-Current Assets			
Trade and other receivables	5	2,904	2,779
Inventories	6	2,309	-
Property, plant and equipment	9	18,171	20,260
Deferred tax assets	10	4,013	4,918
Intangible assets	11	4,334	4,334
Other non-current assets	8	-	-
Total Non-Current Assets		31,731	32,291
Total Assets		74,377	63,632
Current Liabilities			
Trade and other payables	12	6,865	6,328
Borrowings	13	12,527	1,798
Current tax liabilities	7	-	-
Provisions	15	741	713
Other current liabilities	16	1,557	1,217
Total Current Liabilities		21,690	10,056
Non-Current Liabilities			
Borrowings	13	3,493	11,889
Deferred tax liabilities	14	3,741	3,438
Provisions	15	430	449
Other non-current liabilities	16	270	114
Total Non-Current Liabilities		7,934	15,890
Total Liabilities		29,624	25,946
Net Assets		44,753	37,686
Equity			
Issued Capital	17	40,657	33,896
Reserves	18	14,262	13,956
Retained earnings		(10,166)	(10,166)
Total Equity		44,753	37,686

The consolidated statement of financial position should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity

for the year ended 30 June 2017

	Note	Issued Capital			Reserves		Total Equity \$'000
		Share Capital	Other Equity Securities	Total Issued Capital	Dividend Appropriation Reserve	Retained Earnings	
		\$'000	\$'000	\$'000	\$'000	\$'000	
Balance at 1 July 2015		31,595	183	31,778	13,956	(10,633)	35,101
Total comprehensive income							
Profit for the year		-	-	-	-	2,567	2,567
Other comprehensive income		-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	2,567	2,567
Transactions with owners in their capacity as owners and other transfers							
Contributions of equity net of transaction cost	17	2,118	-	2,118	-	-	2,118
Transfer to reserves	18	-	-	-	-	-	-
Dividends recognised for the year	18	-	-	-	-	(2,100)	(2,100)
Balance at 30 June 2016		33,713	183	33,896	13,956	(10,166)	37,686
Balance at 1 July 2016		33,713	183	33,896	13,956	(10,166)	37,686
Total comprehensive income							
Profit for the year		-	-	-	-	2,948	2,948
Other comprehensive income		-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	2,948	2,948
Transactions with owners in their capacity as owners and other transfers							
Contributions of equity net of transaction cost	17	6,761	-	6,761	-	-	6,761
Transfer to reserves	18	-	-	-	2,948	(2,948)	-
Dividends recognised for the year	18	-	-	-	(2,642)	-	(2,642)
Balance at 30 June 2017		40,474	183	40,657	14,262	(10,166)	44,753

The consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

for the year ended 30 June 2017

		2017	2016
	Note	\$'000	\$'000
Cash Flow From Operating Activities			
Cash receipts from customers (inclusive of GST)		39,532	40,514
Cash payments to suppliers and employees (inclusive of GST)		(41,993)	(38,022)
Interest received		187	192
Finance costs		(936)	(1,013)
Income tax refunded/(paid)		-	-
Net cash provided by/(used in) operating activities	19(b)	(3,210)	1,671
Cash Flow From Investing Activities			
Payments for property, plant and equipment		(1,523)	(2,020)
Proceeds on disposal of property, plant and equipment		-	1,043
Net cash provided by/(used in) investing activities		(1,523)	(977)
Cash Flow From Financing Activities			
Proceeds from borrowings		4,608	178
Proceeds from issue of shares		3,008	700
Repayment of borrowings		(1,899)	(2,262)
Repayment of lease liabilities		-	-
Payment of dividends		(539)	(682)
Net cash used in financing activities		5,178	2,066
Net increase/(decrease) in cash and cash equivalents held		445	(1,372)
Cash and cash equivalents at the beginning of the year		1,982	3,354
Cash and cash equivalents at the end of the year	19(a)	2,427	1,982

The consolidated statement of cash flows should be read in conjunction with the accompanying notes.

1. Summary of Significant Accounting Policies

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial report includes the financial statements for PTB Group Limited as the consolidated entity consisting of PTB Group Limited and its subsidiaries.

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board. This Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

Except for cash flow information, the financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

The Financial Statements were authorised by the Board of Directors for issue on 25 August 2017.

Historical cost convention

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of available-for-sale financial assets, financial assets and liabilities (including derivative instruments) at fair value through the statement of profit or loss and other comprehensive income, and certain classes of property, plant and equipment.

Critical accounting estimates

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 1 (ad).

(b) Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of PTB Group Limited ("company" or "parent entity") as at 30 June 2017 and the results of all subsidiaries for the year then ended. PTB Group Limited and its subsidiaries together are referred to in this financial report as the Group or the consolidated entity. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. For details of the subsidiaries refer note 28.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group (refer note 1 (i)).

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

(c) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Directors.

(d) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The consolidated financial statements are presented in Australian dollars, which is PTB Group Limited's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities.

1. Summary of Significant Accounting Policies (continued)

(d) Foreign currency translation (continued)

denominated in foreign currencies are recognised in the statement of profit or loss and other comprehensive income, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges, or are attributable to part of the net investment in a foreign operation.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Translation differences on non-monetary assets and liabilities such as equities held at fair value through the statement of profit or loss and other comprehensive income are recognised in the statement as part of the fair value gain or loss. Translation differences on non-monetary financial assets such as equities classified as available-for-sale financial assets are included in the fair value reserve in equity.

(iii) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- Income and expenses for each statement of profit or loss and other comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- All resulting exchange differences are recognised in the Consolidated Statement of Profit or Loss.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange differences are recognised in the statement of profit or loss and other comprehensive income statement, as part of the gain or loss on sale where applicable.

(e) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates, and amounts collected on behalf of third parties.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. The amount of revenue is not considered to be reliably measurable until all contingencies relating to the sale have been resolved.

Revenue is recognised for the major business activities as follows:

- Revenue from the sale of goods is recognised when persuasive evidence exists that the significant risks and rewards of ownership of the goods have passed to the buyer, the consideration can be measured reliably and collectability is probable. Risks and rewards are considered passed to the buyer at time of delivery to the customer or where an executed sales agreement, or an arrangement exists, indicating there has been a transfer of the risks and rewards to the customer, the goods are complete and available to be dispatched;
- Revenue from repairs is recognised at the time the service is performed;
- Revenue from the sale of goods and provision of services under maintenance contracts is recognised in accordance with the stage of completion method unless the outcome of the contract cannot be reliably estimated. When the outcome of the contract cannot be reliably estimated, contract costs are recognised as an expense as incurred, and where it is probable that costs will be recovered, revenue is recognised to the extent of costs incurred;
- Interest on extended credit receivables (under hire purchase agreements) is recognised progressively by the Group over the hire purchase term to achieve a constant periodic rate of return on the carrying amount of the receivable (being the Group's net investment in the hire purchase arrangement);
- Rental income is recognised on a basis representative of the time pattern in which the benefit of use derived from the asset is diminished. For engines rental, income is recognised based on an hourly rate and hours of usage. For aircraft rental, income is recognised on a straight-line basis over the lease term;

(f) Unearned revenue

Unearned revenue includes amounts received in advance from customers. Such amounts are recorded as revenue in the statement of profit or loss and other comprehensive income when the above revenue recognition criteria are met.

(g) Income tax

The income tax expense for the year is the tax payable on the current year's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to these temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity respectively.

Tax consolidation legislation

PTB Group Limited and its wholly-owned Australian controlled entities have implemented the tax consolidation legislation effective 1 July 2008. The head entity, PTB Group Limited, and the controlled entities in the tax consolidated group account for their own current and deferred tax amounts. These tax amounts are measured as if each entity in the tax consolidated group continues to be a standalone taxpayer in its own right.

In addition to its own current and deferred tax amounts, PTB Group Limited also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from controlled entities in the tax consolidated group. Assets or liabilities arising under tax funding agreements with the tax consolidated entities are recognised as amounts receivable from, or payable to, other entities in the Group.

Any difference between the amounts assumed and amounts receivable or payable under the tax funding agreement are recognised as a contribution to (or distribution from) wholly-owned tax consolidated entities. PTB Group limited may also require payment of interim funding amounts to assist with its obligations to pay tax instalments. The funding amounts are recognised as current intercompany receivables or payable.

(h) Leased assets

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

As lessor

Amounts due from lessees under finance leases are recorded as receivables. Finance lease receivables are initially recognised at amounts equal to the net investment in the lease. Finance lease payments receivable 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.

For operating leases, the leased asset (rental engines and aircraft) is classified as a non-current asset and depreciated in accordance with the depreciation policy set out in note 1(p). Rental income from operating leases is recognised as set out in note 1(e).

1. Summary of Significant Accounting Policies (continued)

(h) Leased assets (continued)

As lessee

Assets held under finance leases are initially recognised at their fair value or, if lower, at amounts equal to present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation, net of finance charges.

Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the consolidated entity's general policy on borrowing costs. Refer to note 1(t).

Finance leased assets are amortised on a diminishing value basis over the estimated useful life of the asset. Refer note 1(p).

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(i) Business combinations

The acquisition method of accounting is used to account for all business combinations regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the fair value of the assets transferred, equity instruments issued or liabilities incurred or assumed at the date of exchange. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary.

Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net identifiable assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the subsidiary acquired and the measurement of all amounts has been reviewed, the difference is recognised directly in profit and loss as a bargain purchase.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

(j) Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows (cash generating units).

(k) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the statement of financial position.

(l) Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Trade receivables are due for settlement in 30 to 90 days.

Collectability of receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly. A provision for impairment is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The amount of the provision is recognised in the statement of profit or loss and other comprehensive income. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

(m) Inventories

Raw materials, work in progress, and finished goods

Inventories are stated at the lower of cost and net realisable value. Costs are assigned to individual items of stock by specific identification. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Inventories are classified as non-current assets if the asset is expected to be realised in a period greater than twelve months from balance date.

(n) Other financial assets

The Group classifies its financial assets in the following categories: financial assets at fair value through the statement of profit or loss and other comprehensive income, loans and receivables, held-to-maturity investments, and available-for-sale financial assets. The classification depends on the purpose for which the investments were acquired. Management determines the classification of its investments at initial recognition and re-evaluates this designation at each reporting date.

The Group has no financial assets at fair value through profit and loss, held-to-maturity investments or available-for-sale financial assets.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of selling the receivable. They are included in current assets, except for those with maturities greater than 12 months after the balance date which are classified as non-current assets. Loans and receivables are included in trade and other receivables in the statement of financial position.

Loans and receivables are initially recognised at fair value plus transaction costs and subsequently carried at amortised cost using the effective interest method.

The Group assesses at each balance date whether there is objective evidence that a financial asset or group of financial assets is impaired. Losses are recognised in the statement of profit or loss and other comprehensive income and reflected in an allowance account. When an event occurring after the impairment was recognised causes the amount of the impairment loss to decrease the decrease in impairment loss is reversed through the statement of profit or loss and other comprehensive income. When the Directors are of the view that collection is no longer possible and the recovery action has ceased the amount in the allowance account is offset against the loan or receivable.

Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for-sale securities) is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Group is the current bid price; the appropriate quoted market price for financial liabilities is the current ask price.

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Quoted market prices or dealer quotes for similar instruments are used for long-term debt instruments held. Other techniques, such as estimated discounted cash flows, are used to determine fair value for the remaining financial instruments.

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

(o) Leasehold improvements

The cost of improvements to or on leasehold properties is amortised over the unexpired period of the lease or the estimated useful life of the improvement to the Group, whichever is the shorter. Refer note 1(p).

1. Summary of Significant Accounting Policies (continued)

(p) Property, plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains/losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of profit or loss and other comprehensive income during the financial period in which they are incurred.

Increases in the carrying amounts arising on revaluation of land and buildings are credited, net of tax, in other comprehensive income and to the revaluation reserve in shareholders' equity. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent of the remaining surplus attributable to the asset, all other decreases are to profit or loss.

Land is not depreciated. Depreciation on other assets is generally calculated on a straight-line (SL) or diminishing value (DV) basis so as to allocate the cost, net of residual values, of each item of property, plant and equipment (excluding land and rental engines) over its estimated useful life to the Group. For rental engines, depreciation is based on the estimated operating hours. The line item in the statement of profit or loss and other comprehensive income in which the depreciation and amortisation of property, plant and equipment is included is 'depreciation and amortisation'.

The estimated useful lives are as follows:

Class	Life	Basis
Buildings	40 years	SL
Leasehold improvements	5 years	SL
Leasehold improvements - leased	6 years	SL
Plant and equipment	3 - 10 years	DV
Plant and equipment - leased	6 - 8 years	DV
Rental engines	5,500 - 7,000 hours	Actual hours as a proportion of estimated total operating hours
Airframes	6-10 years	SL

Certain items of plant and equipment, primarily rental engines, are required to be overhauled on a regular basis. This is managed as part of an ongoing major cyclical maintenance program. The costs of this maintenance are charged as expenses as incurred, except where they relate to the replacement of a component of an asset, in which case the costs are capitalised and depreciated in accordance with the above. The carrying amount of the replaced part is de-recognised. Other routine operating maintenance, repair and minor renewal costs are also charged as expenses as incurred.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 1 (j)).

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These are included in the statement of profit or loss and other comprehensive income. When re-valued assets are sold, it is Group policy to transfer the amounts included in revaluation reserves in respect of those assets to retained earnings.

(q) Intangibles

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of the acquisition. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised. Instead it is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to the cash generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to operating segments (note 26).

Computer software

Costs incurred in acquiring software and licenses that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include external direct costs of materials and service, direct payroll and payroll related costs of employees' time spent on the project. Computer software has a finite life and is carried at cost less any accumulated amortisation and any impairment losses. Computer software is amortised on a straight-line basis over its estimated useful life. The line item in the statement of profit or loss and other comprehensive income in which the amortisation of computer software is included is 'depreciation and amortisation' expense.

(r) Trade and other payables

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost.

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(s) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit or loss and other comprehensive income over the period of the borrowings using the effective interest method. Fees

paid on the establishment of loan facilities, which are not an incremental cost relating to the actual draw-down of the facility, are recognised as prepayments and amortised on a straight-line basis over the term of the facility.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in 'other income' or 'other expense'.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance date.

(t) Borrowing costs

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed. The amount of borrowing costs capitalised is determined as the actual borrowing costs incurred as funds are borrowed specifically for the purpose of obtaining a qualifying asset.

(u) Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Group designates certain derivatives as either:

- Hedges of the fair value of recognised assets and liabilities or a firm commitment (fair value hedges);
- Hedges of the cash flows of recognised assets and liabilities and highly probable forecast transactions (cash flow hedges); or
- Hedges of a net investment in a foreign operation (net investment hedges).

At the inception of the hedging transaction the Group documents the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions have been and will continue to

1. Summary of Significant Accounting Policies (continued)

(u) Derivatives and hedging activities (continued)

be highly effective in offsetting changes in fair values or cash flows of hedged items.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months. If the remaining maturity of the hedged item is less than 12 months it is classified as a current asset or liability. Trading derivatives are classified as a current asset or liability.

Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the statement of profit or loss and other comprehensive income, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The gain or loss relating to the effective portion of interest rate swaps hedging fixed rate borrowings is recognised in the statement of profit or loss and other comprehensive income within 'finance costs', together with changes in the fair value of the hedged fixed rate borrowings attributable to interest rate risk. The gain or loss relating to the ineffective portion is recognised in the statement of profit or loss and other comprehensive income within 'other income' or 'other expenses'.

If the hedge no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item for which the effective interest method is used is amortised to the statement of comprehensive income over the period to maturity using a recalculated effective interest rate.

Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the statement of profit or loss and other comprehensive income and in the hedging reserve in equity. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit or loss and other comprehensive income within 'other income' or 'other expense'.

Amounts accumulated in equity are recycled in the statement of profit or loss and other comprehensive income in the periods when the hedged item affects profit or loss. The gain or loss relating to the effective portion of interest rate swaps hedging variable rate borrowings is recognised in the statement of profit or

loss and other comprehensive income within 'finance costs'. The gain or loss relating to the effective portion of forward foreign exchange contracts hedging export sales is recognised in the statement of profit or loss and other comprehensive income within 'sales'.

However, when the forecast transaction that is hedged results in the recognition of a non-financial asset the gains and losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset. The deferred amounts are ultimately recognised in the statement of profit or loss and other comprehensive income as costs of goods sold in the case of inventory, or as depreciation in the case of property, plant and equipment.

When a hedging instrument expires or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the statement of comprehensive income. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the statement of profit or loss and other comprehensive income.

Net investment hedges

Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedges is recognised in other comprehensive income and accumulated reserves in equity. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit or loss and other comprehensive income, within 'other income' or 'other expense'. Gains or losses accumulated in equity are included in the statement of comprehensive income when the foreign operation is partially disposed of or sold.

Derivatives that do not qualify for hedge accounting

Certain derivative instruments do not qualify for hedge accounting. Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognised immediately in the statement of profit or loss and other comprehensive income and are included in 'other income' or 'other expenses'.

(v) Employee benefits

Wages and salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in the employee benefits provision in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. The liability for annual leave and accumulating sick leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables.

Long service leave

The liability for long service leave is recognised in the employee benefits provision and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Superannuation

The Group makes contributions to defined contribution superannuation funds. Contributions are recognised as an expense as they become payable. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Termination benefits

When applicable, the Group recognises a liability and expense for termination benefits at the earlier of; (a) the date when the Group can no longer withdraw the offer for termination benefits; and (b) when the Group recognises costs for restructuring pursuant to AASB137: Provisions, Contingent Liabilities and Contingent Assets and the costs include termination benefits. In either case, unless the number of employees affected is known, the obligation for termination benefits is measured on the basis of the number of employees expected to be affected. Termination benefits that are expected to be settled wholly before 12 months after the annual reporting period in which the benefits are recognised at the (undiscounted) amounts expected to be paid. All other termination benefits are accounted for on the same basis as other long term employee benefits.

Share-based payments

Share based compensation benefits are provided to employees via the PTB Group Limited Employee Share Option Scheme as detailed in note 22.

The fair value of options granted under the PTB Group Limited Employee Share Option Scheme is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options.

The fair value at grant date is determined using a Binomial option pricing model that takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The fair value of the options granted excludes the impact of any non market vesting conditions (for example, profitability and sales growth targets and performance and service criteria). Non market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each balance sheet date, the entity revises its estimate of the number of options that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate.

Profit sharing and bonus plans

The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation. Bonus payments are discretionary and subject to Board approval.

(w) Provisions

Provisions for service warranties and make good obligations are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date. The discount rate used to determine the present value reflects current market assessments of the time value of money and the risks specific to the liability.

1. Summary of Significant Accounting Policies (continued)

(x) Contributed equity

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from proceeds.

(y) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the year but not distributed at balance date.

(z) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the year, adjusted for bonus elements in ordinary shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(aa) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- Where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense;
- For receivables and payables which are recognised inclusive of GST. The net amounts of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables; or
- Cash flows are presented on a gross basis and the GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flows.

(ab) Rounding of amounts

The company is of a kind referred to in legislative instrument 2016/191 relating to the "rounding off" of amounts in the financial statements. Amounts in the financial statements have been rounded off in accordance with that legislative instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

(ac) General

PTB Group Limited is a public company limited by shares, incorporated and domiciled in Australia. Listed below is the registered office, principal place of business, and its principal administrative office:

22 Orient Avenue
Pinkenba QLD 4008

(ad) Critical accounting estimates and judgements

The Group evaluates estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the company. Key estimates and judgements impacting the financial statements are as follows:

Impairment

The Group tests six monthly whether goodwill has suffered any impairment in accordance with the accounting policy stated in note 1(j). The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions. Refer to note 11 for details of these assumptions and the potential impact of changes to the assumptions.

Long Service Leave (LSL)

The Group estimates the pattern of LSL taken based on history and utilises management's judgement in determining the cash flow estimates of payments of LSL. These estimates are then utilised to determine the NPV of these expected LSL payments and the adequacy of the provision.

Hire Purchase Receivables

Management applies judgement in assessing the recoverability of its hire purchase receivables. The Group assesses both the current payment performance and operational knowledge of the debtor's business operation as the Group is in regular contact with the debtor as it is responsible for undertaking scheduled

engine maintenance and is a supplier of spare parts for the aircraft under lease to the LT HP debtors maintenance department.

(ae) Fair value of assets and liabilities

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly (i.e. unforced) transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible the use of the observable market data.

To the extent possible, the market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participants ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instrument, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

(af) New accounting standards and interpretations

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2017 reporting periods and have not been early adopted by the Group. The financial impact of these changes to accounting standards has not yet been determined. The following new standards are to be applied in future periods.

- (i) AASB 9 Financial instruments (application date 1 January 2018). This standard makes significant changes to the way financial assets are classified for the purpose of determining their measurement basis and also to the amounts relating to fair value changes, which are to be taken directly to equity. This standard also makes significant changes to hedge accounting requirements and disclosures.
- (ii) AASB 15 Revenue from Contracts with Customers (application date 1 January 2018). Establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers.
- (iii) AASB 16 Leases (application date 1 January 2019). This standard sets out the principles for the recognition, measurement, presentation and disclosure of leases, by lessees and lessors.

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

2. Revenue

	2017 \$'000	2016 \$'000
Sales revenue		
Sale of goods	34,835	32,507
Services	8,558	6,304
Rental of engines/aircraft		
- Minimum lease payments	1,483	1,781
- Contingent rentals	1,105	1,599
	45,981	42,191
Other revenue		
Interest		
- Extended credit receivables (hire purchase agreements)	153	162
- Other	34	30
Other	383	787
Total revenue	46,551	43,170

3. Profit/(Loss) before income tax expense

Profit/(Loss) before income tax expense includes the following specific items:

Depreciation		
- Buildings	123	122
- Plant and equipment	123	129
- Rental engines/aircraft	1,671	1,771
- Leasehold improvements	8	8
Amortisation		
- Leased engines/aircraft	40	-
Operating lease rentals – minimum lease payments		
- Premises	60	77
- Equipment and software	65	66
Impairment losses / (write back)		
- Trade debtors	(808)	(569)
Superannuation expense	481	478

4. Income Tax Expense

	2017 \$'000	2016 \$'000
(a) Income tax expense		
Current tax	-	-
Deferred tax arising from origination or reversal of temporary differences	1,209	1,101
Under/(over) provided in prior years	-	-
	1,209	1,101
(b) Numerical reconciliation of income tax expense to prima facie tax		
Profit/(loss) before income tax expense	4,157	3,668
Tax at the Australian tax rate of 30% (2016: 30%)	1,247	1,100
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
- Non-deductible expenses	2	1
- Foreign income tax rate	(17)	-
- Recognised prior year tax losses	(26)	-
- Unrecognised prior year tax losses	3	-
	1,209	1,101
Under/(over) provided in prior years	-	-
Income tax expense/(benefit)	1,209	1,101

5. Trade and Other Receivables

	2017 \$'000	2016 \$'000
Current		
Trade receivables	11,116	6,201
Provision for impairment	(130)	(956)
	10,986	5,245
Maintenance contract receivables	6,216	1,924
Extended credit receivables	551	538
	17,753	7,707
Non-Current		
Extended credit receivables	740	1,166
Maintenance contract receivables	512	1,613
Loan to Related Party	1,652	-
	2,904	2,779

Impaired trade receivables

As at 30 June 2017 current trade receivables of the Group with a nominal value of \$130,493 (2016: \$956,465) were impaired.

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

5. Trade and Other Receivables (continued)

The ageing of trade receivables is as follows:

	Current	30+ Days	60+ Days	90+ Days	Total
Group – 2017					
Trade receivables	7,011	1,560	872	1,673	11,116
Impaired trade receivables	-	-	-	(130)	(130)
Unimpaired receivables	7,011	1,560	872	1,543	10,986
Group – 2016					
Trade receivables	1,995	905	741	2,560	6,201
Impaired trade receivables	(12)	(10)	(432)	(502)	(956)
Unimpaired receivables	1,983	895	309	2,058	5,245

Past due but not impaired

As at 30 June 2017, unimpaired trade receivables greater than 30 days represent amounts past due but not impaired. Based on the credit history of these other classes, it is expected that these amounts will be received. The Group holds retention of title over goods sold until cash is received.

Movements in the provision for impairment of receivables are as follows:

	2017 \$'000	2016 \$'000
At 1 July	(956)	(1,525)
Provision for impairment written back/(recognised) during the year	808	569
Receivables written off during the year as uncollectable	18	-
At 30 June	(130)	(956)

Maintenance contract receivables

Maintenance contract receivables are generally unsecured. The relevant agreements require fixed monthly payments over the term of the contracts which are generally up to 5 years.

Extended credit receivables

Extended credit receivables represent amounts owed by customers for engines and aircraft sold to those customers. The amounts owed by customers are secured under hire purchase agreements between the Group and the customer. The amounts are repayable by the customers by monthly instalments of principal and fixed interest over periods of 1 to 5 years. Furthermore, the agreements do not include any contingent rentals. The receivables are secured as the rights to the engine and/or aircraft revert to the Group in event of default. The engines and aircraft are maintained and insured by the customers and at the end of the term of the agreement are expected to be retained by the customers.

5. Trade and Other Receivables (continued)

	2017 \$'000	2016 \$'000
Payments in relation to the extended credit receivables are receivable as follows:		
Within one year	635	655
Later than one year but not later than five years	779	1,261
Later than five years	-	-
Minimum hire purchase payments receivable	1,414	1,916
Future finance revenue		
Within one year	(84)	(116)
Later than one year but not later than five years	(39)	(96)
Later than five years	-	-
	(123)	(212)
Total extended credit receivables	1,291	1,704
Representing receivables:		
Current	551	538
Non-current	740	1,166
	1,291	1,704

Refer note 30 for information on amounts receivable from controlled entities.

Risk exposure

Information concerning the exposure to credit risk, foreign exchange and interest rate risk is set out in note 25.

6. Inventories

Current		
Work in progress – at cost	5,536	3,729
Finished goods – at cost	16,701	17,711
	22,237	21,440
Non-current		
Finished goods – at cost	2,309	-
	2,309	-

Finished goods include aircraft, engines and parts held for sale. Work in progress includes engines and aircraft undergoing reconditioning in preparation for sale as well as incomplete repair jobs.

7. Tax balances – Current

Current tax liabilities	-	-
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Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

8. Other Assets

	2017 \$'000	2016 \$'000
Current		
Prepayments	226	205
Deposits	3	7
	229	212

9. Property, Plant and Equipment

Rental arrangements – aircraft and engines

The Group rents aircraft and engines under two general arrangements:

- Contingent rentals – rented to customers under agreements with rentals payable monthly and no fixed term. As such, the agreements are cancellable. The rent is calculated on the basis of an hourly rate and hours of usage. There are no minimum hours of usage or minimum lease payments set out in the relevant agreements. As such, in accordance with AASB 117 "Leases" the rental income comprises of contingent rentals not minimum lease payments. Accordingly, there are no fixed lease commitments receivable; and
- Set or minimum rentals – the operating leases relate to aircraft and/or engines leased to third parties with lease terms of between 3-7 years. The monthly rental payments are either set or per hour of usage with minimum hours per annum. In addition, a contingent rental may be receivable based upon hours of usage. The lessee may have an option to purchase the aircraft/engine at the expiry of the lease period. However, the final purchase price is determined on a case by case basis in negotiation between the Group and the lessee.

Minimum lease payments in relation to aircraft and engine operating leases are receivable as follows:

	2017 \$'000	2016 \$'000
No later than one year	1,303	1,498
Later than one year but not later than five years	1,839	2,046
	3,142	3,544

Non-current assets pledged as security

Refer note 13 for information on non-current assets pledged as security.

9. Property, Plant and Equipment (continued)

	Land & Buildings Owned	Leasehold Improvements Owned	Under Lease	Plant & Equipment Owned	Under Lease	Rental Engines/ Aircraft Owned	Under Lease	Assets Under Construction Owned	Under Lease	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Year ended 30 June 2016										
Opening net book value	6,964	34	-	673	-	13,043	-	56	50	20,820
Additions	48	-	-	120	-	1,472	-	-	-	1,640
Transfers ¹	-	-	-	-	-	674	-	50	(50)	674
Disposals	-	-	-	(1)	-	(843)	-	-	-	(844)
Impairment	-	-	-	-	-	-	-	-	-	-
Depreciation/ amortisation	(122)	(8)	-	(129)	-	(1,771)	-	-	-	(2,030)
Closing net book value	6,890	26	-	663	-	12,575	-	106	-	20,260
At 30 June 2016										
Cost	7,782	93	-	1,759	-	20,881	-	106	-	30,621
Accumulated depreciation	(892)	(67)	-	(1,096)	-	(8,306)	-	-	-	(10,361)
Net book value	6,890	26	-	663	-	12,575	-	106	-	20,260
Year ended 30 June 2017										
Opening net book value	6,890	26	-	663	-	12,575	-	106	-	20,260
Additions	-	-	-	120	-	1,140	263	-	-	1,523
Transfers ¹	-	-	-	-	-	(1,597)	-	(50)	-	(1,647)
Disposals	-	-	-	-	-	-	-	-	-	-
Impairment	-	-	-	-	-	-	-	-	-	-
Depreciation/ amortisation	(123)	(8)	-	(123)	-	(1,671)	(40)	-	-	(1,965)
Closing net book value	6,767	18	-	660	-	10,447	223	56	-	18,171
At 30 June 2017										
Cost	7,782	93	-	1,879	-	18,511	263	56	-	28,584
Accumulated depreciation	(1,015)	(75)	-	(1,219)	-	(8,064)	(40)	-	-	(10,413)
Net book value	6,767	18	-	660	-	10,447	223	56	-	18,171

1 Represents transfer of engine cores and aircraft frames from inventory.

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

10. Deferred Tax Assets

	2017 \$'000	2016 \$'000
The balance comprises temporary differences attributable to:		
Tax losses	2,704	3,475
Accruals	45	31
Employee benefits	249	247
Doubtful debts	39	287
Other	976	878
Total deferred tax assets	4,013	4,918

Movements	Tax losses \$'000	Accruals \$'000	Employee benefits \$'000	Doubtful debts \$'000	Other \$'000	Total \$'000
At 1 July 2015	3,099	27	284	458	1,102	4,970
(Charged)/credited to statement of profit or loss and other comprehensive income	376	4	(37)	(171)	(224)	(52)
At 30 June 2016	3,475	31	247	287	878	4,918
(Charged)/credited to statement of profit or loss and other comprehensive income	(771)	14	2	(248)	98	(905)
At 30 June 2017	2,704	45	249	39	976	4,013

A deferred tax asset of \$4.013 million (2016: \$4.918 million) has been recognised at 30 June 2017. This includes \$2.704 million attributable to prior years' income tax losses carried forward (2016: \$3.475 million). Based on management forecast of expected future taxable profits and the reversal of the temporary differences, it is considered probable that these deferred tax assets will be recovered in the future.

11. Intangible Assets

	2017 \$'000	2016 \$'000
Goodwill - cost	4,334	4,334
Total Goodwill	4,334	4,334

Impairment tests for goodwill

Goodwill is allocated to the IAP operations as a single cash-generating unit (CGU) which is included in the IAP business segment. The recoverable amount of the CGU is determined based on value in use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period and include a terminal value adjusted for the perpetual growth rate.

Key assumptions used for value-in-use calculations

The calculations utilise a pre-tax risk adjusted discount rate of 14.2% (2016: 12.6%) based on the Group's weighted average cost of capital of 9.9% (2016: 8.9%). A perpetual growth rate beyond the forecast period of 3% (2016: 3%) has been used. Management determined budgeted cash flows based on past performance and Directors' best estimates over a five year period.

Impact of possible changes in key assumptions

The Directors consider that there is no reasonably possible change in key assumptions which management has based its determination of IAP's recoverable amount which would cause the carrying amount of IAP's CGU to exceed its recoverable amount.

12. Trade and Other Payables

	2017 \$'000	2016 \$'000
Trade payables and accruals	6,865	6,328

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

13. Borrowings

	2017 \$'000	2016 \$'000
Current		
<i>Secured</i>		
Bank overdraft	-	-
Bank loans	12,527	1,798
Lease liabilities	-	-
	12,527	1,798
<i>Unsecured</i>		
Other loans – related parties	-	-
	12,527	1,798
Non-Current		
<i>Secured</i>		
Bank loans	3,232	11,889
Lease liabilities	261	-
	3,493	11,889
<i>Unsecured</i>		
Other loans – related parties	-	-
	3,493	11,889

Information concerning the effective interest rates is set out in note 25.

Bank Overdraft, Bank Loans and Bills Payable

The bank overdraft and bank loans including bills payable are secured by way of a registered company charge over the whole of the assets and undertakings of the parent entity and that of its subsidiaries Pacific Turbine Leasing Pty Ltd, Pacific Turbine USA Pty Ltd and IAP Group Australia Pty Ltd of \$44.553 million (2016: \$37.371 million). Included in the above are bank loans and finance leases in the subsidiaries that are secured by the relevant aviation assets included in plant and equipment and inventory of the relevant subsidiary. In addition the Group has complied with the requirement that, while there is money owed to the lender, no return of capital, dividends or payments can be made to ordinary shareholders in PTB or related parties without the bank's approval.

Lease Liabilities

Lease liabilities and finance company loans are effectively secured as the rights to the leased assets revert to the lessor in the event of default.

Other Loans – Related Parties

Refer to section F of the Remuneration Report for information on other loans from related parties.

Effective Interest Rates

Information concerning the effective interest rates is set out in note 25.

Finance Facilities

Information concerning available facilities including used and unused portion of the finance facilities is set out in note 25.

Assets Pledged as Security

All assets of the Group are pledged as security for the facilities as noted above.

14. Deferred Tax Liabilities

	2017 \$'000	2016 \$'000
The balance comprises temporary differences attributable to:		
Property, plant and equipment	1,640	2,133
Inventory	-	12
Other	2,101	1,293
Total deferred tax liabilities	3,741	3,438

Movements	Property, plant and equipment \$'000	Inventory \$'000	Other \$'000	Total \$'000
At 1 July 2015	2,098	12	278	2,388
Charged/(credited) to statement of profit & loss and other comprehensive income	35	-	1,015	1,050
At 30 June 2016	2,133	12	1,293	3,438
Charged/(credited) to statement of profit or loss and other comprehensive income	(493)	(12)	808	303
At 30 June 2017	1,640	-	2,101	3,741

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

15. Provisions

	2017 \$'000	2016 \$'000
Current		
Employee benefits	741	713
	741	713
Non-Current		
Employee benefits	90	109
Remediation provisions	340	340
	430	449

Movements in Provisions	Employee Benefits \$'000	Remediation Provisions \$'000	Total \$'000
Balance 1 July 2015	947	411	1,358
Provisions made during the year	440	-	440
Provisions used during the year	(565)	(71)	(636)
Balance at 30 June 2016	822	340	1,162
Provisions made during the year	463	-	463
Provisions used during the year	(454)	-	(454)
Balance at 30 June 2017	831	340	1,171

(a) Remediation Provisions

Provision is made for the estimated expenditure required to restore the leasehold premises to an acceptable standard at the end of the lease term.

(b) Amounts not expected to be settled within the next 12 months

The current provision for employee benefits includes accrued annual leave, vesting sick leave and long service leave. For long service leave it covers all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. All of these amounts 2017: \$335,000 (2016: \$313,000) are presented as current, since the group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

16. Other Liabilities

	2017	2016
	\$'000	\$'000
Current		
Deferred revenue	964	191
Deposits in advance	593	1,026
	<u>1,557</u>	<u>1,217</u>
Non-Current		
Deferred revenue	270	114

Deferred revenue relates to maintenance contract revenue received in advance.

17. Contributed Equity

	2017	2016
	\$'000	\$'000
Share capital		
62,749,389 ordinary shares fully paid (2016: 47,891,495 ordinary shares fully paid)	40,474	33,713
Other equity securities		
Value of conversion rights (net of tax)	183	183
	<u>40,657</u>	<u>33,896</u>

Effective 1 July 1998, the Corporations legislation in place abolished the concepts of authorised capital and par value shares. Accordingly, the parent does not have authorised capital nor par value in respect of its issued shares. All shares rank equally with regards to the Company's residual assets. The holders of ordinary shares are entitled to one vote per share at meetings of the Company.

Movements in ordinary share capital	No. of Shares	\$'000
Closing balance 30 June 2015	<u>42,007,656</u>	<u>31,595</u>
Share issues 2016		
- under dividend reinvestment plan refer note 27	3,939,393	1,418
- share placement	1,944,446	700
Closing balance 30 June 2016	<u>47,891,495</u>	<u>33,713</u>
Share issues 2017		
- under dividend reinvestment plan refer note 27	4,674,170	2,103
- under the terms of Managing Director's engagement	3,000,000	1,650
- share placement	7,183,724	3,008
Closing balance 30 June 2017	<u>62,749,389</u>	<u>40,474</u>

17. Contributed Equity (continued)

Options

As at balance date there are no outstanding options to purchase ordinary shares in the parent entity. All options previously outstanding expired without being exercised in the year ended 30 June 2011.

An employee share option scheme was approved by shareholders on 3 June 2005. Refer to note 22 for details.

Capital Risk Management

The Group's and the parent entity's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders, benefits to other stakeholders, and to maintain an optimal capital structure to reduce the cost of capital. The group defines capital as its equity and net debt. There has been no change to capital risk management policies during the year.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The Board of Directors monitors the return on capital, which the Group defines as net profit after tax divided by average shareholders' equity.

18. Reserves

	2017 \$'000	2016 \$'000
Dividend Appropriation Reserve	14,262	13,956
Movements		
Reserve balance 1 July	13,956	13,956
Transfer from retained earnings	2,948	-
Dividend payment	(2,642)	-
Reserve balance 30 June	14,262	13,956

The dividend appropriation reserve is used to record the retained earnings which can be used for future dividend payments. A fully franked dividend of 5 cents per share (2016: 5 cents per share) was paid directly from retained earnings.

19. Cash Flow Information

(a) Reconciliation of Cash and Cash Equivalents

Cash and cash equivalents at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:

	2017 \$'000	2016 \$'000
Cash and cash equivalents assets – cash at bank and on hand	2,427	1,982
Bank overdraft (note 13)	-	-
	2,427	1,982

(b) Reconciliation of Net Cash Flow from Operating Activities to Profit/(Loss) for the Year

	2017 \$'000	2016 \$'000
Profit/(loss) for the year	2,948	2,567
Depreciation and amortisation	1,965	2,030
(Gain)/loss on disposal of property, plant and equipment	-	(200)
Movement in impairment of trade receivables	(826)	(569)
Unrealised foreign currency movements	(657)	(254)
Changes in operating assets and liabilities		
Increase)/decrease in:		
Trade and other receivables	(7,415)	(1,821)
Inventories *	(1,459)	(1,002)
Deferred tax assets	905	52
Other assets	(16)	232
Increase/(decrease) in:		
Trade payables, accruals, and other liabilities	1,034	(218)
Employee benefits	8	(196)
Current tax liabilities	-	-
Deferred tax liabilities	303	1,050
Net cash flow from operating activities	(3,210)	1,671

* Net of transfers to/from property, plant and equipment

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

20. Earnings Per Share

	2017 cents	2016 cents
Basic earnings per share	5.66	6.08
Diluted earnings per share	5.66	6.08
	\$'000	\$'000
Earnings used to calculate basic and diluted earnings per share - profit/(loss) after tax for the year	2,948	2,567
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	52,117,356	42,251,568
Effect of dilutive securities:		
- Director and employee share options	-	-
Weighted average number of ordinary shares and potential ordinary shares used in calculating diluted earnings per share	52,117,356	42,251,568

21. Key Management Personnel Disclosures

Directors

The following persons were Directors of PTB Group Limited during the financial year:

Chairman – non-executive

H Parker (resigned 30 June 2017)

Executive Directors

CL Baker, Managing Director (Group) until 30 April 2017

SG Smith, (appointed Managing Director (Group) 1 May 2017)

Non-executive Directors

APS Kemp

RS Ferris

A Sormann (resigned 13 October 2016)

RQ Cole (appointed 28 February 2017)

Other key management personnel

The following person also had authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, during the financial year:

Name	Position	Employer
D Zgrajewski	Company Secretary and CFO	PTB Group Limited

Key management personnel compensation

	2017	2016
	\$	\$
Short-term employee benefits	978,931	757,360
Post-employment benefits	53,414	70,056
Other long-term benefits	2,264	(8,587)
	1,034,609	818,829

21. Key Management Personnel Disclosures (continued)

Short-term employee benefits

These amounts include fees and benefits paid to the non-executive directors as well as all salary, paid leave benefits and fringe benefits awarded to executive directors and other KMP.

Post-employment benefits

These amounts represent superannuation contributions made during the year.

Other long-term benefits

These amounts represent long service leave benefits accrued during the year.

Further information in relation to the KMP disclosures can be found in the remuneration report contained in the Directors' report.

22. Share-based Payments

Employee Share Option Scheme

The establishment of the Employee Share Option Scheme was approved by shareholders on 3 June 2005. All staff are eligible to participate in the scheme, including executive Directors.

Options are granted under the scheme for no consideration. The exercise price will be the amount specified by the remuneration committee at the time of issue. The exercise period is the period specified by the remuneration committee at the time of issue. Options under the plan may not exceed 5% of the total number of issued shares of the company at the date of issue.

Options lapse if prior to or during the exercise period the employee is terminated or resigns. If a person dies, becomes disabled, or is made redundant prior to the exercise period the option lapses. If a person dies, becomes disabled, or is made redundant during the exercise period special rules apply that allow options to be exercised.

Options granted under the scheme carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share for cash. Amounts received on the exercise of options are recognised as share capital.

There were no options granted or exercised during the financial year and no options were outstanding at the current or prior financial year end.

23. Remuneration of Auditors

During the year the following fees were paid or payable for services provided by the auditor of the parent entity:

	2017	2016
	\$	\$
Audit Services – Hall Chadwick Qld Audit		
Audit or review of the financial reports	135,000	133,000
Total remuneration for audit services	135,000	133,000

There was no other remuneration paid to related practices of the auditor, or other non-related audit firms.

24. Commitments

	2017 \$'000	2016 \$'000
(a) Finance leases		
Commitments in relation to finance leases are payable as follows:		
- Within one year	12	-
- Later than one year but not later than five years	298	-
- Later than five years	-	-
Minimum lease payments	310	-
Future finance charges		
- Within one year	(12)	-
- Later than one year but not later than five years	(38)	-
- Later than five years	-	-
	260	-
Representing lease liabilities:		
Current	-	-
Non-current	260	-
	260	-

Finance leases comprise an aircraft engine that is leased under commercial terms and conditions.

(b) Operating leases

Commitments in relation to non-cancellable operating leases contracted for at the reporting date but not recognised as liabilities are payable as follows:

Within one year	191	121
Later than one year but not later than five years	271	202
Later than five years	-	-
	462	323

Operating leases mainly comprise leases of equipment and premises (Bankstown, Sydney and Miami, Florida). These leases are under normal commercial terms and conditions including rentals, in certain cases, being subject to periodic review for market and/or CPI increases as well as options for renewal.

(c) Remuneration commitments

Commitments for payment of salaries and other remuneration under long-term employment contracts in place at the reporting date but not recognised as liabilities payable:

Less than one year	195	239
Greater than one year but not later than five years	272	-

(d) Capital commitments

No Capital expenditure contracted for at balance date.

25. Financial Risk Management and Other Financial Instrument Disclosures

Financial Risk Management

The Group's activities expose it to a variety of financial risks; market risk (including foreign exchange risk, price risk, and cash flow and fair value interest rate risk), credit risk, and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

Risk management is carried out by management under policies approved by the Board of Directors. Management identifies, evaluates and addresses financial risks and uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, and ageing analysis for credit risk. The Board provides principles for overall risk management, as well as policies covering specific areas, such as mitigating foreign exchange, interest rate and credit risks, use of derivative financial instruments and investing excess liquidity.

(a) Market risk

(i) Foreign exchange risk

Foreign exchange risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the entity's functional currency.

The Group operates internationally and is exposed to foreign exchange risk primarily arising from sale and purchase transactions denominated in US dollars and UK pounds. The risk is measured using sensitivity analysis and cash flow forecasting.

Where derivatives are used they are exclusively used for hedging purposes to minimise foreign exchange risk on relevant transactions and the Group does not speculate on foreign currency. The Group manages this risk through matching, to the extent possible, of US dollar denominated receivables and payables. All transactions which are exposed to foreign exchange risk are authorised by senior management.

The Group's exposure to foreign currency risk at the reporting date was as follows:

	30-Jun-17		30-Jun-16	
	USD \$'000	GBP £'000	USD \$'000	GBP £'000
Cash and cash equivalents	1,330	7	1,095	9
Trade and other receivables	7,510	-	5,499	1
Other assets	17	-	201	-
Property, plant and equipment	77	-	-	-
Trade and other payables	(4,762)	(1)	(4,115)	(3)
Borrowings	(6,376)	-	(6,523)	-
Other liabilities	(500)	-	(551)	-

25. Financial Risk Management and Other Financial Instrument Disclosures (continued)

(a) Market risk (continued)

Group sensitivity

Based on the financial instruments held at 30 June 2017, had the Australian dollar weakened/strengthened by 10% against the USD dollar, with all other variables held constant, the Group's post tax position for the year would have been \$275,000 lower/\$225,000 higher (2016: profit \$461,000 lower/\$377,000 higher), mainly as a result of foreign exchange gains and losses on translation of US dollar denominated financial instruments as detailed in the above table.

Equity would have been \$275,000 lower/\$225,000 higher (2016: \$461,000 lower/\$377,000 higher) had the Australian dollar weakened/strengthened by 10% against the US dollar due to the reasons noted above.

It is worth noting that the company undertakes the majority of its sales and purchases in US dollars. Therefore, the majority of profit is generated in US dollars, with the reported AUD profit positively impacted by any weakening of the Australian dollar.

As per above, the Group's exposure to other foreign exchange movements is not material.

(ii) Price risk

The Group is not directly exposed to material equity securities price risk or commodity price risk.

25. Financial Risk Management and Other Financial Instrument Disclosures (continued)
(a) Market risk (continued)
(iii) Cash flow and fair value interest rate risk

The Group has significant interest bearing liabilities, as detailed below. The majority of these liabilities bear fixed interest rates. The fair value interest rate risk is not hedged. However, as noted above, the fixed interest rate bank loans are generally used to fund extended credit receivables. Loans from financial institutions are used to purchase and refurbish aviation assets. Although the fair value interest rate risk is not hedged, where possible the loans are matched against receivables in currencies that match the interest rate risk.

Variable rate debt (primarily the bank overdraft) is also not hedged.

The Group's exposure to interest rate risk and the effective weighted average interest rate for each class of financial assets and financial liabilities is set out in the following table:

	Effective Weighted Average Interest Rate %	Floating Interest Rate \$'000	Fixed Interest Rate Maturing						Non- Interest Bearing \$'000	Total \$'000
			1 year or less \$'000	1 to 2 years \$'000	2 to 3 years \$'000	3 to 4 years \$'000	4 to 5 years \$'000	Over 5 years \$'000		
2017										
Financial assets										
Cash and cash equivalents	0.00%	2,423	-	-	-	-	-	-	4	2,427
Trade and other receivables	-	-	-	-	-	-	-	-	17,714	17,714
Loan to Related Party	5.00%	-	-	-	-	-	1,652	-	-	1,652
Extended credit receivables	8.00%	-	551	597	143	-	-	-	-	1,291
Total financial assets		2,423	551	597	143	-	1,652	-	17,718	23,084
Financial liabilities										
Trade and other payables	-	-	-	-	-	-	-	-	6,865	6,865
Bank overdraft	-	-	-	-	-	-	-	-	-	-
Bank Loans	5.15%	16	4,812	3,232	-	-	-	-	-	8,060
Bills payable	5.84%	3,450	4,188	-	-	-	-	-	-	7,638
Lease liabilities	4.50%	-	-	-	-	-	261	-	-	261
Insurance Loan	3.85%	-	61	-	-	-	-	-	-	61
Related party loans	-	-	-	-	-	-	-	-	-	-
Total financial liabilities		3,466	9,061	3,232	-	-	261	-	6,865	22,885

25. Financial Risk Management and Other Financial Instrument Disclosures (continued)

(a) Market risk (continued)

	Effective Weighted Average Interest Rate %	Floating Interest Rate \$'000	Fixed Interest Rate Maturing							Non- Interest Bearing \$'000	Total \$'000
			1 year or less \$'000	1 to 2 years \$'000	2 to 3 years \$'000	3 to 4 years \$'000	4 to 5 years \$'000	Over 5 years \$'000			
2016											
Financial assets											
Cash and cash equivalents	0.00%	1,978	-	-	-	-	-	-	4	1,982	
Trade and other receivables	-	-	-	-	-	-	-	-	8,782	8,782	
Extended credit receivables	8.00%	-	538	583	583	-	-	-	-	1,704	
Total financial assets		1,978	538	583	583	-	-	-	8,786	12,468	
Financial liabilities											
Trade and other payables	-	-	-	-	-	-	-	-	6,328	6,328	
Bank overdraft	-	-	-	-	-	-	-	-	-	-	
Bank loans	5.22%	-	1,742	4,252	-	-	-	-	-	5,994	
Bills payable	5.94%	3,450	-	4,188	-	-	-	-	-	7,638	
Insurance Loan	3.93%	-	56	-	-	-	-	-	-	56	
Related party loans	-	-	-	-	-	-	-	-	-	-	
Total financial liabilities		3,450	1,798	8,440	-	-	-	-	6,328	20,016	

There are no other interest bearing financial assets and liabilities.

Group sensitivity

As the majority of the interest rates are fixed, at 30 June 2017 if interest rates had changed by +/-100 basis points from year-end rates with all other variables held constant, post-tax profit and equity for the year would not be materially impacted (2016: immaterial).

Net Fair Values

The net fair values of financial assets and financial liabilities approximate their carrying values.

Derivative Financial Instruments

The Group does not normally use derivative financial instruments except as noted above.

25. Financial Risk Management and Other Financial Instrument Disclosures (continued)**(b) Credit risk**

The Group trades only with recognised, creditworthy third parties.

The main credit risk arises from receivables balances. These balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not considered significant by the Directors. Management review the credit rating of each customer, taking into account any previous trading history with the Group, its financial position, and external credit reports where appropriate. Individual risk limits are set based on internal ratings and compliance is regularly monitored by management.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements.

The Group does not have any material credit risk exposure to any single debtor or group of debtors under financial instruments at balance date except as follows:

- The Group's customers are involved in the airline passenger and freight operation industry;
- There are a number of individually significant receivables. For example, at 30 June 2017 the largest 10 debtors made up approximately 70% (2016: 84%) of total receivables. The largest debtor is a long term customer in the Maldives and includes trade receivables and maintenance contract receivables. This customer accounts for 34% (2016: 28%) of total receivables.
- The receivables are concentrated in six main geographical areas. Refer to note 26 for further information.

At balance date cash was held with the Commonwealth Bank of Australia.

25. Financial Risk Management and Other Financial Instrument Disclosures (continued)

(c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Group also ensures that adequate unutilised borrowing facilities and cash reserves are maintained. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, unsecured notes, finance leases and finance company loans.

	Consolidated	
	2017	2016
	\$'000	\$'000
Finance Facilities		
<i>Available facilities</i>		
Bank overdraft	653	674
Bank loans - chattel mortgage	-	33
- other	8,218	6,088
Bills payable - multi option	7,638	7,638
Finance Company Leases & Loans	261	-
Related party facilities	-	-
	16,770	14,433
<i>Amounts utilised</i>		
Bank overdraft	-	-
Bank loans - chattel mortgage	-	33
- other	8,121	6,017
Bills payable - multi option	7,638	7,638
Finance Company Leases & Loans	261	-
Related party facilities	-	-
	16,020	13,688
<i>Unused facilities</i>		
Bank overdraft	653	674
Bank loans - other	97	71
	750	745

25. Financial Risk Management and Other Financial Instrument Disclosures (continued)

(c) Liquidity risk (continued)

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities and net and gross settled derivative financial instruments into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	1 year or less \$'000	1 to 2 years \$'000	2 to 3 years \$'000	3 to 4 years \$'000	4 to 5 years \$'000	Over 5 years \$'000	Total \$'000
Group 2017							
<i>Non-derivatives</i>							
Non-interest bearing	6,865	-	-	-	-	-	6,865
Variable rate	3,466	-	-	-	-	-	3,466
Fixed rate	9,061	3,232	-	-	261	-	12,554
Total financial liabilities	19,392	3,232	-	-	261	-	22,885
Group 2016							
<i>Non-derivatives</i>							
Non-interest bearing	6,328	-	-	-	-	-	6,328
Variable rate	-	3,450	-	-	-	-	3,450
Fixed rate	1,798	8,439	-	-	-	-	10,237
Total financial liabilities	8,126	11,889	-	-	-	-	20,015

Bank overdraft

The bank overdraft facilities are subject to annual review and may be drawn at any time. The interest rate is variable and is based on prevailing market rates.

Bank loans

The chattel mortgage loans are repayable by monthly instalments of principal and fixed interest over a period of 2 to 4 years from each draw down date.

Bills payable

The multi-option facility includes variable rate commercial bills of \$3,450,000 (2016: \$3,450,000) at a weighted average interest rate of 4.92% (2016: 5.14%). For each drawing of a bill, a rate is quoted by the bank at the time of draw down. The bills have terms between one and two years from draw down date.

Maturities of financial liabilities

The previous tables analyse the Group's financial liabilities, net and gross settled derivative financial instruments into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

26. Segment Information

The Group has four reportable segments:

- **PTB:** Covering the operations of the holding company PTB Group Limited specialising in PT6 and TPE331 Turboprop engines. The business repairs and sells PT6 and TPE331 engines, maintains related engines under contract, and trades in related engine and airframe parts.
- **PT USA:** This covers the operations of Pacific Turbine USA Pty Ltd specialising in PT6 Turboprop engines. The business repairs and sells PT6 engines, maintains related engines under contract and trades in related engine parts.
- **PT Leasing:** Covers the operation of Pacific Turbine Leasing Pty Ltd (formerly named PTB (Emerald) Pty Ltd). This business is an aircraft and engine owner and leases aircraft and engines to operators under both operating and finance leases.
- **IAP:** Covering the operations of the IAP Group Australia Pty Ltd trading in aircraft, jet aircraft engines, airframes and related parts.

Geographical Segments (Secondary Reporting)

The Group's management and operations are based in Brisbane and Sydney, Australia. Its customers, however, are located in six main geographical markets – Australia/PNG/New Zealand, Pacific Islands, America, Asia, Africa, and Europe.

Segment assets include rental engines and aircraft which are attributed either to the geographic market in which the customer who rents the engine or aircraft at year-end is based or, for non-rented engines and aircraft, where they are physically located.

The following tables outline the distribution of the Group's sales, adjusted EBITDA, assets and liabilities by those geographical markets by business segment.

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

26. Segment Information (continued)

2017	Australia PNG & NZ \$'000	Pacific \$'000	America North & South \$'000	Asia \$'000	Africa \$'000	Europe \$'000	Unallocated \$'000	Total \$'000
(i) Revenue								
PTB								
Total Segment Revenue	9,506	3,612	1,950	18,979	1	276	-	34,324
Inter-segment Revenue	(2,304)	-	-	-	-	-	-	(2,304)
Revenue from external customers	7,202	3,612	1,950	18,979	1	276	-	32,020
PT USA								
Total Segment Revenue	3,584	-	1,290	1,137	1,120	2	-	7,133
Inter-segment Revenue	(3,017)	-	-	-	-	-	-	(3,017)
Revenue from external customers	567	-	1,290	1,137	1,120	2	-	4,116
PT Leasing								
Total Segment Revenue	1,816	429	96	840	3	33	-	3,217
Inter-segment Revenue	(330)	-	-	-	-	-	-	(330)
Revenue from external customers	1,486	429	96	840	3	33	-	2,887
IAP								
Total Segment Revenue	1,905	131	2,091	2,995	233	949	-	8,304
Inter-segment Revenue	(776)	-	-	-	-	-	-	(776)
Revenue from external customers	1,129	131	2,091	2,995	233	949	-	7,528
Unallocated								
Total Unallocated Revenue	-	-	-	-	-	-	-	-
Total revenue from external customers	10,384	4,172	5,427	23,951	1,357	1,260	-	46,551
(ii) Adjusted EBITDA								
PTB	418	189	102	995	-	14	-	1,718
PT USA	96	-	140	123	121	-	-	480
PT Leasing	1,362	309	69	603	2	24	-	2,369
IAP	278	32	508	728	57	231	-	1,834
Unallocated	-	-	-	-	-	-	-	-
Adjusted EBITDA	2,154	530	819	2,449	180	269	-	6,401

26. Segment Information (continued)

2017	Australia PNG & NZ \$'000	Pacific \$'000	America North & South \$'000	Asia \$'000	Africa \$'000	Europe \$'000	Unallocated \$'000	Total \$'000
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(iii) Segment Disclosure Items

Depreciation & Amortisation

PTB	185	-	-	-	-	-	-	185
PT USA	-	-	3	-	-	-	-	3
PT Leasing	1,038	95	-	577	-	-	-	1,710
IAP	67	-	-	-	-	-	-	67
Total	1,290	95	3	577	-	-	-	1,965

Unrealised (Gain)/Loss on Foreign Currency

PTB	-	(19)	(11)	(104)	-	(2)	-	(136)
PT USA	-	-	(79)	(70)	(68)	-	-	(217)
PT Leasing	-	(85)	(19)	(165)	(1)	(6)	-	(276)
IAP	-	(1)	(9)	(13)	(1)	(4)	-	(28)
Total	-	(105)	(118)	(352)	(70)	(12)	-	(657)

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

26. Segment Information (continued)

2017	Australia PNG & NZ \$'000	Pacific \$'000	America North & South \$'000	Asia \$'000	Africa \$'000	Europe \$'000	Unallocated \$'000	Total \$'000
Capital Expenditure								
PTB	74	-	-	-	-	-	-	74
PT USA	-	-	103	-	-	-	-	103
PT Leasing	628	-	-	-	-	-	-	628
IAP	718	-	-	-	-	-	-	718
Total	1,420	-	103	-	-	-	-	1,523

Total Segment Assets

PTB	26,558	1,523	682	8,402	62	186	20,709	58,122
PT USA	648	-	4,913	463	294	2	(629)	5,691
PT Leasing	8,047	423	-	4,225	236	3	(14,928)	(1,994)
IAP	10,963	73	505	2,137	13	6	(5,152)	8,545
Unallocated	-	-	-	-	-	-	-	-
Total	46,216	2,019	6,100	15,227	605	197	-	70,364

Total Assets Includes

Non-current Assets (other than financial assets and deferred tax)

PTB	10,036	77	-	-	-	-	20,709	30,822
PT USA	-	-	101	-	-	-	(629)	(528)
PT Leasing	7,258	416	-	3,503	234	-	(14,928)	(3,517)
IAP	6,093	-	-	-	-	-	(5,152)	941
Total	23,387	493	101	3,503	234	-	-	27,718

Total Segment Liabilities

PTB	2,142	443	3,739	91	75	7	-	6,497
PT USA	27	-	1,307	98	-	-	-	1,432
PT Leasing	230	-	-	376	8	-	-	614
IAP	726	1	175	304	-	114	-	1,320
Total	3,125	444	5,221	869	83	121	-	9,863

26. Segment Information (continued)

2016	Australia PNG & NZ \$'000	Pacific \$'000	America North & South \$'000	Asia \$'000	Africa \$'000	Europe \$'000	Unallocated \$'000	Total \$'000
(i) Revenue								
PTB								
Total Segment Revenue	10,417	5,694	2,557	17,216	7	97	-	35,988
Inter-segment Revenue	(3,174)	-	-	-	-	-	-	(3,174)
Revenue from external customers	7,243	5,694	2,557	17,216	7	97	-	32,814
PT USA								
Total Segment Revenue	417	-	89	-	-	7	-	513
Inter-segment Revenue	(417)	-	-	-	-	-	-	(417)
Revenue from external customers	-	-	89	-	-	7	-	96
PT Leasing								
Total Segment Revenue	-	-	-	907	-	-	-	907
Inter-segment Revenue	-	-	-	-	-	-	-	-
Revenue from external customers	-	-	-	907	-	-	-	907
IAP								
Total Segment Revenue	2,352	1,165	1,735	2,681	237	1,241	-	9,411
Inter-segment Revenue	(58)	-	-	-	-	-	-	(58)
Revenue from external customers	2,294	1,165	1,735	2,681	237	1,241	-	9,353
Unallocated								
Total Unallocated Revenue	-	-	-	-	-	-	-	-
Total revenue from external customers	9,537	6,859	4,381	20,804	244	1,345	-	43,170
(ii) Adjusted EBITDA								
PTB	539	384	172	1,160	1	7	-	2,263
PT USA	-	-	80	-	-	6	-	86
PT Leasing	-	-	-	500	-	-	-	500
IAP	830	458	683	1,055	93	489	-	3,608
Unallocated	-	-	-	-	-	-	-	-
Adjusted EBITDA	1,369	842	935	2,715	94	502	-	6,457

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

26. Segment Information (continued)

2016	Australia PNG & NZ \$'000	Pacific \$'000	America North & South \$'000	Asia \$'000	Africa \$'000	Europe \$'000	Unallocated \$'000	Total \$'000
(iii) Segment Disclosure Items								
Depreciation & Amortisation								
PTB	442	5	-	-	-	-	-	447
PT USA	-	-	-	-	-	-	-	-
PT Leasing	-	-	-	406	-	-	-	406
IAP	840	337	-	-	-	-	-	1,177
Total	1,282	342	-	406	-	-	-	2,030
Unrealised (Gain)/Loss on Foreign Currency								
PTB	-	(40)	(18)	(122)	-	(1)	-	(181)
PT USA	-	-	10	-	-	1	-	11
PT Leasing	-	-	-	(309)	-	-	-	(309)
IAP	-	37	55	85	8	40	-	225
Total	-	(3)	47	(346)	8	40	-	(254)
Capital Expenditure								
PTB	666	-	-	-	-	-	-	666
PT USA	-	-	-	-	-	-	-	-
PT Leasing	-	-	-	-	-	-	-	-
IAP	974	-	-	-	-	-	-	974
Total	1,640	-	-	-	-	-	-	1,640
Total Segment Assets								
PTB	26,312	2,767	456	3,372	194	-	19,575	52,676
PT USA	22	-	2,505	-	-	-	(2,147)	380
PT Leasing	267	-	400	4,821	-	7	(8,372)	(2,877)
IAP	14,725	1,353	78	1,331	59	45	(9,056)	8,535
Unallocated	-	-	-	-	-	-	-	-
Total	41,326	4,120	3,439	9,524	253	52	-	58,714

26. Segment Information (continued)

2016	Australia PNG & NZ \$'000	Pacific \$'000	America North & South \$'000	Asia \$'000	Africa \$'000	Europe \$'000	Unallocated \$'000	Total \$'000
(iii) Segment Disclosure Items								
Total Assets Includes								
Non-current Assets (other than financial assets and deferred tax)								
PTB	12,592	587	-	1,001	-	-	19,575	33,755
PT USA	-	-	-	-	-	-	(2,147)	(2,147)
PT Leasing	-	-	-	4,283	-	-	(8,372)	(4,089)
IAP	7,732	1,178	-	-	-	-	(9,056)	(146)
Total	20,324	1,765	-	5,284	-	-	-	27,373
Total Segment Liabilities								
PTB	2,410	152	3,688	18	-	1	-	6,269
PT USA	-	-	330	-	-	-	-	330
PT Leasing	-	-	627	(213)	34	-	-	448
IAP	759	109	125	725	-	56	-	1,774
Total	3,169	261	4,770	530	34	57	-	8,821

26. Segment Information (continued)
Other segment information
(i) Segment revenue

Sales between segments are carried out at cost and are eliminated on consolidation. The revenue from external parties reported to the Board is measured in a manner consistent with that in the income statement.

Revenues from external customers of PTB and PT USA are derived from repairing, selling, and maintaining PT6 and TPE331 turbo prop aircraft engines under contract and trading in related engine and airframe parts. For IAP, revenue is derived from trading in aircraft, jet aircraft engines, airframes and related parts. PT Leasing's revenue is interest income from finance leases and revenue from operating leases and sale of aircraft.

A breakdown of revenue and results is provided in the preceding tables.

	2017	2016
	\$'000	\$'000
Total Segment revenue	52,978	46,819
Intersegment eliminations	(6,427)	(3,649)
Interest revenue	-	-
Total revenue from continuing operations (note 2)	46,551	43,170

The Group is domiciled in Australia. The amount of its revenue from external customers in Australia is \$10.384 million (2016: \$9.537 million) and the total revenue from external customers in other countries is \$36.167 million (2016: \$33.633 million). Segment revenues are allocated based on the country in which the customer is located.

(ii) Adjusted EBITDA

The Board assesses the performance of the operating segments based on a measure of adjusted EBITDA.

This measurement basis excludes the effects of non recurring expenditure from the operating segments such as, unrealised gains / (losses) on foreign currency movements, impairments of aircraft, inventory and extended credit receivables. Interest income and interest income on long term HP receivables is allocated to segments whereas finance costs and depreciation and amortisation expenses are not allocated to segments.

A reconciliation of adjusted EBITDA to operating profit before income tax is provided as follows:

	2017	2016
	\$'000	\$'000
Adjusted EBITDA	6,401	6,457
Unrealised gain/(loss) on foreign Currency	657	254
Depreciation and amortisation	(1,965)	(2,030)
Finance Costs	(936)	(1,013)
Profit/(Loss) before income tax from continuing operations	4,157	3,668

26. Segment Information (continued)

(iii) Segment assets

The amounts provided to the Board with respect to total assets are measured in a manner consistent with that of the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

Reportable segments' assets are reconciled to total assets as follows:

	2017 \$'000	2016 \$'000
Segment Assets	70,364	58,714
Unallocated:		
Deferred tax assets	4,013	4,918
Total assets as per the statement of financial position	74,377	63,632

The total of non current assets other than financial instruments and deferred tax assets located in Australia is \$23,387 million (2016: \$20.324 million), and the total of these non current assets located in other countries is \$4.331 million (2016: \$7.049 million). Segment assets are allocated to countries based on where the assets are located.

(iv) Segment liabilities

The amounts provided to the board with respect to total liabilities are measured in a manner consistent with that of the financial statements. These liabilities are allocated based on the operations of the segment.

The group's borrowings and derivative financial instruments are not considered to be segment liabilities but rather managed by the treasury function. Reportable segments' liabilities are reconciled to total liabilities as follows:

	2017 \$'000	2016 \$'000
Segment Liabilities	9,863	8,821
Unallocated:		
Deferred tax liabilities	3,741	3,438
Current borrowings	12,527	1,798
Non-current borrowings	3,493	11,889
Total liabilities as per the statement of financial position	29,624	25,946

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

27. Dividends

	2017 \$'000	2016 \$'000
Dividends paid during the year		
Interim dividend for 30 June 2017 of 5 cents per share (2016: 5 cents per share) fully franked (at 30%) paid on 26 June 2017	2,642	2,100

Dividends paid in cash or satisfied by the issue of shares under dividend reinvestment scheme during the year were as follows:

Paid in cash	539	682
Satisfied by the issue of shares	2,103	1,418
	2,642	2,100

	Consolidated		Parent Entity	
	2017 \$'000	2016 \$'000	2017 \$'000	2016 \$'000
Franking credits				
Franking credits available for subsequent financial years based on a tax rate of 30% (2016: 30%)	8,204	9,336	8,204	9,336

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- a) franking credits that will arise from the payment of the amount of the provision for income tax;
- b) franking debits that will arise from the payment of dividends recognised as a liability at the reporting date; and
- c) franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

The consolidated amounts include franking credits that would be available to the parent entity if distributable profits of subsidiaries were paid as dividends.

28. Subsidiaries

Name	Country of Incorporation	Equity Holding	
		2017	2016
PTB Finance Limited ⁽¹⁾	Australia	100%	100%
Pacific Turbine USA Pty Ltd ^{(1) (9)}	Australia	100%	100%
Pacific Turbine, Inc ⁽²⁾	USA	100%	100%
Pacific Turbine Leasing Pty Ltd ⁽³⁾	Australia	100%	100%
Aircraft Maintenance Services Ltd ⁽⁴⁾	United Kingdom	0%	100%
IAP Group Australia Pty Ltd ⁽⁵⁾	Australia	100%	100%
International Air Parts UK Limited ⁽⁶⁾	United Kingdom	100%	100%
PTB Emerald Limited ⁽⁷⁾	United Kingdom	100%	100%
748 Cargo Pty Ltd ⁽⁸⁾	Australia	100%	100%
Pacific Turbine USA, LLC ⁽¹⁰⁾	USA	100%	N/A

(1) Incorporated 14 October 2005

(2) Incorporated 29 September 2005

(3) Incorporated 4 October 2006 (previously PTB (Emerald) Pty Ltd)

(4) Incorporated 6 November 2006 (sold 30 September 2016)

(5) Purchased as part of business combination on 21 September 2006
Aeropelican Air Services disposed on 30 September 2008

(6) Incorporated 18 October 2006

(7) Incorporated 13 October 2006

(8) Incorporated 21 June 2007 (Previously PTB Asset Management Pty Ltd)

(9) Change of name on 1 February 2016 (Previously PTB Rentals Australia Pty Ltd)

(10) Incorporated 27 March 2017

All subsidiaries are 100% owned by PTB Group Limited except Aircraft Maintenance Services Ltd for which all shares were sold on 30 September 2016. All share capital consists of ordinary shares in each company and the proportion of ownership interest is equal to the proportion of voting power held. All subsidiaries were established by the parent except for those acquired as part of the business combination in prior years.

There are no significant restrictions over the Group's ability to access these assets, and settle liabilities, of the Group.

29. Deed of Cross Guarantee

On 29 June 2007, PTB Group Limited and all of its subsidiaries, excluding PTB Finance Limited and Pacific Turbine Inc, entered into an arrangement as parties to a deed of cross guarantee under which each company guarantees the debts of the others. By entering into the deed, the wholly owned entities have been relieved from the requirements to prepare a financial report and Directors' report under Class Order 98/1418 (as amended) issued by the Australian Securities and Investments Commission.

(a) Consolidated statement of profit & loss and other comprehensive income and summary of movements in consolidated retained earnings

PTB Group Limited and its subsidiaries, excluding PTB Finance Limited and Pacific Turbine Inc, represent a 'Closed Group' for the purposes of the Class Order, and as there are no other parties to the Deed of Cross Guarantee that are controlled by PTB Group Limited, they also represent the 'Extended Closed Group'.

Set out below is a consolidated statement of profit & loss and other comprehensive income and a summary of movements in consolidated retained profits for the year ended 30 June 2017 of the Closed Group:

	2017	2016
	\$'000	\$'000
Revenue	46,551	43,170
Total Revenue	46,551	43,170
Changes in inventories of finished goods and work in progress	797	327
Raw materials and consumables used and finished goods purchased for sale	(31,568)	(28,085)
Employee benefits expense	(5,674)	(5,608)
Depreciation and amortisation	(1,965)	(2,030)
Repairs and maintenance	(80)	(92)
Bad and doubtful debts	808	569
Finance costs	(936)	(1,013)
Net foreign exchange gain/(loss)	42	(525)
Net gain/(loss) on sale of property, plant and equipment	-	200
Impairment of aircraft	-	-
Other expenses	(3,818)	(3,245)
Total expenses	(42,394)	(39,502)
Profit/(Loss) before income tax expense	4,157	3,668
Income tax expense	(1,209)	(1,101)
Profit/(Loss) for the year	2,948	2,567
Statement of Comprehensive Income		
Profit/(Loss) for the year	2,948	2,567
Other comprehensive income net of tax	-	-
Total comprehensive income for the year attributable to the owners of the parent entity	2,948	2,567
Summary of movements in consolidated retained profits/(losses)		
Retained (losses)/profits at the beginning of the financial year	(10,292)	(10,759)
Transfer to dividend appropriation reserve	(2,948)	-
Profit/(loss) for the year	2,948	2,567
Dividend paid during the year	-	(2,100)
Retained (losses)/profits at the end of the financial year	(10,292)	(10,292)

29. Deed of Cross Guarantee (continued)

(b) Consolidated Statement of Financial Position

Set out below is a consolidated statement of financial position as at 30 June 2017 of the Closed Group:

	2017	2016
	\$'000	\$'000
Current Assets		
Cash and cash equivalents	2,427	1,982
Trade and other receivables	17,753	7,707
Inventories	22,237	21,440
Current tax assets	-	-
Other current assets	229	212
Total Current Assets	42,646	31,341
Non-Current Assets		
Trade and other receivables	2,590	2,465
Inventories	2,309	-
Other financial assets	265	265
Property, plant and equipment	18,171	20,260
Deferred tax assets	4,013	4,918
Intangible assets	4,334	4,334
Other non-current assets	-	-
Total Non-Current Assets	31,682	32,242
Total Assets	74,328	63,583
Current Liabilities		
Trade and other payables	6,865	6,328
Borrowings	12,527	1,798
Current tax liabilities	-	-
Provisions	741	713
Other current liabilities	1,557	1,217
Total Current Liabilities	21,690	10,056
Non Current Liabilities		
Borrowings	3,493	11,889
Deferred tax liabilities	3,741	3,438
Provisions	430	449
Other non-current liabilities	270	114
Total Non-Current Liabilities	7,934	15,890
Total Liabilities	29,624	25,946
Net Assets	44,704	37,637
Equity		
Contributed equity	40,734	33,973
Reserves	14,262	13,956
Retained earnings	(10,292)	(10,292)
Total Equity	44,704	37,637

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

30. Related Party Balances and Transactions

a) Parent entity and subsidiaries

The ultimate parent entity of the Group is PTB Group Limited. Interests in subsidiaries are set out in note 28.

b) Key management personnel

Disclosures relating to key management personnel are set out in the Directors' Report and note 21.

c) Other Transactions with Subsidiaries

The following transactions occurred with subsidiaries:

	Parent Entity	
	2017	2016
Parent Entity	\$	\$
Revenue - sale of engines	891,593	1,947,455
Revenue - sale of goods and services	1,412,870	1,226,438
Purchase of engines	3,143,562	350,503
Purchase of goods and services	502,849	201,404

In addition to the above sales, the parent has also provided, free of charge, other administrative and accounting assistance to the subsidiaries.

d) Outstanding balances of Loans to Subsidiaries

Loans to subsidiaries	20,393,687	19,258,991
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The loans are non-interest bearing, unsecured, at call and repayable in cash.

e) Outstanding balances arising from sales/purchases of goods and services

Trade and extended credit receivables	-	-
Trade payables	-	-

No provisions for doubtful debts have been raised in relation to any outstanding balances, and no expense has been recognised in respect of bad or doubtful debts due from related parties.

31. Parent Entity Financial Information

a) Summary financial information

	2017 \$'000	2016 \$'000
Statement of Financial Position		
Current assets	27,300	18,921
Total Assets	69,821	66,122
Current liabilities	13,976	6,501
Total Liabilities	16,337	16,660
<i>Shareholder's equity</i>		
Issued Capital	40,734	33,973
Reserves	12,596	11,856
Retained earnings	154	3,633
	53,484	49,462
Profit / (loss) for the year	(97)	956
Total comprehensive income	(97)	956

b) Guarantees entered into by the parent entity

Carrying amount included in current liabilities	-	-
	-	-

32. Events after the Balance Date

No matters or circumstances have arisen since the end of the financial year which have significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future years.

33. Contingent liabilities

The Group had the following bank guarantees as at 30 June:

Favouree	Bank	Date	2017 \$'000	2016 \$'000
Bankstown Airport Limited	CBA	27/03/2007	18	18
			18	18

Notes to the Financial Statements

for the year ended 30 June 2017 (Continued)

The Directors of the Company declare that:

- (a) the attached financial statements and notes, as set out on pages 29 to 83 are in accordance with the Corporations Act 2001 and:
 - (i) comply with Australian Accounting Standards and the Corporations Regulations 2001; and
 - (ii) give a true and fair view of the financial position as at 30 June 2017 and of the performance for the year ended on that date of the consolidated entity;
- (b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and
- (c) at the date of this declaration, there are reasonable grounds to believe that the members of the Extended Closed Group identified in note 29 will be able to meet any obligations or liabilities to which they are, or may become, subject by virtue of the deed of cross guarantee described in note 29; and
- (d) the financial statements also comply with International Financial Reporting Standards as disclosed in note 1.

The Directors have been given the declarations by the Managing Director and Chief Financial Officer for the financial year ended 30 June 2017 required by section 295A of the Corporations Act 2001.

This declaration is made in accordance with a resolution of the Directors.



CL Baker
Chairman
Brisbane
25 August 2017

HALL CHADWICK QLD AUDIT 
CHARTERED ACCOUNTANTS & BUSINESS ADVISERS

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INDEPENDENT AUDITOR'S REPORT – TO THE MEMBERS OF PTB GROUP LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of PTB Group Ltd, which comprises the consolidated statement of financial position as at 30 June 2017, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and the Directors' declaration of the Consolidated Entity comprising the Company and the entities it controlled at the year's end or from time to time during the financial year.

In our opinion:

- a. the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:
- (i) giving a true and fair view of the Group's financial position as at 30 June 2017 and of its financial performance for the year then ended; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001
- b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement. Our responsibilities under those standards are further described in the Auditor's Responsibilities section of our report. We are independent of the Group in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditor's Report

for the year ended 30 June 2017 (Continued)

(a) Key Audit Matter - Value of Goodwill

Refer to Note 1 (q), Note 11 and Note 1 (ad) – Intangible Assets

The value of goodwill recognised for the acquisition of International Air Parts (IAP) has been considered as a key audit matter. Conditions giving rise to our focus on this area included the significant level of judgement in respect of factors such as:

- budgeted future revenue and costs;
- discount rates; and
- the terminal growth rate

How our audit addressed the key audit matter

Our procedures included, amongst others:

- Evaluation of management's goodwill impairment assessment process and testing controls such as the review of forecasts by management.
- Obtaining the Group's value in use models and agreeing amounts to the Group's FY18 budget.
- Testing key inputs to the value in use model included forecast revenue, costs, capital expenditure, discount rates and terminal growth rates. We challenged these inputs by corroborating the key market based assumptions to external published industry growth rates and industry reports. For non-market based assumptions we corroborated those assumptions by comparing forecasts to historical costs incurred or margins on similar projects. We also assessed the inclusion of key ongoing revenue contracts by comparing the margins in the impairment model to historical contract margins.
- Assessment of the accuracy of previous forecasts as part of our evaluation of forecasts included in the value in use model. We applied scepticism to current period forecasts in areas where previous forecasts were not achieved and/or where future uncertainty is greater or volatility is expected.
- Performing sensitivity analysis on the Cash Generating Unit (CGU) in two main areas being the discount rate and the terminal growth rate assumptions.

(b) Key Audit Matter - Carrying value and existence of aviation assets

Refer to Note 1 (p) and Note 9 – Property Plant and Equipment

We considered the potential impairment of aviation assets as a key audit matter due to the size of the asset base, and because the Group's internal assessment of the fair value less costs to sell involves judgements about the future results generated from these assets and the discount rates applied to future cash flow forecasts.

PTB have provided evidence of the carrying value of the aircraft by conducting NRV calculations. This involved calculating the cost to bring each asset into use and identifying the cash flows arising from use, before discounting these cash flows. There are two elements to the cash flow generated by these assets – rental of the engine, and the margin on the maintenance.

How our audit addressed the key audit matter

Our procedures included, amongst others:

- Evaluation of each asset's cash flow forecasts and the process by which they were developed, including considering the mathematical accuracy of the underlying calculations. We also compared them to the latest rental agreements and found that the metrics used were consistently applied.
- Comparison of current year actual results with the figures included in the prior year forecast to consider whether any forecasts included assumptions that, with hindsight, had been optimistic. We found that the actual performance was materially consistent with forecast performance.
- Verified existence by sighting aviation assets as at 30 June 2017 and gave consideration to their physical condition.

We also challenged:

- the Group's key assumptions for growth rates in the forecasts by comparing them to historical results and economic and industry forecasts; and
- the discount rate used in the model by assessing the cost of capital for the Group by comparing it to market data and industry research.

(c) Key Audit Matter – Inventory Valuation & Existence

Refer to Note 1 (m) and Note 6 – Inventories

The Group recognised inventory of \$24.5 million at 30 June 2017. We focussed on this matter because of the:

- significance of the inventory balance to the profit and statement of financial position; and
- slow moving nature of some major stock items due to the fragmented landscape of the aviation spare parts industry

How our audit addressed the key audit matter

Our procedures included, amongst others:

- Attending inventory counts at locations selected based on materiality and risk. Where locations were not attended we tested certain controls over inventory existence across the Group.

For locations attended, we performed the following procedures at each site:

- Selected a sample of inventory items and comparing the quantities we counted to the quantities recorded.
 - Observed a sample of management's inventory count procedures to assess compliance with the Group's inventory policy.
 - Made enquiries regarding obsolete inventory items and looked at the condition of items counted.
- A sample of inventory items was tested to assess whether they were recorded at a value higher than that for which they could be sold. Procedures performed included the following:
 - Evaluated the methods used by management in the costing of finished goods.
 - Selected a sample of inventory items and performing net realisable value testing as follows:
 - comparing cost to sales prices realised subsequent to period end by checking sales invoices, price lists and contracts; and
 - where cost was greater than net realisable value, considered whether a write down was required.

Other Information

The Directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2017, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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.

Responsibilities of the Directors for the Financial Report

The Directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the Directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In note 1, the Directors also state, in accordance with Australian Accounting Standards AASB 101 Presentation of Financial Statements, that the financial report complies with International Financial Reporting Standards.

In preparing the financial report, the Directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. Our objectives are to obtain reasonable assurance about whether the financial report as a whole is 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 conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit.

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial report.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial report that gives a true and fair view 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 entity's internal control.

The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial report.

We conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 report 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 Group to cease to continue as a going concern.

We evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

Independent Auditor's Report

for the year ended 30 June 2017 (Continued)

We communicate with the 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.

The Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements. We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

We have audited the remuneration report included in pages 8 to 13 of the Directors' report for the year ended 30 June 2017.

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion the remuneration report of PTB Group Limited for the year ended 30 June 2017 complies with s 300A of the Corporations Act 2001.



Geoffrey Stephens
Hall Chadwick Qld Audit
Chartered Accountants

Dated this 25th day of August 2017

Shareholders' Information

for the year ended 30 June 2017

The shareholder information set out below was applicable as at 8 August 2017.

(a) Distribution of Shareholders:

Category (size of Holding)	Class of equity security	
	Ordinary Shares	Options
1 – 1,000	44	-
1,001 – 5,000	165	-
5,001 – 10,000	98	-
10,001 – 100,000	239	-
100,001 and over	73	-
	619	-

(b) The number of ordinary shareholdings held in less than marketable parcels is 28.

(c) The names of the substantial shareholders (including related entities) listed in the company's register are:

	Number of Ordinary Shares Held	Percentage %
Asir & Nek Private Limited	11,252,745	17.93%
SG Smith and Judith Flintoft	5,560,038	8.86%
RS Ferris	5,134,499	8.18%
CL Baker	3,585,639	5.71%

(d) Voting Rights

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote. Options carry no voting rights.

(e) 20 Largest Shareholders — Ordinary Shares (Quoted):

	Number of Ordinary Fully Paid Shares Held	Percentage %
ASIR & NEK PRIVATE LIMITED	11,252,745	17.93%
MR ROYSTON STEPHEN FERRIS	5,134,499	8.18%
BAKER SUPERANNUATION PTY LTD	3,203,262	5.10%
JUDITH ANN MARGARET FLINTOFT	3,000,000	4.78%
J P MORGAN NOMINEES AUSTRALIA LIMITED	2,375,396	3.79%
PRINCE PRIYANTHA GUNASEKARA	2,236,224	3.56%
MILTON YANNIS	1,757,597	2.80%
MR STEPHEN GARRY SMITH & MRS JUDITH ANN FLINTOFT	1,672,038	2.66%
ROSS GEORGE YANNIS	1,325,285	2.11%
MARGARET HILLS	1,061,432	1.69%
HUGH JONES	945,758	1.51%
GRAEME HILLS	913,407	1.46%
DENMAN INCOME LIMITED	911,602	1.45%
DR DAVID JOHN RITCHIE & DR GILLIAN JOAN RITCHIE	900,000	1.43%
JUDITH FLINTOFT	888,000	1.42%
EST GEORGE YANNIS & MRS THELMA YANNIS	815,760	1.30%
HUNTINGTON GROUP PTY LIMITED	798,957	1.27%
JET INVEST PTY LTD	600,000	0.96%
STANBOX PTY LIMITED	570,000	0.91%
MR EDWARD JAMES DALLY & MRS SELINA DALLY	528,504	0.84%
	40,890,466	65.16%

Unquoted equity securities

Number on issue

Number of holders

Options issued under the PTB Group Ltd Share Option Scheme to take up ordinary shares

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Company Statistics
for the year ended 30 June 2017

	2017	2016	2015	2014	2013
Revenue (\$'000)	46,551	43,170	35,996	34,732	27,704
+/- Net profit/(loss) (\$'000)	2,948	2,567	1,963	(11,137)	368
Net Assets (\$'000)	44,753	37,686	35,101	33,556	44,693
Cash Flow from Operating Activities (\$'000)	(3,210)	1,671	1,183	3,215	6,496
Ordinary Shares fully paid ('000)	62,749	47,891	42,008	36,582	36,582
Return on average shareholders' funds (%)	7.38	7.21	4.92	(28.47)	0.82
Share price at year-end (\$)	0.485	0.42	0.30	0.29	0.40
NTA backing per Share (Cents)	64	70	73	80	110
Dividend paid (Cents) per share in respect of each financial year	5	5	5	Nil	5.1
Average AUD/USD exchange rate	\$0.79	\$0.73	\$0.84	\$0.92	\$1.03



Notes:



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