



# ANNUAL REPORT 2015



**INDUSTRIAREIT**

An APN Property Group fund

Industria Trust No. 1 ARSN 125 862 875  
Industria Trust No. 2 ARSN 125 862 491  
Industria Trust No. 3 ARSN 166 150 938  
Industria Trust No. 4 ARSN 166 163 186  
Industria Company No. 1 Ltd ACN 010 794 957

## FY2015 Highlights

**\$400m**

PORTFOLIO  
VALUE

**4.8yrs**

WEIGHTED  
AVERAGE  
LEASE EXPIRY

**\$2.02**

NET TANGIBLE  
ASSETS  
PER SECURITY

**33.4%**

GEARING

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**Industria REIT (ASX code: IDR) is a listed Australian real estate investment trust (AREIT) which owns a workspace focussed portfolio of 17 established, high quality industrial, technology park and business park assets located across Sydney, Melbourne, Brisbane and Adelaide. Industria's portfolio provides tenants with modern, cost effective and practical spaces to meet their business needs. Industria REIT's objective is to provide investors with stable cash returns and capital growth based on APN's 'property for income' philosophy with a 'property for industry' focus.**

### **About the manager**

The Responsible Entity and Manager of Industria REIT is APN Funds Management Limited (APN FM). APN FM is a wholly owned subsidiary of APN Property Group Limited (APN).

Established in 1996, APN is listed on the ASX and manages \$2.2 billion (as at 30 June 2015) of real estate and real estate securities. APN trades on the ASX under the code "APD".

APN's existing suite of funds spans direct property funds, property securities funds and the listed Industria REIT (ASX: IDR) and Generation Healthcare REIT (ASX: GHC).

APN's approach to real estate investment is based on a "property for income" philosophy.

APN has significant experience in managing real estate investments. Focusing exclusively on real estate over many years provides a depth of understanding which enables APN to deliver value to investors.

APN's ongoing strategy is driven by a commitment to investment performance and outstanding service. APN's competitive advantage is based on: expertise; track record; co-investment and alignment with investors; and strong governance.

To find out more about APN, please visit [www.apngroup.com.au](http://www.apngroup.com.au)

# LETTER FROM THE FUND MANAGER

Dear Investor,

The key highlights for the period to 30 June 2015 include the following:

- Distributed 16.20 cents per Security
- Completed leasing transactions for over 18,800 sqm
- Sale of 53 Brandl Street, Brisbane Technology Park at premium to book value
- 30 June 2015 net tangible assets per Security of \$2.02 (or \$2.05 excluding derivatives)
- Weighted average cap rate of 8.13%, firming 16bps from 8.29% as at 30 June 2014
- WALE of 4.8 years by Net Lettable Area<sup>1</sup>
- Occupancy of 92.0%<sup>2</sup>
- Gearing of 33.4%

Industria REIT's (IDR) Distributable Earnings of \$20.3 million was lower than PDS and Prospectus forecasts issued in October 2013. Distributions per Security of 16.20 cents were 3.1% below IPO forecasts and are in line with guidance provided in February 2015. This was largely attributable to lower than forecast rental income.

As previously advised at the AGM on 20 November 2014, the leasing market, particularly in Brisbane has deteriorated resulting in higher than forecast vacancy periods and lower than forecast rental income at the Brisbane Technology Park (BTP) and at Rhodes Building C, NSW.

Leasing conditions continue to be challenging. At present there are no signs of improvement in either tenant demand or leasing terms in the Brisbane market and we do not expect this situation to change in the near term.

IDR's objective is to provide investors with access to a well leased workspace focussed commercial property portfolio and relatively high cash income distribution yield. IDR is focussed on active management and its leasing program to maximise the portfolio's WALE, occupancy and income level.

IDR intends to continue to pursue opportunities to recycle capital through optimising its property portfolio, having regard to occupancy levels and enhancing portfolio value over the short and longer term.

Distributions for the period ending 30 June 2016 are forecast to be 15.00 – 15.80 cents per Security.

The low end of the guidance range assumes:

- no leasing activity other than transactions which have been completed as at 17 August 2015;
- current market conditions continue; and
- no unforeseen events occur, including tenant defaults.

We appreciate your continued support of Industria REIT.



**Laurence Parisi**  
Fund Manager, Industria REIT

<sup>1</sup> WALE of 5.3 years as at 31 July 2015 (including certain transactions subject to documentation and approvals)

<sup>2</sup> Occupancy of 94.4% as at 31 July 2015 (including certain transactions subject to documentation and approvals)





88 Brandl Street, BTP

# FUND UPDATE

## Financial Results

Industria REIT's Distributable Earnings of \$20.3 million were lower than PDS and Prospectus forecasts issued in October 2013. Distributions per Security of 16.20 cents were 3.1% below IPO forecasts and are in line with guidance provided in February 2015. This was largely attributable to lower than forecast rental income.

As previously advised at the AGM on 20 November 2014, the leasing market, particularly in Brisbane has deteriorated resulting in higher than forecast vacancy periods and lower than forecast rental income at the Brisbane Technology Park (BTP) and at Rhodes Building C, NSW.

## Net tangible assets and asset valuations

Total investment property assets decreased by \$4.1 million or 1.0% to \$399.9 million during the financial year. This reflects the sale of 53 Brandl Street and 21 Brandl Street (plot of land) (both in BTP), at a premium to their combined carrying value of \$10.2 million. It also reflects \$1.1 million of capital expenditure, \$1.7 million increase in deferred lease incentives and \$3.3 million of fair value uplift as a result of firming of capitalisation rates based on independent valuations.

Net tangible assets ('NTA') total \$249.8 million, equating to an increase in NTA per Security to \$2.02 as at 30 June 2015.

## Portfolio Performance

Throughout the year over 18,800 sqm was successfully renewed or leased, in what continues to be a challenging leasing environment. Occupancy was 92.0% as at 30 June 2015 with a portfolio WALE of 4.8 years by area. However, portfolio WALE following the leasing transactions listed below (including Heads of Agreement) and the commencement of the Interactive lease on 1 July 2015 has increased to 5.3 years with occupancy increasing to 94.4% as at 31 July 2015.

## Leasing

### Key leasing transactions completed in FY2015

- 10,647 sqm industrial tenancy to RFS at 32 Garden Street, Kilsyth
- 2,859 sqm industrial tenancy to Toyota Australia at Unit F, 5 Butler Boulevard, Adelaide Airport
- 4,162 sqm office tenancy to Interactive at 7 Clunies Ross Court, Brisbane Technology Park
- 420 sqm office tenancy to ABC Consulting at Rhodes Building C
- 401 sqm office tenancy to Nexon at 6 Electronics Street, Brisbane Technology Park
- 350 sqm office tenancy to Wiley & Co. at Rhodes Building C

### Leasing completed post 30 June 2015

Post reporting date a number of leasing transactions have been negotiated including new leases and renewals of existing tenants. Over 10,700 square metres of transactions are either under negotiation (subject to approvals and documentation) or have been completed, significantly reducing leasing risk in financial years ending June 2016 and June 2017.

Key leasing transactions completed post 30 June 2015 (comprising 4,545 sqm of the 10,700 sqm):

- 1,525 sqm office tenancy to Toshiba at 7 Clunies Ross Court, Brisbane Technology Park;
- 1,641 sqm office tenancy to BTP Services at 7 Clunies Ross Court, Brisbane Technology Park;
- 859 sqm office tenancy to Zimmer at 85 Brandl Street, Brisbane Technology Park; and
- 520 sqm short-term office tenancy to BTPIQ at 18 Brandl Street, Brisbane Technology Park.

## Outlook

### Sydney suburban office market

Following a period of subdued tenant demand, leasing conditions in suburban Sydney are showing modest signs of recovery. With the CBD rental cycle entering the early stages of an upturn on the back of improving demand, it is expected the quantum of suburban tenants moving inwards will start to reduce in 2015 into 2016. Leasing conditions in the secondary market have been more challenging and are expected to remain so in the short term.

Development activity has been extremely subdued in the Sydney suburban market, however, residential conversion has remained a common theme, which may in turn lead to a pick-up in supply.

The significant depth of capital seeking property investment opportunities resulted in a material uplift in commercial office sales volumes over the past year. A-grade core market yields range on average from between 7.25% and 8.00%. However modern assets with long term passive income or smaller assets with redevelopment potential are trading a substantial premium to this average range.

### Melbourne industrial market

Melbourne's industrial vacancy has been growing since October 2012. Backfill space due to tenants relocating to newly constructed accommodation, purpose built (D&C's) and speculatively developed facilities, continue to drive up Melbourne's industrial vacancy. Total vacancy is now at its highest level since January 2010. Although over the quarter the rate of growth in vacancy continued to ease, this may reflect that the peak for total vacancy may be in the foreseeable future.

The impetus for rental growth remains subdued with rents either remaining relatively stable or increasing only marginally over the last six months. Robust competition amongst developers and other landlords, including through higher incentives, has slowed the momentum in rental growth despite a gradual recovery in demand. Lower cap rates, which promote development, may also see rental growth remain lower than would otherwise have been the case.

Investment demand is expected to remain robust given continued low interest rates. This could translate into continued yield compression for prime and better quality secondary assets yields with investment yields potentially tightening by 25 basis points across Melbourne's various sub regions over the next year.

### Brisbane suburban office market

Supply additions throughout 2015 are expected to total 24,430 sqm, dominated by the completion of a 12,500 sqm building in Springfield as forecast by Knight Frank. At Innovation Square, within the Brisbane Technology Park, Eight Mile Plains work is soon to commence on a 2,218 sqm building on a speculative basis. There also remain a number of approved suburban office buildings in the existing office parks and proposed mixed use developments that will proceed subject to pre-commitment.

Tenant demand across the Brisbane commercial market remains subdued. Tenants are being provided with many cost effective options from both CBD and Fringe properties in competition to the suburban market, including the Brisbane Technology Park. Despite the relatively lower levels of tenant activity in the suburban market, the vacancy rates across the major precincts remain in single digits, and are lower than the respective figures in the Brisbane CBD and Fringe markets.

Rental rates have remained under pressure in the suburban market as the wider commercial rental market remains soft. Over the past 12 months, there has been little to no change in face rents. Expectations for rental growth in the suburban market remain modest with little to no change expected in the short term.

Investment demand for Brisbane suburban assets has increased in line with the broader improvement in the investment market. While private investors are active in the smaller end of the market, there is also increased presence from syndicators and other institutional funds. Investment markets remain buoyed by offshore and local demand for high yielding investments. Prime yields have firmed by at least 25bps over the past year and will remain on a downward trend during the remainder of 2015.



140 Sharps Road, Tullamarine

Source: APN, Knight Frank

# STRATEGY AND OBJECTIVES

**Industria's objective is to provide investors with stable cash returns and the potential for income and capital growth by investing in workspace focussed real estate. This objective is based on APN's 'property for income' philosophy with a 'property for industry' focus.**

## Property for **industry**

Industria is the base for industry, diligence, activity

# INDUSTRIAREIT

An APN Property Group fund

## Property for **income**

Industria remains loyal to APN's 'property for income' philosophy

Industria's objectives will be achieved through:

- investing in a quality portfolio of industrial and business park properties that provide tenants with cost effective, practical accommodation to meet their business needs;
- investing in a portfolio diversified by geography, sector and tenant (by number and by industry);
- investing in modern assets in recognised locations with excellent amenity (including infrastructure access, public transport access, car parking facilities, childcare facilities and shopping facilities);
- accessing best practice management to ensure risk adjusted returns are maximised;
- pursuing acquisition, divestment and investment opportunities via APN's relationships and expertise in sourcing transaction opportunities; and
- appropriate capital structure and capital management.





# RESULTS

## Balance Sheet

|   | 30 June 2015 | 30 June 2014 | Change |
|---|--------------|--------------|--------|
| INVESTMENT PROPERTIES   | \$399.9m     | \$404.0m     | ▼      |
| TOTAL ASSETS  | \$406.4m     | \$410.2m     | ▼      |
| TOTAL LIABILITIES   | \$156.5m     | \$160.1m     | ▼      |
| NET TANGIBLE ASSETS (NTA)   | \$249.8m     | \$250.1m     | ▼      |
| SECURITIES ON ISSUE   | 123.5m       | 125.0m       | ▼      |
| NET TANGIBLE ASSETS PER SECURITY                                      | \$2.02       | \$2.00       | ▲      |
| NET TANGIBLE ASSETS PER SECURITY<br>(Excluding derivatives liability) | \$2.05       | \$2.01       | ▲      |
| GEARING <sup>1</sup>  | 33.4%        | 33.4%        | -      |

## Income and Distributions

|  | Actual<br>FY2015 | October 2013<br>IPO forecast<br>FY2015 |
|--|------------------|--|
| STATUTORY NET PROFIT                   | \$22.8m          | \$23.8m                                |
| DISTRIBUTABLE EARNINGS                 | \$20.3m          | \$21.3m                                |
| DISTRIBUTIONS                          | \$20.1m          | \$20.9m                                |
| SECURITIES ON ISSUE                    | 123.5m           | 125.0m                                 |
| EARNINGS PER SECURITY                  | 18.22c           | 19.04c                                 |
| DISTRIBUTION PER SECURITY              | 16.20c           | 16.72c <sup>2</sup>                    |
| PAYOUT RATIO                           | 99.0%            | 98.0%                                  |
| TAX DEFERRED COMPONENT OF DISTRIBUTION | 45.5%            | 49.0%                                  |

140 Sharps Road, Tullamarine

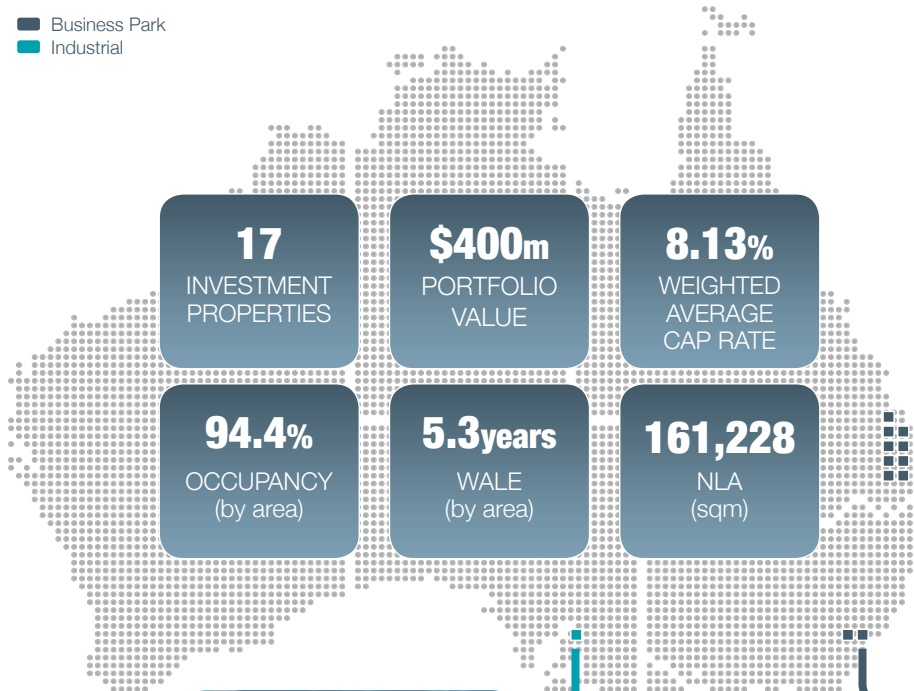
<sup>1</sup> Industria's debt less cash, divided by the value of the Portfolio

<sup>2</sup> Revised guidance provided in February 2015 of 16.20 to 16.72 cents per Security

# PORTFOLIO OVERVIEW

## Industria portfolio overview as at 31 July 2015

■ Business Park  
■ Industrial



**17**  
INVESTMENT  
PROPERTIES

**\$400m**  
PORTFOLIO  
VALUE

**8.13%**  
WEIGHTED  
AVERAGE  
CAP RATE

**94.4%**  
OCCUPANCY  
(by area)

**5.3years**  
WALE  
(by area)

**161,228**  
NLA  
(sqm)



### Adelaide, South Australia

| Sector                | Industrial |
|-----------------------|------------|
| Investment properties | 1          |
| Value (\$m)           | 12.8       |
| Weighted avg cap rate | 10.00%     |
| Occupancy (by area)   | 100%       |
| WALE (years by area)  | 2.5        |



### Melbourne, Victoria

| Sector                | Industrial |
|-----------------------|------------|
| Investment properties | 5          |
| Value (\$m)           | 83.9       |
| Weighted avg cap rate | 8.02%      |
| Occupancy (by area)   | 100%       |
| WALE (years by area)  | 6.3        |



### Brisbane, Queensland

| Sector                | Business Park |
|-----------------------|---------------|
| Investment properties | 9             |
| Value (\$m)           | 170.5         |
| Weighted avg cap rate | 8.47%         |
| Occupancy (by area)   | 82.9%         |
| WALE (years by area)  | 3.9           |



### Sydney, New South Wales

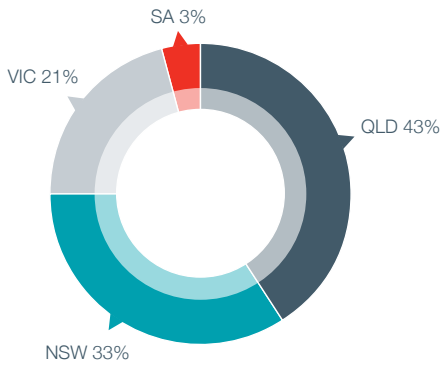
| Sector                | Business Park |
|-----------------------|---------------|
| Investment properties | 2             |
| Value (\$m)           | 132.6         |
| Weighted avg cap rate | 7.60%         |
| Occupancy (by area)   | 91.0%         |
| WALE (years by area)  | 5.3           |

Note: Includes certain transactions subject to documentation and approvals.

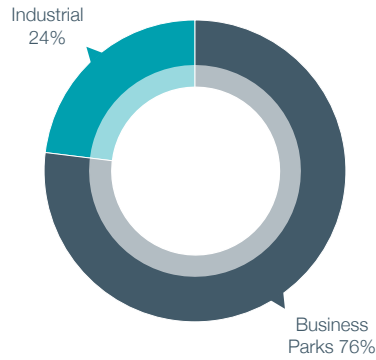
Images from a clockwise direction from top right:  
 37 Brandl Street, BTP; Building A, 1 Homebush Bay Drive, Rhodes; 140 Sharps Road, Tullamarine and 5 Butler Boulevard, Adelaide Airport.

# PORTFOLIO OVERVIEW

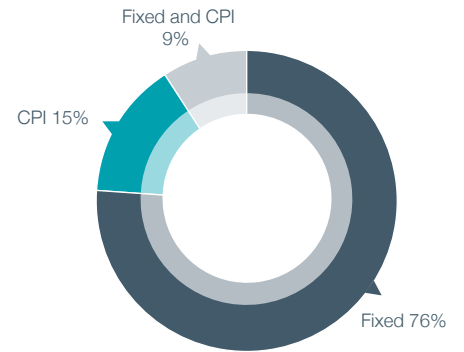
## Geographic allocation (by value)



## Sector allocation (by value)

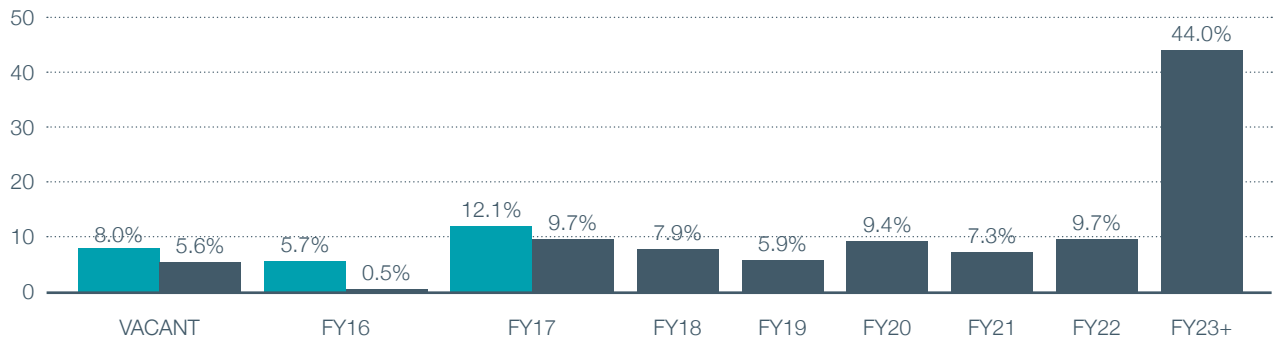


## Rent review type (by income)



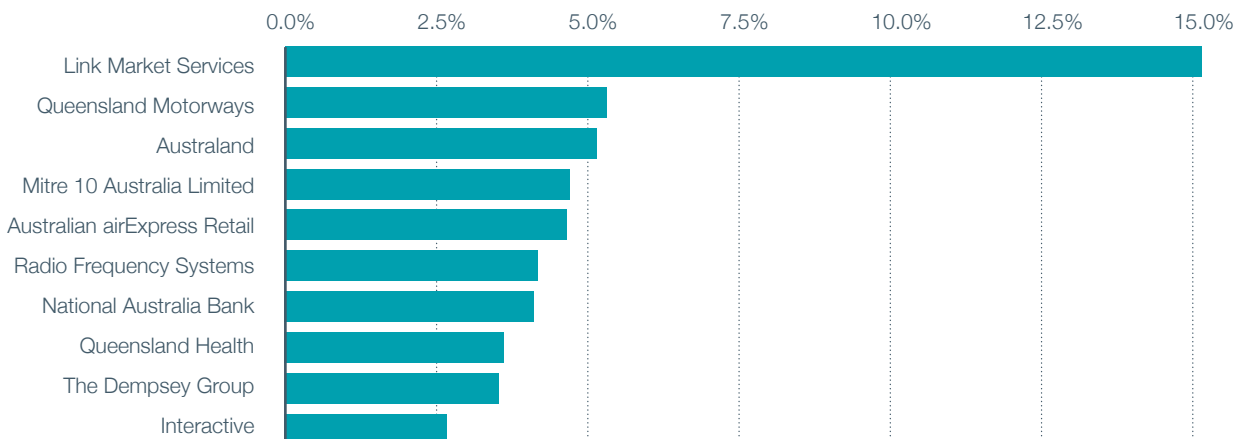
## Lease expiry profile (by area)

% of area expiring



■ 30 June 2015  
 ■ 31 July 2015. Includes certain transactions subject to documentation and approvals.

## Top 10 tenants (by income)



A photograph of an industrial factory floor. In the foreground, a large, dark, textured conveyor belt or roller system is visible, moving from the bottom left towards the center. In the background, there are several long, parallel metal conveyor belts supported by metal frames. Above these, there are complex mechanical structures with rollers and pulleys. The floor is made of metal grating. On the right side, there is a piece of green machinery. The overall scene is brightly lit, typical of an industrial environment.

# INDUSTRIAL ASSETS

140 Sharps Road, Tullamarine

# INDUSTRIAL ASSETS

## 34 AUSTRALIS DRIVE, DERRIMUT\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2014 |
| Valuation                       | \$21,625,000 |
| Capitalisation rate             | 7.75%        |
| NLA (sqm)                       | 25,243       |
| Occupancy (by area)             | 100%         |
| WALE (years by area)            | 7.43         |



## 80-96 SOUTH PARK DRIVE, DANDENONG SOUTH\*

|                                 |                  |
|---------------------------------|------------------|
| Ownership interest              | 100%             |
| Last independent valuation date | 31 December 2014 |
| Valuation                       | \$18,650,000     |
| Capitalisation rate             | 8.25%            |
| NLA (sqm)                       | 20,245           |
| Occupancy (by area)             | 100%             |
| WALE (years by area)            | 2.48             |



## 89 WEST PARK DRIVE, DERRIMUT\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2014 |
| Valuation                       | \$15,750,000 |
| Capitalisation rate             | 7.75%        |
| NLA (sqm)                       | 17,024       |
| Occupancy (by area)             | 100%         |
| WALE (years by area)            | 7.16         |



\*As at 30 June 2015

# INDUSTRIAL ASSETS

## 32-40 GARDEN STREET, KILSYTH\*

|                                 |                  |
|---------------------------------|------------------|
| Ownership interest              | 100%             |
| Last independent valuation date | 31 December 2014 |
| Valuation                       | \$14,800,000     |
| Capitalisation rate             | 7.75%            |
| NLA (sqm)                       | 10,647           |
| Occupancy (by area)             | 100%             |
| WALE (years by area)            | 9.48             |



## 5 BUTLER BOULEVARD, ADELAIDE AIRPORT\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2015 |
| Valuation                       | \$12,800,000 |
| Capitalisation rate             | 10.00%       |
| NLA (sqm)                       | 12,257       |
| Occupancy (by area)             | 100%         |
| WALE (years by area)            | 1.64         |



## 140 SHARPS ROAD, TULLAMARINE\*

|                                 |                  |
|---------------------------------|------------------|
| Ownership interest              | 100%             |
| Last independent valuation date | 31 December 2014 |
| Valuation                       | \$13,100,000     |
| Capitalisation rate             | 8.75%            |
| NLA (sqm)                       | 10,508           |
| Occupancy (by area)             | 100%             |
| WALE (years by area)            | 7.26             |



\*As at 30 June 2015

# BRISBANE TECHNOLOGY PARK ASSETS



37 Brawli Street, BTP

# BTP ASSETS

## 7 CLUNIES ROSS COURT AND 17-19 MCKECHNIE DRIVE, BTP\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2015 |
| Valuation                       | \$37,200,000 |
| Capitalisation rate             | 8.50%        |
| NLA (sqm)                       | 8,937        |
| Occupancy (by area)             | 59%          |
| WALE (years by area)            | 3.68         |



## BTP CENTRAL, BTP\*

|                                 |                  |
|---------------------------------|------------------|
| Ownership interest              | 100%             |
| Last independent valuation date | 31 December 2014 |
| Valuation                       | \$42,162,000     |
| Capitalisation rate             | 7.78%            |
| NLA (sqm)                       | 7,783            |
| Occupancy (by area)             | 81%              |
| WALE (years by area)            | 3.55             |



## 8 CLUNIES ROSS COURT AND 9 MCKECHNIE DRIVE, BTP\*

|                      |              |
|----------------------|--------------|
| Ownership interest   | 100%         |
| Valuation date       | 30 June 2015 |
| Valuation            | \$23,500,000 |
| Capitalisation rate  | 8.75%        |
| NLA (sqm)            | 5,681        |
| Occupancy (by area)  | 81%          |
| WALE (years by area) | 1.66         |



\*As at 30 June 2015



# BTP ASSETS

## 7 BRANDL STREET, BTP\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2015 |
| Valuation                       | \$22,200,000 |
| Capitalisation rate             | 8.50%        |
| NLA (sqm)                       | 5,264        |
| Occupancy (by area)             | 88%          |
| WALE (years by area)            | 4.79         |



## 37 BRANDL STREET, BTP\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2015 |
| Valuation                       | \$13,650,000 |
| Capitalisation rate             | 8.75%        |
| NLA (sqm)                       | 3,329        |
| Occupancy (by area)             | 100%         |
| WALE (years by area)            | 2.28         |



## 18 BRANDL STREET, BTP\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2015 |
| Valuation                       | \$11,800,000 |
| Capitalisation rate             | 9.00%        |
| NLA (sqm)                       | 4,174        |
| Occupancy (by area)             | 47%          |
| WALE (years by area)            | 0.97         |



\*As at 30 June 2015

# BTP ASSETS

## 88 BRANDL STREET, BTP\*

|                                 |               |
|---------------------------------|---------------|
| Ownership interest              | 100%          |
| Last independent valuation date | 31 March 2014 |
| Valuation                       | \$14,000,000  |
| Capitalisation rate             | 8.88%         |
| NLA (sqm)                       | 3,283         |
| Occupancy (by area)             | 100%          |
| WALE (years by area)            | 1.82          |



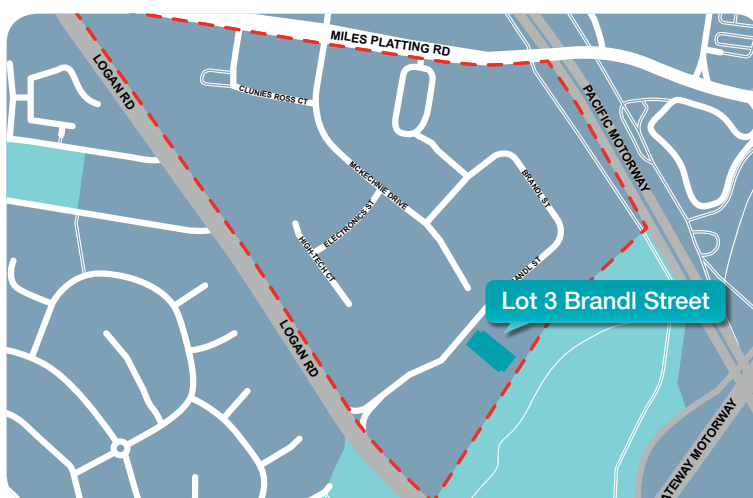
## 85 BRANDL STREET, BTP\*

|                                 |                   |
|---------------------------------|-------------------|
| Ownership interest              | 100%              |
| Last independent valuation date | 30 September 2013 |
| Valuation                       | \$5,000,000       |
| Capitalisation rate             | 9.25%             |
| NLA (sqm)                       | 1,627             |
| Occupancy (by area)             | 0%                |
| WALE (years by area)            | 0                 |



## BRANDL STREET LAND (LOT 3), BTP\*

|                                 |                   |
|---------------------------------|-------------------|
| Ownership interest              | 100%              |
| Last independent valuation date | 30 September 2013 |
| Valuation                       | \$1,020,856       |



\*As at 30 June 2015



BTP Central, BTP

# BUSINESS PARK ASSETS

A photograph of a modern, multi-story office building at dusk. The building features a prominent glass facade on the right side, which is brightly lit from within, revealing office interiors with desks and ceiling lights. The left side of the building has a metallic, panelled facade with horizontal lines. The sky is a deep blue, and the overall scene is illuminated by the building's lights and ambient dusk light.

Building A, 1 Homebush Bay Drive, Rhodes

# BUSINESS PARK ASSETS

## BUILDING A, 1 HOMEBUSH BAY DRIVE, RHODES\*

|                                 |              |
|---------------------------------|--------------|
| Ownership interest              | 100%         |
| Last independent valuation date | 30 June 2014 |
| Valuation                       | \$81,000,000 |
| Capitalisation rate             | 7.50%        |
| NLA (sqm)                       | 14,644       |
| Occupancy (by area)             | 100%         |
| WALE (years by area)            | 5.74         |



## BUILDING C, 1 HOMEBUSH BAY DRIVE, RHODES\*

|                                 |                  |
|---------------------------------|------------------|
| Ownership interest              | 100%             |
| Last independent valuation date | 31 December 2014 |
| Valuation                       | \$51,600,000     |
| Capitalisation rate             | 7.75%            |
| NLA (sqm)                       | 10,582           |
| Occupancy (by area)             | 79%              |
| WALE (years by area)            | 2.04             |

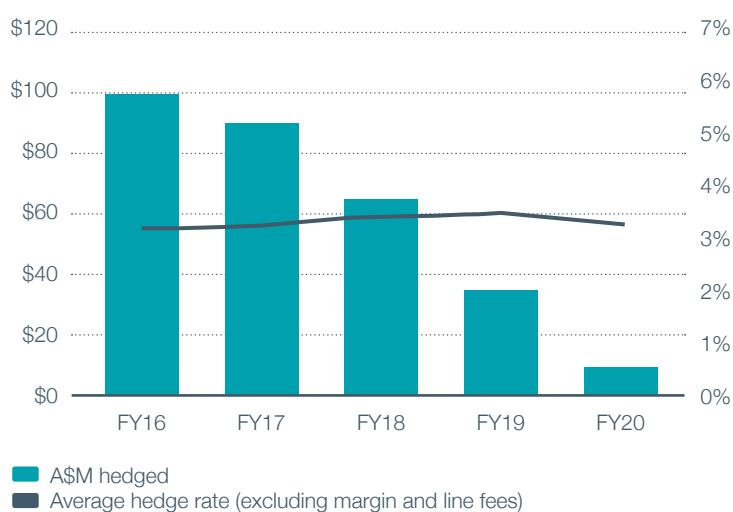


\*As at 30 June 2015

# CAPITAL MANAGEMENT

Industria REIT's gearing was 33.4% as at 30 June 2015, within the target gearing range of 30% to 40%. Industria REIT's underlying debt facilities were extended and repriced in the period resulting in an extension of the terms of the existing debt facilities by 12 months such that the new maturity dates are 5 December 2017 (3 year term facility) and 5 December 2019 (5 year term facility). Industria REIT's hedging profile remains consistent with stated policy of between 50% and 100% hedged and has a weighted average duration of 2.4 years.

## Interest rate hedging profile



## Debt terms

|                                      |                                     |
|--------------------------------------|-------------------------------------|
| Banks                                | ANZ and NAB                         |
| Facility limit                       | \$155 million                       |
| Drawn                                | \$135.6 million                     |
| Weighted average all in cost of debt | 4.4% p.a.                           |
| Hedging policy                       | Range of 50% and 100% of drawn debt |

## Reporting Funds From Operation (FFO)

As previously advised on 18 June 2015, Industria REIT moved to Funds From Operations (FFO) as the basis for determining distributable profit effective 1 July 2015. This will allow investors and analysts to benchmark IDR's performance on a more widely used basis amongst AREITs.

Distributions will be based on a payout ratio of between 95% and 100% of FFO for FY2016. The payout ratio will be set with consideration to ongoing maintenance capital expenditure requirements as part of ongoing capital management.



5 Butler Boulevard, Adelaide Airport

# SENIOR MANAGEMENT



**Laurence Parisi**  
Fund Manager

Laurence has over 14 years' experience in various senior roles within the property investment industry, covering both direct and listed real estate.

Prior to joining APN, Laurence was Head of Real Estate Research at Citi Investment Research and was responsible for managing the AREIT team. Laurence also worked for Credit Suisse covering the AREIT sector and spent several years with the APN Real Estate Securities team, where he was responsible for sector research and managing various property funds, including the full suite of direct property funds. Prior to his role as Fund Manager of Industria, Laurence was Head of Private Funds and responsible for managing four direct retail property funds and two wholesale direct property funds with a combined value of more than \$400 million.

Laurence holds a Diploma of Business Accounting, a Diploma of Financial Advising and a Graduate Diploma of Applied Finance and Investment.



**David Simmonds**  
Finance Director

David is responsible for the accounting and finance functions of Industria REIT.

David has over 20 years' experience in senior finance roles within the real estate and funds management industries across a variety of sectors for both listed and private ventures.

Prior to joining APN, David was the Finance Director with the European Business Parks division of Goodman Property Group.

David is a fellow member of the Association of Chartered Certified Accountants.



**David Avery**  
Senior Portfolio Manager

David has over 20 years' experience in the property industry, having held senior positions comprising property and investment management.

A Licensed Estate Agent, David was an Associate Director at Colliers International and held numerous senior positions over a period of 11 years in the management of landmark CBD and industrial assets for institutional investors, as well as new business generation and management of the Victorian property management team.

More recently, David held the position of Senior Asset Manager with Australand Property Group for a period of over nine years. Over this time, David was involved with many facets of property investment management incorporating acquisition, development, strategic management, leasing and divestment, with a portfolio responsibility of over \$850 million in value of major commercial and industrial assets. David was also a Responsible Officer for Australand Investments Limited, Australand Property Limited and Australand Funds Management Limited.

David holds an Associate Diploma in Valuations, a Graduate Diploma in Property, a Diploma in Property Investment and Finance and is a Licensed Estate Agent. He is a member of the Australian Property Institute.



# APN EXECUTIVES



**Chris Aylward**  
Executive Chairman

Chris is APN's Executive Chairman.

Chris has more than 30 years' experience in the Australian property and construction industry.

Prior to jointly establishing APN in 1996, Chris was a founding director of Grocon Pty Limited and had overall responsibility for the construction of commercial and retail properties in Sydney and Melbourne with a total value of over \$2 billion.

Chris has led the construction and development of the following high profile properties:

- Governor Phillip Tower in Sydney
- Governor Macquarie Tower in Sydney
- 120 Collins Street in Melbourne
- World Congress Centre in Melbourne



**Tim Slattery**  
Executive Director

- A Director since 12 September 2014.

Tim has over 12 years' of experience across real estate, funds management, investment banking and law.

Over Tim's career, he has practised law at Herbert Smith Freehills as a qualified corporate lawyer and worked in corporate finance advisory within Goldman Sachs' investment banking division.

Tim has worked on mergers, acquisitions and financing transactions worth several billion dollars within Australia and internationally including a number of significant commercial real estate transactions.

He has led both private and public capital raising projects for real estate investments and successfully completed asset acquisitions, sales and asset management projects across a range of different real estate asset classes.



**Michael Groth**  
Chief Financial Officer

Michael joined APN in 2006 and is responsible for all accounting, compliance and tax related matters for APN.

Prior to joining APN, Michael was with KPMG Melbourne for several years, where he worked closely with a number of major listed companies and stockbrokers. Michael also spent three years in London with various organisations including Abbey plc (now part of the Santander Group) and Ofgem.

# CORPORATE GOVERNANCE

Industria REIT comprises the following five entities (including their various subsidiary trusts and companies):

- Industria Trust No. 1;
- Industria Trust No. 2;
- Industria Trust No. 3;
- Industria Trust No. 4; and
- Industria Company No. 1 Limited.

Investors in Industria REIT hold stapled securities comprising the same proportionate interest in each of these five entities.

APN Funds Management Limited (APN FM) is the responsible entity of each of the four stapled trusts. APN FM is a wholly owned subsidiary of APN Property Group Limited, an ASX listed company. Industria Company No. 1 Limited (Industria Co) is managed by its own board.

This statement outlines the main corporate governance practices in place throughout the financial year, which comply with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations (ASX Guidelines), unless otherwise stated.

The Directors of APN FM during or since the end of the financial year are:



## Geoff Brunsdon

BCom, CA, F Fin, FAICD

### Independent Non-Executive Chairman

- A Director since 2009.
- Chairman since 2012.
- A member of the Audit, Compliance & Risk Management Committee and the Nomination & Remuneration Committee.

Geoff has had a career in investment banking spanning more than 25 years. Until June 2009, he was Managing Director and Head of Investment Banking of Merrill Lynch International (Australia) Limited. He is a member of the Australian Takeovers Panel, Chairman of Sims Metal Management Limited (director since 2009), IPE Limited (director since 2004) and MetLife Insurance Limited (director since 2011) and a director of Campus Living Funds Management Limited (since 2014).



## Jennifer Horigan

BBus, GradDipMgt, GradDipAppFin, MAICD

### Independent Non-Executive Director

- A Director since 2012.
- Chairman of the Nomination & Remuneration Committee and a member of the Audit, Compliance & Risk Management Committee.

Jennifer is currently Chief Operating Officer of Greenhill Australia, a leading independent investment bank. She also has 16 years' experience as a leading advisor to Australian and international corporations on financial communications, investor relations and corporate issues. She has advised on some of Australia's largest and most high profile transactions.

She has extensive experience in enterprise management, including the supervision and management of compliance, financial management and reporting, HR and other critical administrative areas.

Jennifer is also a director of Redkite (national children's cancer charity) and is involved with fundraising and support of The Mater Hospital, North Sydney (Patricia Ritchie Centre for Cancer Care).

# CORPORATE GOVERNANCE



## Michael Johnstone

BTRP, LS, AMP (Harvard)

### Independent Non-Executive Director

- A Director since 2009.
- Chairman of the Audit, Compliance & Risk Management Committee and a member of the Nomination & Remuneration Committee.

Michael has 40 years of global business experience in chief executive and general management roles and more recently in non-executive directorships. He has lived and worked in overseas locations including the USA, has been involved in a range of industries and has specialised in corporate and property finance and investment, property development and funds management. His career has included lengthy periods in corporate roles including 10 years as one of the Global General Managers of the National Australia Bank Group. He has extensive experience in mergers and acquisitions, capital raising and corporate structuring.

Michael is a non-executive director of the Responsible Entity of the listed Folkestone Education Trust (since 2004) and the Folkestone Social Infrastructure Fund (since 2004). He is also a non-executive director of a number of companies in private environments including the not-for-profit sector.



## Howard Brenchley

BEc

### Non-Executive Director

- A Director since 1998.

Howard has a long history in the Australian property investment industry with over 30 years' experience analysing and investing in the sector.

Howard joined APN in 1998 and was responsible for establishing the APN Funds Management business. In this capacity, he developed a suite of new property securities and direct property funds, including the flagship APN Property for Income Fund, one of the largest property securities funds in Australia.

Prior to joining APN, Howard was co-founder and research director of Property Investment Research Pty Limited, one of Australia's leading independent research companies, specialising in the property trust sector.

Howard is also a director of APN Property Group Limited (since 1998) and National Storage Holdings Limited, part of the listed National Storage REIT (since 2014).

# CORPORATE GOVERNANCE



## Michael Groth

BCom, BSc, DipIFR, CA

### Executive Alternate Director for Howard Brenchley

- An Alternate Director.

Michael's professional career includes over 7 years with KPMG Melbourne, where he worked closely with a number of major listed companies and stockbrokers before moving to the United Kingdom to work in the financial services industry and for a government regulatory body. Since joining APN in 2006, Michael has had broad exposure across all areas of the Group, and was appointed Chief Financial Officer in June 2014. Michael is responsible for accounting, taxation and treasury across the business and a key contributor to setting the business's direction and strategy.



## John Freemantle

BBus, CPA

### Company Secretary

- Company Secretary since 2007.

John has been involved in the property industry since 1977. Before joining APN in 2006, he worked with Dillingham Constructions, Jennings Property Group and Centro Property Group, where he held the roles of Chief Financial Officer and Company Secretary for 17 years.

# CORPORATE GOVERNANCE

The Directors of Industria Company No. 1 Limited during the Statement Period are:

- Geoff Brunsdon
  - A Director and Chairman since October 2013
- Jennifer Horrigan
  - A Director since October 2013
- Michael Johnstone
  - A Director since October 2013
- Howard Brenchley
  - A Director since October 2013
- John Freemantle
  - A Director since September 2013
  - Company Secretary since September 2013

## Board Independence

APN FM is a wholly owned subsidiary of APN Property Group Limited (APN PG), a company listed on the Australian Securities Exchange (ASX). Both companies have separate board structures and each operates independently of the other. Importantly, all directors of APN FM have a legal obligation to put the interests of investors in funds operated by APN FM ahead of their own and those of APN FM's sole shareholder, APN PG.

Industria Co is a member of Industria REIT and managed by its own board. The board of APN FM, which is the responsible entity of the four stapled trusts and the board of Industria Co have four directors in common. These boards co-operate to ensure that the interests of Industria REIT are maintained.

The board of APN FM comprises four directors, three of whom are independent of the business and of the board of APN PG. The board of Industria Co comprises five directors, three of whom are independent of the business and of the board of APN PG.

The names and biographical details of the board members are set out on pages 24 to 26.

## The boards of APN FM and Industria Co have adopted the following Corporate Governance policies and procedures

In practice, the board of Industria Co has adopted the same policies and procedures as APN FM. All references to APN FM or funds should be read as including Industria Co, where the context permits.

## Role and Responsibilities

Without limitation to the duties and responsibilities of directors under the Corporations Act, the Constitution and all applicable laws, in order to ensure that APN FM complies with its responsibilities, the board has adopted a board charter setting out its roles and responsibilities (including the roles and responsibilities of the Chairman). In accordance with the board charter, the board is responsible for:

- the oversight of APN FM, including its control and accountability systems;
- subject to its overriding duties to security holders in the relevant funds, setting the aims, strategies and policies of APN FM;
- where appropriate, ratifying the appointment and the removal of senior executives including, but not limited to the fund managers of the relevant funds;
- providing input into and final approval of management's development of strategy and performance objectives in respect of the funds;
- reviewing, ratifying and monitoring systems of risk management and internal compliance and control, codes of conduct and legal compliance, particularly in respect of the funds;
- identifying conflict of interest situations within APN FM's business and the business of the funds;
- determining whether the conflict of interest situation is to be avoided or whether it can be appropriately controlled;
- if the conflict of interest situation can be appropriately controlled, determining and implementing the procedure necessary to control the conflict;
- monitoring senior management's performance and implementation of strategy and ensuring appropriate resources are available;
- approving and monitoring the progress of major capital expenditure, capital management and acquisitions and divestitures in respect of the funds;
- approving the issue of disclosure documents in respect of the relevant funds; and
- approving and monitoring financial and other reporting obligations of the relevant funds, in particular ensuring compliance with the continuous disclosure obligations of the relevant funds under the Corporations Act and the Listing Rules.

A copy of the Board Charter is available at the Company's website ([www.apngroup.com.au](http://www.apngroup.com.au)).

# CORPORATE GOVERNANCE

## Terms of appointment

The board has adopted a letter of appointment that contains the terms on which non-executive directors are to be appointed, including individual Directors' roles and responsibilities and the basis upon which they will be indemnified by APN FM. Non-executive Directors are entitled to take independent advice at the cost of APN FM in relation to their role as members of the board.

## Review of Board Performance

The performance of the board is reviewed at least annually by the board. The evaluation includes a review of:

- the board's membership and the charters of the board and its committees;
- board processes and its committee's effectiveness in supporting the board; and
- the performance of the board and its committees.

An annual review of each Director's performance is undertaken by the Chairman, after consultation with the other directors.

## Board Committees

### Audit, Compliance and Risk Management Committee

The board has appointed an Audit, Compliance and Risk Management Committee to oversee certain responsibilities of APN FM. The Committee's primary responsibility is to ensure a sound system of risk oversight and internal control. During the year, the Committee has received reports detailing the effectiveness of APN FM's current risk management programme from management and advised the board accordingly. The specific responsibilities of the Committee include:

#### Audit

##### *External audit*

- to recommend to the board the final accounts in respect of each of the funds and APN FM (in its own capacity);
- to recommend to the board the appointment and removal of the fund's external auditors (including providing the board with fee proposals in relation to the external auditors);
- to monitor compliance with the Corporations Act 2001 (Cth) in relation to auditor rotation;
- to undertake periodic reviews in order to monitor the effectiveness, objectivity and independence of the external auditors;
- to review, consider and advise the board on the adequacy of the audit plan proposed by the external auditors;

- to review all of the external auditors' reports;
- to commission such enquiry by the external auditors as the Committee deems appropriate;
- to consider management's responses to matters that arise from external audits;
- to conduct regular reviews of management's activity pertaining to audit findings to ensure any issues are being dealt with in a timely manner; and
- to perform annual assessments of the auditors' compliance with any applicable laws, regulations and any other relevant requirements.

## Financial statements

- to review the financial statements and related notes, and ensure they are consistent with information known to the Committee and that they reflect appropriate accounting principles, standards and regulations;
- to review external auditors' reviews or audits of the funds' financial statements and corresponding reports;
- to make recommendations to the board regarding any significant changes required in external auditors' audit plans;
- to review accounting and reporting issues as they arise;
- to review, and advise the board on, any disputes or issues that may arise during the course of an audit; and
- to advise the board on any material matters that arise during an audit that the Committee becomes aware of.

## Risk Management

- to monitor the management of risks relevant to APN FM and the funds;
- to review and make recommendations to the board regarding APN FM's current risk management program (including all internal policies developed and implemented to manage and identify all of the identified risks) and whether it identifies all areas of potential risk.
- to review and make recommendations to the board on the strategic direction, objectives and effectiveness of APN FM's financial and risk management policies; and
- to oversee investigations of allegations of fraud or malfeasance and, where required, report details to relevant authorities

## Compliance

- to monitor the compliance of APN FM with:
  - the Corporations Act;
  - the compliance plan of each fund;
  - the constitution of each fund;
  - the Australian Financial Services Licence (AFSL) of APN FM; and
  - where a fund is a Listed Scheme, the Listing Rules;

# CORPORATE GOVERNANCE

- to report to the board any breach of the obligations listed above;
- to report to the Australian Securities and Investments Commission (ASIC) if the Committee is of the view that APN FM has not taken, or does not propose to take, appropriate action to deal with a matter reported;
- to assess at regular intervals whether each fund's compliance plan is adequate;
- to report to the board on its assessment of each fund's compliance plan; and
- to make recommendations to the board about any changes that it considers should be made to the funds' compliance plans.

## Related Party Transactions and Conflicts of Interest

- The Committee must monitor compliance with the Conflicts Policy adopted by APN PG and APN FM in respect of the APN Group and comply with the obligations under the Conflicts Policy.
- Without limiting its obligations under the Conflicts Policy, the Committee will ensure that:
  - any breach of the Conflicts Policy is noted on the compliance breach register;
  - the activity which caused the breach is reviewed and any steps necessary to ensure compliance with the Conflicts Policy in the future are taken; and
  - in cases of significant breaches or likely breaches, ASIC is notified in accordance with section 912D(1) of the Corporations Act.
- developing formal and transparent procedures and criteria for the selection of candidates for, and appointments to, the APN FM board;
- developing a succession plan for the APN FM board and regularly reviewing the plan approved by the APN FM board;
- implementing induction procedures designed to allow new APN FM board appointees to participate fully and actively in APN FM board decision-making at the earliest opportunity;
- implementing induction programs that enable Directors to gain an understanding of:
  - financial, strategic, operational and risk management position of APN FM;
  - their rights, duties and responsibilities; and
  - the role of the APN FM board and other committees;
- providing Directors and key executives with access to continuing education to update their skills and knowledge and provide them access to internal and external sources of information which enhance their effectiveness in their roles;
- developing a process for performance and remuneration evaluation of the APN FM board, its committees, Directors, and key executives, which can be made available to the public;
- developing remuneration and incentive policies which motivate Directors and management to pursue the long-term growth and success of APN FM within an appropriate control framework;
- developing policies which demonstrate a clear relationship between key executive performance and remuneration;
- the remuneration and incentive policies for senior management;
- the remuneration packages of senior management and Directors and whether securityholder approval is needed for any change to remuneration of Directors;
- any report on executive remuneration that may be required by the ASX Listing Rules or the Corporations Act 2001 (Cth) or proposed for inclusion in the annual report.

A copy of the Audit, Compliance and Risk Management Committee Charter is available at the Company's website ([www.apngroup.com.au](http://www.apngroup.com.au)).

The Committee currently comprises three Directors, all of whom are independent as defined by the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations. The names and biographical details of the Committee members are set out on pages 24 to 26.

## Nomination and Remuneration

The board has appointed a Nomination and Remuneration Committee to oversee the responsibilities of APN FM for ensuring adequacy of the size and composition of the board of APN FM for itself and each APN fund. The specific responsibilities of the Committee include:

- determining the appropriate size and composition of the APN FM board;
- the necessary and desirable competencies of Directors;
- the appointment, re-appointment and removal of Directors;

A copy of the Nomination and Remuneration Committee Charter is available on the Company's website ([www.apngroup.com.au](http://www.apngroup.com.au)).

The Committee currently comprises three Directors, all of whom are independent as defined by the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations. The names and biographical details of the Committee members are set out on pages 24 to 26.

# CORPORATE GOVERNANCE

## Diversity

APN Property Group, including APN FM embraces a practice of Workplace Diversity as follows:

### What is Workplace Diversity?

Workplace diversity recognises and leverages the different skills and perspectives people bring to our organisation through their gender, culture, physical and mental ability, sexual orientation, age, socio economic background, language, religion, education, and family / marital status. It also refers to diverse ways of thinking and ways of working.

### Statement of Commitment

As an organisation we recognise the benefits to be gained from a diverse workforce where the differing skills, perspectives and experiences of individuals from different backgrounds can lead to more innovative and efficient business practices.

We are committed to creating an environment in which the principles of diversity are embedded in the culture and systems of the organisation and where every individual has the opportunity to excel.

### Diversity Policy

APN Property Group has adopted a Diversity Policy (a copy of which is available at the Company's website ([www.apngroup.com.au](http://www.apngroup.com.au))). The aims of the Diversity Policy are:

- to articulate APN Property Group's commitment to diversity within its organisation at all levels (including employee level, senior executive level and board level); and
- to establish objectives and procedures which are designed to foster and promote diversity within APN Property Group. This includes placing obligations on APN Property Group and its board to set objectives, measure against those objectives and disclose progress at appropriate intervals.

### Gender Diversity Objectives

In accordance with its Diversity Policy, APN Property Group has set measurable objectives to achieve gender and other diversity, and has appointed the Compliance Officer to monitor compliance with those objectives and to report to the board of APN Property Group at least annually.

For the financial year 2015/2016, APN Property Group has set the following measurable objectives for gender and other diversity:

- the selection process for board appointments, having regard for the need to maintain an appropriate mix of skills, experience, expertise and diversity will consider at least one female candidate wherever reasonably possible;

- the selection process for senior management appointments, having regard for the need to maintain an appropriate mix of skills, experience, expertise and diversity will consider at least one female candidate wherever reasonably possible;
- the process for recruitment of new employees, having regard for the skills and expertise required for the role, will consider at least one female candidate wherever reasonably possible;
- flexible work arrangements to balance family and other commitments with the role will continue to be considered for all employees, where the requirements of the role permit;
- the Diversity Policy is available to all staff at all times; and
- all staff responsible for employment and promotion of employees will be reminded of the Diversity Policy and these objectives at least annually.

APN Property Group will report on the outcome of these measurable objectives each year.

For the financial year 2014/2015, APN Property Group set similar measurable objectives for gender and other diversity. These objectives and a report on the outcome are set out below:

- the selection process for Board appointments, having regard for the need to maintain an appropriate mix of skills, experience, expertise and diversity will consider at least one female candidate wherever reasonably possible.

The Board made one new appointment during the year. Mr Tim Slattery was appointed in September 2014 to fill the vacancy arising from the resignation of Mr John Lim the previous year. Mr Slattery is an executive director and has been with APN for a number of years. There were no changes to the Board of APN FM during the year.

- the selection process for senior management appointments, having regard for the need to maintain an appropriate mix of skills, experience, expertise and diversity will consider at least one female candidate wherever reasonably possible.

There were no senior management appointments in this financial year.

- the process for recruitment of new employees, having regard for the skills and expertise required for the role, will consider at least one female candidate wherever reasonably possible.

Thirteen new appointments were made during the year of which six (46%) were female;



# CORPORATE GOVERNANCE

- flexible work arrangements to balance family and other commitments with the role will continue to be considered for all employees, where the requirements of the role permit.

Flexible work arrangements have been agreed with a number of employees in relation to family balance, maternity needs and illness;

- the Diversity Policy is available to all staff at all times.

The policy was available on the company intranet which is available to all staff at all times; and

- all staff responsible for employment and promotion of employees will be reminded of the Diversity Policy and these objectives at least annually.

Staff were reminded on each occasion of a new appointment.

## Gender Diversity in APN Property Group

At the date of this report, the proportion of women in APN Property Group was:

- Board of APN Property Group Limited: nil
- Board of APN FM: 25%
- Board of Industria Co: 20%
- Senior Management of the APN Property Group: 17%
- All employees of APN Property Group: 33%

## Sustainability

APN Property Group, including APN Funds Management Limited believes that the sustainability of the business is intrinsically linked to the successful management of its financial, social and environmental risks, obligations and opportunities. We believe those companies that adopt sustainable practices are more likely to generate better long term returns for investors.

This philosophy is embedded in the culture of the business and monitored to ensure critical business risks are carefully managed. This is evidenced in the following key objectives:

## Our Investors

- Prioritise the interests of investors;
- Separate Boards operating independently of each other to manage conflicts between the interests of investors in APN PG and investors in the funds we manage;
- Strong focus on investment performance;
- Regular and meaningful communications to investors.

## Our Community

- Significant value attributed to 'sustainability conscious' companies in the investment decision process of the APN managed 'real estate securities' funds;

- Bias to 'green' rated direct property investments and development opportunities;
- Corporate values ethos required of all staff - integrity, passion, respect, accountability and professionalism.

## Our Staff

- Demanding recruitment standards;
- Attractive remuneration incentives for strong performance;
- Focus on diversity;
- Employee engagement in overall business performance, including regular staff briefings;

## Our Governance

- Independent Board to manage the Responsible Entity of APN's managed funds;
- Strict compliance regime to ensure compliance with legislative framework overseen by independent Board Compliance Sub-Committee;
- Documented compliance programme and Company Policies to regulate compliance requirements;
- Annual compliance audits.

## Other corporate governance policies and charters

Refer to the Company's website ([www.apngroup.com.au](http://www.apngroup.com.au)) for:

- Board Charter;
- Audit, Compliance and Risk Management Committee Charter; and
- Nomination and Remuneration Committee Charter

and the following corporate governance policies, which have been adopted by all entities (including APN FM) within the APN Group in accordance with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations:

- Securities Trading Policy;
- Continuous Disclosure Policy;
- Code of Conduct;
- Related Party Transactions and Conflicts of Interest Policy;
- Privacy Policy; and
- Communications Policy.

## Compliance with ASX Corporate Governance Guidelines

APN FM and Industria Co comply with all of the ASX Corporate Governance Principles and Recommendations.

**'Industria REIT' being  
Industria Trust No. 1 and its Controlled Entities**  
ARSN 125 862 875

**Stapling arrangement**

The 'Industria REIT' stapled group was established on 5th December 2013 by stapling the securities of the following entities:

- Industria Trust No. 1
- Industria Trust No. 2
- Industria Trust No. 3
- Industria Trust No. 4
- Industria Company No. 1 Ltd

These consolidated financial statements represent the consolidated results of Industria REIT for the full financial year. The results disclosed for the previous financial year represent Industria Trust No. 1 and Industria Trust No. 2 for the period from 1 July 2013 to 5 December 2013, and the consolidated results of Industria REIT from the date of stapling on 5 December 2013 to 30 June 2014.

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# DIRECTORS' REPORT

The Directors of APN Funds Management Limited ('APN FM'), the Responsible Entity of Industria Trust No. 1 ('Trust'), present their report on the consolidated entity ('Group'), being Industria Trust No. 1 and its controlled entities, for the financial year ended 30 June 2015.

In order to comply with the provisions of the Corporations Act 2001, the Directors report as follows:

## Information about the Directors

The following persons were Directors of the Responsible Entity during the financial year and up to the date of this report:

### Directors of APN Funds Management Limited (Responsible Entity)

- Geoff Brunsdon
- Howard Brenchley
- Jennifer Horrigan
- Michael Johnstone
- Michael Groth (Alternate Director)

## Principal activities

The Trust is a registered managed investment scheme domiciled in Australia. The principal activity of the Trust is investment in income producing industrial and business park properties within Australia.

No significant change in the nature of these activities occurred during the financial year.

## Significant changes in the state of affairs

There was no significant change in state of affairs of the Group during the financial year.

In the prior financial year, effective from 5 December 2013, the units of Industria Trust No. 1, along with the units of its controlled entity, Industria Trust No. 2, were stapled with the securities of the following entities:

- Industria Trust No. 3
- Industria Trust No. 4
- Industria Company No. 1 Ltd

On the date of stapling, the group was listed on the ASX as Industria REIT.

In accordance with accounting standards, Industria Trust No. 1 was identified as the acquirer in the stapling transaction. The results and equity of the other stapled entities are presented as non-controlling interests in the consolidated financial statements on the basis that Industria Trust No. 1 has not obtained ownership interests as a result of the stapling.

All benefits and risks of ownership and operations of the controlled entities flow through to the consolidated results of Industria Trust No. 1 and its controlled entities and form part of the profit attributable to stapled securityholders. Accordingly, whilst the results and equity of the controlled entities are disclosed as non-controlling interests, the stapled securityholders of the controlled entities are the same as the stapled securityholders of Industria Trust No. 1.

As the financial statements represent the continuation of Industria Trust No. 1 as a business, albeit with a different capital structure, the comparative information presented herein represents the results of the Australand Wholesale Property Trust No. 6 (AWPT6) and Australand Wholesale Property Trust No. 6A (AWPT6A) stapled group up until the formation of Industria REIT on 5 December 2013.

Effective from the date of the stapling, the Responsible Entity of the Trust changed from Australand Funds Management Limited to APN Funds Management Limited and the name of the Trust changed from Australand Wholesale Property Trust No. 6 to Industria Trust No. 1.

# DIRECTORS' REPORT

## Review of operations

The results of the operations of the Group are disclosed in the consolidated statement of profit or loss and other comprehensive income of these financial statements. The Group's total comprehensive income was \$22,772,000 for the full financial year ended 30 June 2015 (30 June 2014: \$30,773,000).

Due to the stapling of the Industria REIT Group on 5 December 2013, the prior year results are not directly comparable to the results for the year ended 30 June 2015. The FY15 PDS Prospectus and Forecast results have therefore been used for the purpose of comparatives in the review of operations.

A summary of Industria REIT's results for the financial year is as follows:

|   | <b>FY15 Actual<br/>\$'000</b> | <b>FY15 PDS<br/>Prospectus and<br/>Forecast<br/>\$'000</b> |
|---|-------------------------------|--|
| Net rental income and share of profit of joint venture      | 29,644                        | 32,800   |
| Operating expenses  | (2,810)                       | (2,800)  |
| <b>Net profit before interest, tax and other items</b>      | <b>26,834</b>                 | <b>30,000</b>  |
| Net gain in fair value adjustments on investment properties | 3,257                         | -  |
| Gain on sale of investment properties                       | 668                           | -  |
| Fair value loss on derivatives                              | (1,776)                       | -  |
| Net interest expense  | (6,215)                       | (6,200)  |
| <b>Net profit before tax</b>                                | <b>22,768</b>                 | <b>23,800</b>  |
| Income tax – current  | (74)                          | -  |
| Income tax – deferred                                       | 78                            | -  |
| <b>Net profit after tax</b>                                 | <b>22,772</b>                 | <b>23,800</b>  |

The net profit after tax of \$22,772,000 was \$1,028,000 lower than the PDS Prospectus and Forecast issued in October 2013. This was largely attributable to lower than forecast rental income of \$1,679,000 and lower than forecast IFRS straight lining adjustments of \$1,477,000, offset by the net gain in fair value adjustments on investment properties and gain on the sale of investment properties.

As previously advised, the leasing market, particularly in Brisbane has deteriorated since the publication of the PDS Prospectus and Forecast resulting in higher than forecast vacancy periods and lower than forecast rental income at the Brisbane Technology Park and also at Rhodes Building C, NSW.

The fair value gains on investment properties of \$3,257,000 were driven by moderate cap rate compression of 16 basis points and the impact from a new 13 year lease to Interactive over 4,100 sqm, effective from 1 July 2015 at 7 Clunies Ross Court in the Brisbane Technology Park.

The gain on the sale of investment properties of \$668,000 is primarily attributable to the profit on the sale of 53 Brandl Street, Brisbane Technology Park.

The fair value loss on derivatives of \$1,776,000 results from the mark to market of the Group's interest rate swap contracts following the flattening of the forward yield curve driven by the RBA's reduction in the cash rate during the period.

The Responsible Entity uses the Group's underlying operating income as an additional performance indicator. Underlying operating income does not take into account certain items recognised in the consolidated statement of profit or loss and other comprehensive income including unrealised gains or losses on the revaluation of the Group's investment properties and derivatives.

# DIRECTORS' REPORT

Underlying operating income for the financial year has been calculated as follows:

|  | FY15 Actual<br>\$'000 | FY15 PDS<br>Prospectus and<br>Forecast<br>\$'000 |
|--|-----------------------|--|
| Comprehensive income                             | 22,772                | 23,800   |
| Adjusted for:                                    |                       |  |
| Add back amortised borrowing costs               | 323                   | 200  |
| Reverse straight lining of rent                  | (1,223)               | (2,700)  |
| Add back fair value loss on derivatives          | 1,776                 | -  |
| Reverse fair value gain on investment properties | (3,257)               | -  |
| Reverse deferred tax benefit                     | (78)                  | -  |
| <b>Underlying operating income</b>               | <b>20,313</b>         | <b>21,300</b>                                    |
| Distribution                                     | 20,131                | 20,900   |
| Payout ratio                                     | 99%                   | 98%  |
| Distributions per unit (cents per unit)          | 16.20                 | 16.72  |

## Net tangible assets and asset valuations

Total investment property assets decreased by \$4.1 million or 1.0% to \$399.9 million during the financial year. The decrease was due to the disposal of 53 Brandl Street and the plot of land at 21 Brandl Street (Lot 6), which had a combined carrying value of \$10.2 million. This decrease was partially offset by \$1.1 million of capital expenditure, \$1.7 million increase in deferred lease incentives and \$3.3 million of fair value uplift as a result of firming of capitalisation rates used by external valuers to determine asset values.

Net tangible assets ("NTA") total \$249.8 million, equating to \$2.02 per security as at 30 June 2015.

## Leasing

Throughout the period, almost 19,000 sqm was successfully leased in what continues to be a soft leasing environment:

### Key leasing transactions

- 10,647 sqm industrial tenancy to RFS at 32 Garden Street, Kilsyth
- 2,890 sqm industrial tenancy to Toyota Australia at Unit F, 5 Butler Boulevard, Adelaide Airport
- 4,100 sqm office tenancy to Interactive at 7 Clunies Ross, Brisbane Technology Park
- 420 sqm office tenancy to ABC Consulting at Rhodes Building C
- 401 sqm office tenancy to Nexon at 6 Electronics Street, Brisbane Technology Park

- 359 sqm office tenancy to Wiley & Co. at Rhodes Building C

The portfolio WALE as at 30 June 2015 was 4.8 years and occupancy was 92%.

### Leasing completed post 30 June 2015

Post reporting date a number of leasing transactions have been negotiated including new leases and renewals of existing tenants. Over 10,700 square metres of transactions are either underway or have been completed, significantly reducing leasing risk in financial years ending 2016 and 2017.

### Key leasing transactions post 30 June 2015

- 892 sqm office tenancy to Zimmer at 85 Brandl Street, Brisbane Technology Park
- 1,641 sqm office tenancy to BTP Services at 7 Clunies Ross Court, Brisbane Technology Park
- 520 sqm short-term office tenancy to BTPIQ at 18 Brandl Street, Brisbane Technology Park
- 1,525 sqm office tenancy to Toshiba at 7 Clunies Ross Court, Brisbane Technology Park
- 350 sqm office tenancy to MeT at 24-26 HiTech Court, BTP Central

The portfolio WALE as at 31 July 2015, following the above leasing transactions and the commencement of the Interactive lease on 1 July 2015 has increased to 5.3 years with occupancy increasing to 94.4%.

## Acquisitions

There were no acquisitions during the year.

# DIRECTORS' REPORT

## Disposals

The sale of 53 Brandl Street, Brisbane Technology Park was completed in December 2014, following an unsolicited offer at \$1m above book value. The sale of the asset capitalised on the strong transactional market and appetite for well-located commercial assets within business parks as well as complimenting Industria REIT's wider strategy to recycle assets and diversify the geographic and sector mix of the Industria REIT portfolio.

## Outlook

### Brisbane suburban office market

Supply additions throughout 2015 are expected to total 24,430 sqm, dominated by the completion of a 12,500 sqm building in Springfield as forecast by Knight Frank. At Innovation Square, within the Brisbane Technology Park, Eight Mile Plains, work is soon to commence on a 2,218 sqm building on a speculative basis. There also remain a number of approved suburban office buildings in the existing office parks and proposed mixed use developments that will proceed subject to pre-commitment.

Tenant demand across the Brisbane commercial market remains subdued. Tenants are being provided with many cost effective options from both CBD and Fringe properties in competition to the suburban market, including the Brisbane Technology Park. Despite the relatively lower levels of tenant activity in the suburban market, the vacancy rates across the major precincts remain in single digits, and are lower than the respective figures in the Brisbane CBD and Fringe markets.

Rental rates have remained under pressure in the suburban market as the wider commercial rental market remains soft. Over the past 12 months, there has been little to no change in face rents. Expectations for rental growth in the suburban market remain modest with little to no change expected in the short term.

Investment demand for Brisbane suburban assets has increased in line with the broader improvement in the investment market. While private investors are active in the smaller end of the market, there is also increased presence from syndicators and other institutional funds. Investment markets remain buoyed by offshore and local demand for high yielding investments. Prime yields have firmed by at least 25bps over the past year and will remain on a downward trend during the remainder of 2015.

### Sydney suburban office market

Following a period of subdued tenant demand, leasing conditions in suburban Sydney are showing modest signs of recovery. With the CBD rental cycle entering the early stages of an upturn on the back of improving demand, it is expected the quantum of suburban tenants moving inwards will start to reduce in 2015 into 2016. Leasing conditions in the secondary market have been more challenging and are expected to remain so in the short term.

Development activity has been extremely subdued in the Sydney suburban market, however, residential conversion has remained a common theme, which may in turn lead to a pick-up in supply.

The significant depth of capital seeking property investment opportunities resulted in a material uplift in commercial office sales volumes over the past year. A-grade core market yields range on average from between 7.25% and 8.00%. However modern assets with long term passive income or smaller assets with redevelopment potential are trading a substantial premium to this average range.

### Melbourne industrial market

Melbourne's industrial vacancy has been growing since October 2012. Backfill space due to tenants relocating to newly constructed accommodation, purpose built (D&C's) and speculatively developed facilities, continue to drive up Melbourne's industrial vacancy. Total vacancy is now at its highest level since January 2010. Although over the quarter the rate of growth in vacancy continued to ease, this may reflect that the peak for total vacancy may be in the foreseeable future.

The impetus for rental growth remains subdued with rents either remaining relatively stable or increasing only marginally over the last six months. Robust competition amongst developers and other landlords, including through higher incentives, has slowed the momentum in rental growth despite a gradual recovery in demand. Lower cap rates, which promote development, may also see rental growth remain lower than would otherwise have been the case.

Investment demand is expected to remain robust given continued low interest rates. This could translate into continued yield compression for prime and better quality secondary assets yields with investment yields potentially tightening by 25 basis points across Melbourne's various sub regions over the next year.

## Future Developments

The Group remains focused on providing unitholders with an attractive stable cash income return generated by a high quality, diversified portfolio of industrial, technology park and business park properties.

Disclosure of information regarding likely developments in the operations of the Group in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the Group. Accordingly, this information has not been disclosed in this report.

## On Market Securities Buy-Back

On 27 March 2015, Industria REIT announced the approval of an on market buy-back of up to 6,250,000 stapled securities equating to approximately 5% of the total number of securities in issue. The buy-back was approved to take place during the 12 month period from 13 May 2015 to 12 May 2016.

# DIRECTORS' REPORT

On 19 June 2015, Industria REIT commenced the on market acquisition of securities with a focus on enhancing value and returns to investors. During the period from 19 June 2015 to 25 June 2015, Industria REIT acquired 1,511,602 securities at an average price of \$1.9366 per security representing a 4.13% discount to the net tangible assets per security at 30 June 2015 of \$2.02 per security.

## Distributions

Distributions of \$20,131,000 were paid or declared by the Group to unitholders during the financial year ended 30 June 2015 (2014: \$15,495,000).

For full details of distributions paid and payable during the financial year refer to note 7 of the consolidated financial statements.

## Auditor's Independence Declaration

A copy of the external auditor's independence declaration, as required under section 307C of the Corporations Act 2001, is set out on page 39.

## Matters subsequent to the end of the financial year

In the period since the end of the financial year and up to the date of this report, no matter or circumstance has arisen that has 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 financial years.

## Options granted

As the Trust is an externally managed vehicle, no options were:

- granted over unissued units in the Trust during or since the end of the financial year; or
- granted to the Responsible Entity.

No unissued units in the Trust were under option as at the date on which this report is made.

No units were issued in the Trust during or since the end of the financial year as a result of the exercise of an option over unissued units in the Trust.

## Indemnification of officers of the responsible entity and auditors

APN Funds Management Limited ('the Company') in its capacity as the Responsible Entity of the Group has agreed to indemnify the Directors and officers of the Company and its controlled entities, both past and present, against all

liabilities to another person (other than the Company or a related body corporate) that may arise from their position as Directors and officers of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. The Company will meet the full amount of any such liabilities, including costs and expenses. In addition, the Company has paid a premium in respect of a contract insuring against a liability incurred by an officer of the Group. The Company has not indemnified or made a relevant agreement to indemnify the auditor of the Group or of any related body (corporate) against a liability incurred by the auditor.

## Trust information in the Directors' report

Fees paid to the Responsible Entity during the financial year are disclosed in note 19 to the financial statements. Interests of the Responsible Entity and its associates in the stapled group are disclosed in note 19 to the financial statements.

The number of interests in the Group issued during the financial year, withdrawals from the Group during the financial year, and the number of interests in the Group at the end of the financial year is disclosed in note 17 to the financial statements.

The value of the Group's assets as at the end of the financial year is disclosed in the consolidated statement of financial position as "Total Assets" and the basis of valuation is included in note 1 to the financial statements.

Geoff Brunsdon, a Director of the Responsible Entity of the Trust, holds 50,000 units in the Industria REIT stapled Group as at 30 June 2015 (2014: 50,000). No other director has interests, or rights or options over interests, in the stapled group.

## Rounding of amounts

The Group is an entity of the kind referred to in Class Order 98/100 issued by the Australian Securities and Investments Commission relating to the rounding of amounts in the financial report and Directors' report. In accordance with that Class Order, amounts in the Directors' report and financial report have been rounded to the nearest thousand dollars, unless otherwise stated.

Signed in accordance with a resolution of the Directors.

On behalf of the Directors



**Geoff Brunsdon**

Director

Dated at Melbourne, 17 August 2015



# AUDITOR'S INDEPENDENCE DECLARATION

## Deloitte.

Deloitte Touche Tohmatsu  
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The Board of Directors  
APN Funds Management Limited  
Level 30, 101 Collins Street  
Melbourne, Vic 3000

Dear Board Members

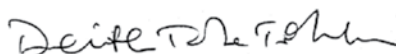
### INDEPENDENCE DECLARATION – INDUSTRIA REIT

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of APN Funds Management Limited, the Responsible Entity, regarding the financial report for Industria REIT.

As lead audit partner for the audit of the financial statements of Industria REIT for the year ended 30 June 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely



DELOITTE TOUCHE TOHMATSU



Peter A. Caldwell  
Partner  
Chartered Accountants  
Melbourne, 17 August 2015

Liability limited by a scheme approved under Professional Standards Legislation.  
Member of Deloitte Touche Tohmatsu Limited

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2015

|   | Notes | 2015<br>\$'000  | 2014<br>\$'000  |
|---|-------|-----------------|-----------------|
| <b>Revenue</b>  |       |                 |                 |
| Rental income   |       | 39,117          | 33,325          |
| <b>Total revenue from continuing operations</b>             |       | <b>39,117</b>   | <b>33,325</b>   |
| <b>Other income</b>   |       |                 |                 |
| Share of profit of joint venture                            | 3     | -               | 176             |
| Other income  | 3     | -               | 1,700           |
| Interest income   |       | 47              | 50              |
| Net gain on sale of investment properties                   | 11    | 668             | -               |
| Net gain in fair value adjustments on investment properties | 11    | 3,257           | 18,066          |
|   |       | <b>3,972</b>    | <b>19,992</b>   |
| <b>Total income</b>   |       | <b>43,089</b>   | <b>53,317</b>   |
| <b>Expenses</b>   |       |                 |                 |
| Property costs  |       | (9,473)         | (9,104)         |
| Trust management fees                                       | 19    | (2,219)         | (1,266)         |
| Goodwill impairment   | 10    | -               | (131)           |
| Interest expense  | 4     | (6,262)         | (5,080)         |
| Fair value loss on derivatives                              |       | (1,776)         | (1,309)         |
| <b>Trust costs</b>  |       |                 |                 |
| Recurring trust costs                                       |       | (591)           | (339)           |
| IPO and other establishment costs                           |       | -               | (4,882)         |
| <b>Total expenses</b>                                       |       | <b>(20,321)</b> | <b>(22,111)</b> |
| <b>Net profit before tax</b>                                |       | <b>22,768</b>   | <b>31,206</b>   |
| Income tax expense – current                                | 5     | (74)            | (83)            |
| Income tax benefit / (expense) – deferred                   | 5     | 78              | (350)           |
| <b>Net profit after tax</b>                                 |       | <b>22,772</b>   | <b>30,773</b>   |
| <b>Attributable to:</b>                                     |       |                 |                 |
| Equity holders of Industria Trust No. 1                     |       | 14,328          | 23,618          |
| Equity holders of non-controlling interests                 |       | 8,444           | 7,155           |
| Other comprehensive income                                  |       | -               | -               |
| <b>Total comprehensive income for the financial year</b>    |       | <b>22,772</b>   | <b>30,773</b>   |
| <b>Total comprehensive income is attributable to:</b>       |       |                 |                 |
| Equity holders of Industria Trust No. 1                     |       | 14,328          | 23,618          |
| Equity holders of non-controlling interests                 |       | 8,444           | 7,155           |
|   |       | <b>22,772</b>   | <b>30,773</b>   |
| <b>Earnings per unit</b>                                    |       |                 |                 |
| Basic and diluted (cents per unit)                          | 22    | 18.22           | 26.82           |

The above 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 2015

|   | Notes | 2015<br>\$'000   | 2014<br>\$'000   |
|---|-------|------------------|------------------|
| <b>Current assets</b>                       |       |                  |                  |
| Cash and cash equivalents                   | 20    | 1,873            | 2,570            |
| Trade and other receivables                 | 8     | 3,992            | 2,959            |
| Other assets                                | 9     | 519              | 631              |
| <b>Total current assets</b>                 |       | <b>6,384</b>     | <b>6,160</b>     |
| <b>Non-current assets</b>                   |       |                  |                  |
| Investment properties                       | 11    | 399,883          | 403,971          |
| Other assets                                | 9     | 89               | 88               |
| <b>Total non-current assets</b>             |       | <b>399,972</b>   | <b>404,059</b>   |
| <b>Total assets</b>                         |       | <b>406,356</b>   | <b>410,219</b>   |
| <b>Current liabilities</b>                  |       |                  |                  |
| Payables                                    | 12    | (6,215)          | (7,476)          |
| Provisions                                  | 14    | (385)            | (385)            |
| Derivative financial instruments            | 15    | (1,216)          | (619)            |
| Distributions payable                       | 7     | (9,681)          | (11,925)         |
| <b>Total current liabilities</b>            |       | <b>(17,497)</b>  | <b>(20,405)</b>  |
| <b>Non-current liabilities</b>              |       |                  |                  |
| Payables                                    | 12    | (180)            | (176)            |
| Derivative financial instruments            | 15    | (1,869)          | (690)            |
| Borrowings                                  | 13    | (134,669)        | (136,443)        |
| Deferred tax liability                      | 5     | (2,303)          | (2,381)          |
| <b>Total non-current liabilities</b>        |       | <b>(139,021)</b> | <b>(139,690)</b> |
| <b>Total liabilities</b>                    |       | <b>(156,518)</b> | <b>(160,095)</b> |
| <b>Net assets</b>                           |       | <b>249,838</b>   | <b>250,124</b>   |
| <b>Equity</b>                               |       |                  |                  |
| Equity holders of Industria Trust No. 1:    |       |                  |                  |
| Contributed equity                          | 17    | 165,674          | 167,659          |
| Accumulated losses                          | 17    | (384)            | (2,785)          |
|   |       | <b>165,290</b>   | <b>164,874</b>   |
| Equity holders of non-controlling interests | 18    | 84,548           | 85,250           |
| <b>Total equity</b>                         |       | <b>249,838</b>   | <b>250,124</b>   |

The above 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 2015

| Attributable to owners of Industria Trust No. 1                  |                                 |                                 |                 |  |                        |
|--|---------------------------------|---------------------------------|-----------------|--|------------------------|
|  | Contributed<br>equity<br>\$'000 | Accumulated<br>losses<br>\$'000 | Total<br>\$'000 | Non-<br>controlling<br>interests<br>\$'000 | Total equity<br>\$'000 |
| <b>Balance at 1 July 2013</b>                                    | <b>137,999</b>                  | <b>(14,454)</b>                 | <b>123,545</b>  | <b>14,596</b>                              | <b>138,141</b>         |
| Net profit for the financial year                                | -                               | 23,618                          | 23,618          | 7,155                                      | 30,773                 |
| Other comprehensive income for the year                          | -                               | -                               | -               | -  | -                      |
| <b>Total comprehensive income for the year</b>                   | <b>-</b>                        | <b>23,618</b>                   | <b>23,618</b>   | <b>7,155</b>                               | <b>30,773</b>          |
| <b>Transactions with unitholders in their capacity as owners</b> |                                 |                                 |                 |  |                        |
| Equity issued during the financial year                          | 33,411                          | -                               | 33,411          | 15,850                                     | 49,261                 |
| Equity acquired during the financial year                        | -                               | -                               | -               | 55,456                                     | 55,456                 |
| Capital raising costs  | (3,751)                         | -                               | (3,751)         | (4,369)                                    | (8,120)                |
| Distributions paid or provided (Note 7)                          | -                               | (11,949)                        | (11,949)        | (3,438)                                    | (15,387)               |
| <b>Balance at 30 June 2014</b>                                   | <b>167,659</b>                  | <b>(2,785)</b>                  | <b>164,874</b>  | <b>85,250</b>                              | <b>250,124</b>         |
| Net profit for the financial year                                | -                               | 14,328                          | 14,328          | 8,444                                      | 22,772                 |
| Other comprehensive income for the year                          | -                               | -                               | -               | -  | -                      |
| <b>Total comprehensive income for the year</b>                   | <b>-</b>                        | <b>14,328</b>                   | <b>14,328</b>   | <b>8,444</b>                               | <b>22,772</b>          |
| <b>Transactions with unitholders in their capacity as owners</b> |                                 |                                 |                 |  |                        |
| Buy-back of contributed equity (Note 17)                         | (1,985)                         | -                               | (1,985)         | (942)                                      | (2,927)                |
| Distributions paid or provided (Note 7)                          | -                               | (11,927)                        | (11,927)        | (8,204)                                    | (20,131)               |
| <b>Balance at 30 June 2015</b>                                   | <b>165,674</b>                  | <b>(384)</b>                    | <b>165,290</b>  | <b>84,548</b>                              | <b>249,838</b>         |

The above 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 2015

|   | Notes | 2015<br>\$'000  | 2014<br>\$'000 |
|---|-------|-----------------|----------------|
| <b>Cash flows from operating activities</b>                       |       |                 |                |
| Receipts from customers   |       | 37,826          | 35,811         |
| Payments to suppliers   |       | (15,015)        | (29,699)       |
| Other cash receipts   |       | -               | 1,700          |
| Interest received   |       | 47              | 50             |
| Income tax (paid) / refunded                                      |       | (437)           | 195            |
| Finance costs paid  |       | (6,095)         | (5,977)        |
| <b>Net cash inflow from operating activities</b>                  | 20    | <b>16,326</b>   | <b>2,080</b>   |
| <b>Cash flows from investing activities</b>                       |       |                 |                |
| Payments for improvements to investment properties                | 11    | (1,128)         | (9,035)        |
| Proceeds from sale of investment properties                       | 11    | 11,347          | -              |
| Net cash inflow from acquisition of subsidiaries                  | 10    | -               | 1,975          |
| <b>Net cash inflow / (outflow) from investing activities</b>      |       | <b>10,219</b>   | <b>(7,060)</b> |
| <b>Cash flows from financing activities</b>                       |       |                 |                |
| Repayment of borrowings   |       | (1,940)         | (28,385)       |
| Proceeds on equity issue  |       | -               | 49,262         |
| Payment for equity issue costs                                    |       | -               | (8,120)        |
| Payment for buy-back of equity                                    | 17    | (2,927)         | -              |
| Distributions paid  |       | (22,375)        | (6,801)        |
| <b>Net cash (outflow) / inflow from financing activities</b>      |       | <b>(27,242)</b> | <b>5,956</b>   |
| Net (decrease) / increase in cash and cash equivalents            |       | (697)           | 976            |
| Cash and cash equivalents at the beginning of the financial year  |       | 2,570           | 1,594          |
| <b>Cash and cash equivalents at the end of the financial year</b> | 20    | <b>1,873</b>    | <b>2,570</b>   |

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

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 1. Summary of significant accounting policies

### Statement of compliance & basis of preparation

These financial statements are general purpose financial statements which have been prepared in accordance with the Corporations Act 2001, Accounting Standards and Interpretations, and comply with other requirements of the law.

The financial statements comprise the consolidated financial statements of the Group, as detailed in note 16 to these accounts. For the purposes of preparing these consolidated financial statements, the Group is a for-profit entity.

Accounting Standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes comply with International Financial Reporting Standards (IFRS).

The financial statements were authorised for issue by the Directors on 17 August 2015.

These consolidated financial statements have been prepared on the basis of historical cost, except for the revaluation of investment properties and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

In the application of A-IFRS management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of A-IFRS that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next financial year are disclosed, where applicable, in the relevant notes to the financial statements.

The accounting policies set out below have been applied in preparing the financial statements for the financial year ended 30 June 2015 and the comparative information presented in these financial statements.

### Application of new and revised Accounting Standards

In the current year, there are a number of amendments to AASBs and a new Interpretation issued by the Australian Accounting Standards Board (AASB) that are mandatorily effective for an accounting period that begins on or after 1 July 2014, and therefore relevant for the current year end.

None of the amendments or interpretations are relevant to the Group and therefore the adoption of these standards does not have any material impact on the disclosures or the amounts recognised in the Group's consolidated financial statements.

### Rounding off of amounts

The Trust is a Trust of the kind referred to in ASIC Class Order 98/100, dated 10 July 1998, and in accordance with that Class Order amounts in the Directors' report and the financial report have been rounded off to the nearest thousand dollars, unless otherwise indicated.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## Significant accounting policies

The following significant accounting policies have been adopted in the preparation and presentation of the financial report for the financial year ended 30 June 2015:

### (a) Revenue recognition

#### (i) Investment property

The fair value model has been chosen in relation to all investment properties, as it will give the most relevant information regarding transactions and the financial position of the Group. The fair value model requires that the declared values reflect market conditions at the end of the reporting period. Independent valuations are performed on a regular basis.

Any increases or decreases in the carrying amount of investment property resulting from fair value adjustments are recognised as a gain / (loss) in the consolidated statement of profit or loss and other comprehensive income.

#### (ii) Rental income

Rental income from properties is recognised on a straight-line basis over the lease term. Rental income not received at reporting date, is reflected in the consolidated statement of financial position as a receivable or if paid in advance, as rent in advance.

#### (iii) Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### (b) Expenses

All expenses, including responsible entity fees, are recognised in the consolidated statement of profit or loss and other comprehensive income on an accruals basis.

### (c) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and cash in banks or other short term highly liquid investments, net of outstanding bank overdrafts.

Restricted cash is shown in the consolidated statement of financial position according to the timing of its release. Accordingly, cash that cannot be applied or used within the next twelve months is shown as a non-current asset. All other cash and cash equivalents are shown as current assets.

### (d) Financing costs

Financing costs comprise interest expense on borrowings. All borrowing costs are recognised in the consolidated statement of profit or loss and other comprehensive income using the effective interest rate method.

Financing costs exclude borrowing costs capitalised to qualifying assets. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing costs that are directly attributable to the acquisition, construction or development of a qualifying asset are capitalised as part of that asset. Capitalisation of borrowing costs is ceased during extended periods in which active development is interrupted. When a development is complete and ceases to be a qualifying asset, borrowing costs are expensed as incurred.

### (e) Loans and receivables

Trade and sundry receivables are recorded at amortised cost less impairment. Trade receivables are due within thirty days. Trade receivables are reviewed regularly and bad debts are written off when identified. A specific allowance for doubtful debts is made when there is objective evidence that the Group will not be able to collect the amounts due according to the original terms of the receivables. The amount of the allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities greater than 12 months after the reporting date which are classified as non-current assets.

### (f) Investment property

Investment properties are properties held to earn rentals and / or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gains and losses arising from changes in the fair value of investment properties are included in consolidated statement of profit or loss and other comprehensive income in the period in which they arise.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in consolidated statement of profit or loss and other comprehensive income in the period in which the property is derecognised.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## **(g) Distributions**

A liability for any distribution declared on or before the end of the reporting period is recognised in the consolidated statement of financial position in the reporting period to which the distribution pertains.

## **(h) Debt and equity instruments**

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

## **(i) Income tax**

Income tax on the profit or loss for the financial year comprises current and deferred tax. Income tax is recognised in the consolidated statement of profit or loss and other comprehensive income. Current tax is the expected tax payable on the taxable income for the financial year, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts for taxation purposes. The following temporary differences are not provided for; goodwill, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of the deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount or assets and liabilities, using tax rates enacted or substantively enacted at balance date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which deductible temporary differences or unused tax losses and tax offsets can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current and deferred tax is recognised as an expense or income in the consolidated statement of profit or loss and other comprehensive income.

## **(j) 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; or
- for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

Cash flows are included in the consolidated statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

## **(k) Impairment**

### **(i) Impairment of financial assets**

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each statement of financial position date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted. For financial assets carried at amortised cost, the amount of the impairment 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.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

### **(ii) Impairment of other tangible assets**

At each reporting date, the Group reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or cash generating unit) for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in the profit or loss immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (l) Payables

Trade payables and other accounts payable represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are usually paid within 30 days of recognition. They are recognised at amortised cost, which for the Group is the fair value of consideration to be paid in the future for the goods and services received.

## (m) Borrowings

Borrowings are recorded initially at fair value, net of transaction costs. Subsequent to initial recognition, borrowings are measured at amortised cost with any difference between the initial recognised amount and the redemption value being recognised in profit and loss over the period of the borrowing using the effective interest rate method.

## (n) Leases and lease incentives

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.

### Group as lessor

Amounts due from lessees under finance leases are recognised as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

## (o) Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

### Financial assets

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' (FVTPL), 'held-to-maturity' investments, 'available-

for-sale' (AFS) financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

### Effective Interest Rate

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL.

### Financial assets at FVTPL

Financial assets are classified as at FVTPL when the financial asset is either held for trading or it is designated as at FVTPL.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and AASB 139 'Financial Instruments: Recognition and Measurement' permits the entire combined contract to be designated as at FVTPL.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Financial assets at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other gains and losses' line item. Fair value is determined in the manner described in note 15.

## Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in consolidated statement of profit or loss and other comprehensive income. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

## Financial liabilities and equities

### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognised as the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

### Financial liabilities

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

### Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition, it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and AASB 139 'Financial Instruments: Recognition and Measurement' permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in consolidated statement of profit or loss and other comprehensive income. The net gain or loss recognised in consolidated statement of profit or loss and other comprehensive income incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line item. Fair value is determined in the manner described in note 15.

### Other financial liabilities

Other financial liabilities, including borrowings and trade and other payables, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

## **Derecognition of financial liabilities**

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in consolidated statement of profit or loss and other comprehensive income.

## **(p) Derivative financial instruments**

The Group enters into derivative financial instruments to manage its exposure to interest rates such as interest rate swaps.

Derivatives are categorised as held for trading and 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 resulting gain or loss is recognised in profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event, the timing of the recognition in profit and loss depends on the nature of the hedge relationship.

## **(q) Issued units**

Issued and paid up units are recognised at the fair value of the consideration received by the Trust. Any transaction costs arising on issue of ordinary units are recognised directly in unitholders' interest as a reduction of the unit proceeds received.

## **(r) Provisions**

Provisions are recognised when the Group has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that recovery will be received and the amount of the receivable can be measured reliably.

An onerous contract is considered to exist where the Group has a contract under which the unavoidable cost of meeting the contractual obligations exceed the economic benefits estimated to be received. Present obligations arising under onerous contracts are recognised as a provision to the extent that the present obligation exceeds the economic benefits estimated to be received.

## **(s) Basis of consolidation**

The consolidated financial statements incorporate the financial statements of the Trust and entities (including structured entities) controlled by the Trust and its subsidiaries. Control is achieved when the Trust:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Trust reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Trust has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Trust considers all relevant facts and circumstances in assessing whether or not the Trust's voting rights in an investee are sufficient to give it power, including:

- the size of the Trust's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Trust, other vote holders or other parties;
- rights arising from other contractual arrangements; and

any additional facts and circumstances that indicate that the Trust has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Trust obtains control over the subsidiary and ceases when the Trust loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Trust gains control until the date when the Trust ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Trust and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Trust and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## **Changes in the Group's ownership interests in existing subsidiaries**

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Trust.

When the Group loses control of a subsidiary, a gain or loss is recognised in consolidated statement of profit or loss and other comprehensive income and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests.

All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified / permitted by applicable AASBs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 139, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

## **(t) Investment in joint venture**

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of joint ventures are incorporated in these financial statements using the equity method of accounting. Under the equity method, an investment in a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the joint venture. When the Group's share of losses of a joint venture exceeds the Group's interest in that joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in a joint venture is accounted for using the equity method from the date on which the investee becomes a joint venture. On acquisition of the investment in a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of AASB 139 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with AASB 136 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with AASB 136 to the extent that the recoverable amount of the investment subsequently increases.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## **(u) Business combinations**

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value which is calculated as the sum of the acquisition-date fair values of assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity instruments issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in consolidated statement of profit or loss and other comprehensive income as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with AASB 112 'Income Taxes' and AASB 119 'Employee Benefits' respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with AASB 2 'Share-based Payment' at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 'Non-current Assets Held for Sale and Discontinued Operations' are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in consolidated statement of profit or loss and other comprehensive income as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Standard.

Where a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition date fair value and the resulting gain or loss, if any, is recognised in consolidated statement of profit or loss and other comprehensive income. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

## **(v) Earnings per unit**

### **(i) Basic earnings per unit**

Basic earnings per unit is calculated as net profit attributable to unitholders of the Group for the year divided by the weighted average number of ordinary units outstanding during the year, adjusted for bonus elements in ordinary units issued during the year.

### **(ii) Diluted earnings per unit**

Diluted earnings per unit adjust the figures used in the determination of basic earnings per unit to take into account the effect of interest and other financing costs associated with dilutive potential ordinary units and the weighted average number of units assumed to have been issued for no consideration in relation to dilutive potential ordinary units. As there are no potentially dilutive units on issue, diluted earnings per unit is the same as basic earnings per unit.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (w) AASB Accounting Standards not yet effective

At the date of authorisation of the financial report, the Standards and Interpretations listed below were in issue but not yet effective. These are not expected to have any material impact on the Group's financial report in future reporting periods.

| Standard  | Effective for annual reporting periods beginning on or after | Expected to be initially applied in the financial year ending |
|---|--|---|
| AASB 9 'Financial Instruments', and the relevant amending standards <sup>1</sup>  | 1 January 2018   | 31 December 2018  |
| AASB 2014-1 'Amendments to Australian Accounting Standards'   | 1 July 2014  | 31 December 2015  |
| <ul style="list-style-type: none"> <li>▪ Part A: 'Annual Improvements 2010-2012 and 2011-2013 Cycles'</li> <li>▪ Part C: 'Materiality'</li> </ul> |  |   |
| AASB 2014-4 'Amendments to Australian Accounting Standards – Clarification of Acceptable Methods of Depreciation and Amortisation'                | 1 January 2016   | 31 December 2016  |
| AASB 15 'Revenue from Contracts with Customers' and AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB 15'              | 1 January 2017   | 31 December 2017  |
| AASB 2015-1 'Amendments to Australian Accounting Standards – Annual Improvements to Australian Accounting Standards 2012-2014 Cycle'              | 1 January 2016   | 31 December 2016  |
| AASB 2015-2 'Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 101'                                       | 1 January 2016   | 31 December 2016  |
| AASB 2015-3 'Amendments to Australian Accounting Standards arising from the Withdrawal of AASB 1031 Materiality'                                  | 1 July 2015  | 31 December 2016  |
| AASB 2015-5 'Amendments to Australian Accounting Standards – Investment Entities: Applying the Consolidation Exception'                           | 1 January 2016   | 31 December 2016  |

<sup>1</sup> The AASB has issued the following versions of AASB 9 and the relevant amending standards;

- AASB 9 'Financial Instruments' (December 2009), AASB 2009-11 'Amendments to Australian Accounting Standards arising from AASB 9', AASB 2012-6 'Amendments to Australian Accounting Standards – Mandatory Effective Date of AASB 9 and Transition Disclosures', AASB 2013-9 'Amendment to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments' – Part C: Financial Instruments and AASB 2014-1 'Amendment to Australian Accounting Standards' – Part E: Financial Instruments
- AASB 9 'Financial Instruments' (December 2010), AASB 2010-7 'Amendments to Australian Accounting Standards arising from AASB 9 (December 2010)', AASB 2012-6 'Amendments to Australian Accounting Standards – Mandatory Effective Date of AASB 9 and Transition Disclosure', AASB 2013-9 'Amendment to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments' – Part C: Financial Instruments and AASB 2014-1 'Amendment to Australian Accounting Standards' – Part E: Financial Instruments
- AASB 9 'Financial Instruments' (December 2014) and AASB 2014-7 'Amendments to Australian Accounting Standards arising from AASB 9 (December 2014)'
- AASB 2014-8 'Amendments to Australian Accounting Standards arising from AASB 9 (December 2014) – Application of AASB 9 (December 2009) and AASB 9 (December 2010)'. For annual reporting periods beginning on or after 1 January 2015, an entity may elect to early adopt either AASB 9 (December 2009) or AASB 9 (December 2010) and the relevant amending standards if the entity's relevant date of initial application is before 1 February 2015, however after that point if an entity wishes to early adopt AASB 9, it must adopt the AASB 9 (December 2014) version.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

At the date of authorisation of the financial statements, the following IASB Standards and IFRIC Interpretations were also in issue but not yet effective, although Australian equivalent Standards and Interpretations have not yet been issued.

| Standard/Interpretation         | Effective for annual reporting periods beginning on or after | Expected to be initially applied in the financial year ending |
|---------------------------------|--|---|
| None at the time of publication |  |   |

## 2. Accounting estimates and Judgements

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires the Responsible Entity to exercise its judgement in the process of applying the Group'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 discussed below.

Estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources are based on historical experience and various other factors including expectations of future events that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

### (a) Critical accounting estimates and assumptions

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

The Group had investment properties with a net carrying amount of \$399,883,000 (2014: \$403,971,000) (see note 11), representing estimated fair value. These carrying amounts reflect certain assumptions about expected future rentals, rent-free periods, operating costs and appropriate discount and capitalisation rates. In forming these assumptions, the Responsible Entity considered information about current and recent sales activity, current market rents, and discount and capitalisation rates, for properties similar to those owned by the Group, as well as independent valuations of the Group's property.

### (b) Critical judgements in applying the entity's accounting policies

Judgements made by management in the application of AASBs that have a significant effect on the financial report and estimates with a significant risk of material adjustment in the next financial year are as follows:

- Fair value of investment properties

Note 11 outlines the fair value of the properties of the Group and the valuation techniques used to determine these fair values. Significant judgement is required to estimate the future cash flows used to calculate the fair value of investment properties, and whether there are any indicators of impairment. In making their judgement, the Directors have considered internal and external valuations and the appropriateness of future cash flows and capitalisation rates applied. The Directors are satisfied that the valuations applied are appropriate.

- Categorisation in fair value hierarchy

Note 11 describes the valuation techniques and significant unobservable inputs used to determine the fair value of investment properties. The significance of these inputs requires judgement and impacts on the level of the fair value hierarchy to which the valuation is applied. The Directors have determined that there are a number of significant unobservable inputs used in the valuation techniques and have classified the valuations as Level 3.

- Determination of parent entity in stapling transaction

The Directors' report provides information on the stapling transaction which occurred during the previous financial year. At the date of stapling, the Directors performed an assessment to determine which of the stapled entities should be identified as the acquirer. Given that no equity instruments were transferred, Industria Trust No. 1 was identified as the acquirer on the basis that its relative size (in terms of assets and revenues) was significantly greater than that of the other stapled entities.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 3. Other income

|                                      | 2015<br>\$'000 | 2014<br>\$'000 |
|--------------------------------------|----------------|----------------|
| Share of profit of joint venture (i) | -              | 176            |
| Contribution received (ii)           | -              | 1,700          |
|                                      | <b>-</b>       | <b>1,876</b>   |

(i) On 5 December 2013, the Industria REIT Group acquired Industria Company No. 1 Ltd as part of the stapling transaction. At this date, McKechnie Drive Pty Ltd, a 100% subsidiary of Industria Company No. 1 Ltd, held a 50% joint investment in property at 88 Brandl Street. This investment was equity accounted in the accounts of Industria Company No. 1 Ltd.

On 1 May 2014, the Group purchased the externally held remaining 50% of the 88 Brandl Street property. At this date, a Co-ownership Deed was signed by APN Funds Management Limited (in its capacity as Responsible Entity of Industria Trust No. 4 – the purchasing entity) and McKechnie Drive Pty Ltd. This agreement details that each entity has the rights to an equal share of the net assets of the joint arrangement. This joint arrangement was identified as a joint venture and is equity accounted in the financial statements of both entities.

The share of profit of joint venture disclosed in the prior financial year represents the Group's share of 88 Brandl Street profits from 5 December 2013 to 30 April 2014. From 1 May 2014, the property is 100% owned within the Group and its results are consolidated herein.

(ii) As part of the stapling arrangement in the previous financial year, APN Funds Management Limited, in its personal capacity, agreed to contribute \$1.7m towards the initial establishment costs of Industria REIT. Industria REIT had no obligation to repay this amount and accordingly the contribution was recognised as other income.

## 4. Finance costs

|  | 2015<br>\$'000 | 2014<br>\$'000 |
|--|----------------|----------------|
| Interest on bank borrowings (i)            | 5,939          | 4,899          |
| Interest on loan from related parties (ii) | -              | 19             |
| Amortisation of borrowing costs            | 323            | 160            |
| Bank charges                               | -              | 2              |
|  | <b>6,262</b>   | <b>5,080</b>   |

(i) The Group has a revolving credit facility with ANZ and NAB which provides the Group with \$155m of flexible debt. As at 30 June 2015, \$135.56m (2014: \$137.50m) of this facility has been drawn down. The Group has a number of interest rate swaps to hedge its risk to unfavourable changes in the interest rate. Refer to note 15 for details of the fair value of the interest rate swaps.

(ii) Interest on related party loans has been eliminated on consolidation. Related party interest expense disclosed in the previous financial year relates to interest on loans of Industria Trust No. 1 and Industria Trust No. 2 with previous related parties prior to the stapling transaction.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 5. Income tax expenses

|   | 2015<br>\$'000 | 2014<br>\$'000 |
|---|----------------|----------------|
| <b>(a) Income tax (benefit) / expense recognised in the consolidated statement of profit or loss and other comprehensive income</b> |                |                |
| The components of tax (benefit) / expense comprises:  |                |                |
| Current tax expense   | 79             | 83             |
| Deferred tax (benefit) / expense relating to the origination and reversal of temporary differences                                  | (78)           | 350            |
| Overprovision from prior years  | (5)            | -              |
|   | <b>(4)</b>     | <b>433</b>     |
| <b>(b) Reconciliation between tax (benefit) / expense and pre-tax net profit</b>  |                |                |
| Profit from continuing operations   | 22,768         | 31,206         |
| Less: Profit of the group relating to non-taxable Trust entities  | (20,741)       | (28,922)       |
| <b>Taxable profit of group</b>  | <b>2,027</b>   | <b>2,284</b>   |
| Prima facie tax payable on profit before income tax @ 30% (2014: 30%)   | 608            | 685            |
| Add/(subtract):   |                |                |
| Tax effect of:  |                |                |
| Share of profit of equity accounted investments   | -              | (23)           |
| Result of exiting the former tax consolidation group  | -              | (229)          |
| Unused tax losses recognised in deferred tax asset  | 93             | -              |
| Previously unrecognised and unused tax losses and deductible temporary differences now recognised as deferred tax assets            | (662)          | -              |
| Others  | (38)           | -              |
| Overprovision from prior years  | (5)            | -              |
| <b>Income tax attributable</b>  | <b>(4)</b>     | <b>433</b>     |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 5. Income tax expenses (continued)

|  | Opening<br>balance<br>\$000 | Recognised in<br>profit or loss<br>\$000 | Closing<br>balance<br>\$000 |
|--|-----------------------------|--|-----------------------------|
| <b>(c) Deferred tax assets and liabilities to the following:</b> |                             |  |                             |
| Provisions and accruals  | 38                          | (6)                                      | 32                          |
| Allowance for doubtful debts                                     | -                           | 43                                       | 43                          |
| Capitalised interest   | (288)                       | 288                                      | -                           |
| Capitalised lease costs  | (652)                       | 652                                      | -                           |
| Capitalised acquisition costs                                    | (167)                       | 473                                      | 306                         |
| Capitalised borrowing costs                                      | 1                           | -  | 1                           |
| Investment properties  | (1,500)                     | (1,530)                                  | (3,030)                     |
| Fair value adjustments on derivatives                            | 166                         | 179                                      | 345                         |
| Tax losses carried forward                                       | 19                          | (19)                                     | -                           |
| Others   | 2                           | (2)                                      | -                           |
|  | <b>(2,381)</b>              | <b>78</b>                                | <b>(2,303)</b>              |

## 6. Auditor's remuneration

|   | 2015<br>\$     | 2014<br>\$     |
|---|----------------|----------------|
| <b>Assurance services</b>   |                |                |
| <i>Audit services</i>   |                |                |
| Audit of financial reports and other audit work under the Corporations Act 2001 | 125,500        | 149,000        |
| <b>Total remuneration for audit services</b>                                    | <b>125,500</b> | <b>149,000</b> |
| <b>Other assurance services</b>   |                |                |
| Compliance plan audit services  | 8,000          | 8,000          |
| Due diligence fees (non-recurring)  | -              | 588,137        |
| <b>Total remuneration for other assurance services</b>                          | <b>8,000</b>   | <b>596,137</b> |
| <b>Total auditor's remuneration</b>   | <b>133,500</b> | <b>745,137</b> |

The auditor of the Group is Deloitte Touche Tohmatsu.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 7. Distributions

Distributions recognised in the financial year by the Group are detailed below:

| <b>Distributions 2015</b> | <b>Cents per unit</b> | <b>Total amounts<br/>\$'000</b> |
|---------------------------|-----------------------|---------------------------------|
| <b>Half-year ended:</b>   |                       |                                 |
| December 2014             | 8.36                  | 10,450                          |
| June 2015                 | 7.84                  | 9,681                           |
| <b>Total</b>              | <b>16.20</b>          | <b>20,131</b>                   |

| <b>Distributions 2014</b> | <b>Cents per unit</b> | <b>Total amounts<br/>\$'000</b> |
|---------------------------|-----------------------|---------------------------------|
| <b>Quarter ended:</b>     |                       |                                 |
| September 2013            | 1.91                  | 2,960                           |
| December 2013             | 0.39                  | 610                             |
| June 2014                 | 9.54                  | 11,925                          |
| <b>Total</b>              | <b>11.84</b>          | <b>15,495</b>                   |

September and December 2013 distributions represent amounts distributed to unitholders of the old stapled group, consisting of Australand Wholesale Property Trust No. 6 and Australand Wholesale Property Trust No. 6A. The December 2013 distribution represented a final distribution to these unitholders prior to the formation of Industria REIT stapled group. The June 2014 distribution represented the first bi-annual distribution to stapled unitholders of Industria REIT.

Included in distributions paid in the consolidated statement of changes in equity in the prior financial year is a reversal of over-accrual for prior year distributions of \$108,000.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 8. Trade and other receivables

|                              | 2015<br>\$'000 | 2014<br>\$'000 |
|------------------------------|----------------|----------------|
| <b>Current</b>               |                |                |
| Rent debtors                 | 4,366          | 2,959          |
| Allowance for doubtful debts | (374)          | -              |
|                              | <b>3,992</b>   | <b>2,959</b>   |

Accounts receivable are non-interest bearing and are generally on 0-30 day terms. An allowance for doubtful debts would be recognised when there is objective evidence that an individual receivable is impaired. As at 30 June 2015, \$374,000 of receivables was impaired (2014: Nil).

The ageing analysis of accounts receivable not impaired as at 30 June 2015 is as follows:

- Consolidated 0-30 days \$3,872,000 (2014: \$2,951,000)
- Consolidated 31-90 days \$120,000 (2014: \$7,000)
- Consolidated 90+days \$nil (2014: \$1,000)

## 9. Other assets

|                        | 2015<br>\$'000 | 2014<br>\$'000 |
|------------------------|----------------|----------------|
| <b>Current</b>         |                |                |
| Prepayments            | 344            | 162            |
| Accrued income         | -              | 300            |
| Income tax recoverable | 82             | -              |
| Other                  | 93             | 169            |
|                        | <b>519</b>     | <b>631</b>     |
| <b>Non-Current</b>     |                |                |
| Deferred charges       | 89             | 88             |
|                        | <b>89</b>      | <b>88</b>      |

Deferred charges comprise mainly of leasing fees capitalised and amortised over the period of the tenancy lease.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 10. Business combinations

### (A) Acquisition of Industria Trust No. 3, Industria Trust No. 4 and Industria Company No. 1 Ltd

In the prior financial year, the previous stapled group (being Industria Trust No. 1 and Industria Trust No. 2) entered into a stapling arrangement with the entities listed below. In accordance with accounting standards, Industria Trust No. 1 has been identified as the acquirer in the stapling transaction.

|                             | Proportion of units/shares acquired | Consideration transferred \$'000 |
|-----------------------------|-------------------------------------|----------------------------------|
| Industria Trust No. 3       | -                                   | -                                |
| Industria Trust No. 4       | -                                   | -                                |
| Industria Company No. 1 Ltd | -                                   | -                                |

The acquisition date for this transaction has been identified as 5 December 2013. Accordingly, the prior year results of the above listed entities have been consolidated from this date.

The principal activities of each of the above entities are the same as that of Industria Trust No. 1; ownership of industrial and business park properties for rental income. These entities were acquired to expand the property portfolio of the Group and to form Industria REIT to be listed on the ASX.

The assets acquired and liabilities assumed at the date of acquisition are detailed below.

|                                  | Industria Trust No. 3 \$'000 | Industria Trust No. 4 \$'000 | Industria Company No. 1 Ltd \$'000 |
|----------------------------------|------------------------------|------------------------------|------------------------------------|
| <b>Current assets</b>            |                              |                              |                                    |
| Cash and cash equivalents        | 1,881                        | 255                          | 2,266                              |
| Trade and other receivables      | 203                          | 349                          | 5,198                              |
| <b>Non-current assets</b>        |                              |                              |                                    |
| Investment properties            | 32,781                       | 32,501                       | 85,241                             |
| Investment in joint venture      | -                            | -                            | 2,415                              |
| <b>Current liabilities</b>       |                              |                              |                                    |
| Trade and other payables         | (2,201)                      | (7,051)                      | (3,499)                            |
| Derivative financial instruments | (11)                         | -                            | -                                  |
| Borrowings                       | (19,199)                     | (15,231)                     | (57,780)                           |
| Distribution payable             | (232)                        | -                            | -                                  |
| Provisions                       | -                            | -                            | (385)                              |
| <b>Non-current liabilities</b>   |                              |                              |                                    |
| Deferred tax liability           | -                            | -                            | (2,031)                            |
| <b>Net assets</b>                | <b>13,222</b>                | <b>10,823</b>                | <b>31,425</b>                      |

The fair value of the receivables acquired (which principally comprise trade receivables) in these transactions equates to their carrying value. At the acquisition date, it has been estimated that all contractual cash flows from trade receivables are collectable.

Due to the nature of the stapling transaction, the Group has attributed the net assets of the acquired entities to the owners of the acquired entities as non-controlling interests.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## Impact of acquisition on the results of the Group

The table below summarises the revenue and profit and loss included in the prior financial year's consolidated financial statements attributable to the acquired entities.

|            | Industria Trust<br>No. 3<br>\$'000 | Industria Trust<br>No. 4<br>\$'000 | Industria<br>Company No. 1 Ltd<br>\$'000 |
|------------|------------------------------------|------------------------------------|--|
| Revenue    | 1,929                              | 1,379                              | 6,363                                    |
| Net profit | 4,501                              | (2,805)                            | 1,859                                    |

Had these business combinations been effected at 1 July 2013, the prior year's revenue of the Group from continuing operations would have been \$39,680,000, and the profit from continuing operations would have been \$42,116,000.

|   | \$'000       |
|---|--------------|
| <b>Net cash inflow in acquisition of subsidiaries</b> |              |
| Consideration paid in cash                            | -            |
| Cash and cash equivalents acquired                    | 4,402        |
|   | <b>4,402</b> |

## (B) Acquisition of 50% of 88 Brandl Street

On 1 May 2014 the Group acquired the remaining 50% of property at 88 Brandl Street. Prior to this acquisition, the Group owned 50% of the property through a joint venture agreement with an external party. Prior to the acquisition of the remaining 50%, the Group accounted for its investment using the equity method of accounting.

The primary reason for acquisition of the remaining 50% was to gain control of 100% of the property, in line with the strategy of the Group.

In the period from date of acquisition to 30 June 2014, 88 Brandl Street contributed \$116,000 revenue and \$95,000 profit to the Group's results. If the acquisition had occurred on 1 July 2013, management estimates that consolidated revenue for the prior year would have been \$33,981,000 and consolidated profit for the prior financial year would have been \$32,482,000.

The fair value of the consideration transferred for the acquisition of the remaining 50% of 88 Brandl Street was \$2,497,000. The entire consideration comprised of cash only.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (B) Acquisition of 50% of 88 Brandl Street (continued)

The assets acquired and liabilities assumed at the date of acquisition are as detailed below:

|                             | 88 Brandl Street<br>\$'000 |
|-----------------------------|----------------------------|
| <b>Current assets</b>       |                            |
| Cash and cash equivalents   | 71                         |
| Trade and other receivables | 33                         |
| <b>Non-current assets</b>   |                            |
| Investment property         | 7,000                      |
| <b>Current Liabilities</b>  |                            |
| Trade and other payables    | (187)                      |
| Borrowings                  | (4,550)                    |
| <b>Net assets</b>           | <b>2,367</b>               |

The fair value of the receivables acquired (which principally comprise trade receivables) in these transactions equated to their carrying value. At the acquisition date, it was estimated that all contractual cash flows from trade receivables were collectable.

### Goodwill

Goodwill arising from the acquisition was recognised as follows:

|  | \$'000     |
|--|------------|
| Consideration transferred                      | 2,498      |
| Share of fair value of identifiable net assets | (2,367)    |
| <b>Goodwill</b>                                | <b>131</b> |

The goodwill arose as a result of the capitalisation of acquisition costs at the date of acquisition. This resulted in an excess of the consideration transferred over the Group's share of the fair value of the identifiable net assets.

Management performed an assessment of the carrying value of the goodwill at 30 June 2014. The entire goodwill was allocated to 88 Brandl Street property as the lowest level cash-generating unit to which the goodwill could be allocated. The carrying amount of the goodwill as at the date of assessment was \$131,000. Management's assessment of the goodwill resulted in the entire amount being fully impaired in the prior financial year.

|  | \$'000         |
|--|----------------|
| <b>Net cash outflow on acquisition of subsidiaries</b> |                |
| Consideration paid in cash                             | (2,498)        |
| Cash and cash equivalents acquired                     | 71             |
|  | <b>(2,427)</b> |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 11. Investment properties

Investment properties represent the industrial and business park properties held by the Group for rental income.

|                                      | 2015<br>\$'000 | 2014<br>\$'000 |
|--------------------------------------|----------------|----------------|
| Industrial and office properties (b) | 396,400        | 399,350        |
| Land held for future development (c) | 3,483          | 4,621          |
| <b>Total</b>                         | <b>399,883</b> | <b>403,971</b> |

### (a) Reconciliation of carrying amount

The following is a reconciliation of the carrying amounts of investment properties at the beginning and end of the financial year:

|   | 2015<br>\$'000 | 2014<br>\$'000 |
|---|----------------|----------------|
| Carrying amount at beginning of the financial year  | 403,971        | 211,950        |
| Additions at cost: property under development       | -              | 8,937          |
| Additions at cost: industrial and office properties | 1,128          | 98             |
| Acquisitions through business combinations          | -              | 164,522        |
| Disposals   | (10,190)       | -              |
| Movement in deferred lease incentives               | 1,717          | 398            |
| Net gain in fair value adjustments <sup>1</sup>     | 3,257          | 18,066         |
| <b>Carrying amount at end of the financial year</b> | <b>399,883</b> | <b>403,971</b> |

<sup>1</sup> The net gain in fair value adjustments is wholly unrealised and has been recognised as "net gain in fair value adjustments on investment properties" in the consolidated statement of profit or loss and other comprehensive income.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (b) Industrial and office properties

|   | Ownership interest | Fair value<br>30 June 2015<br>\$'000 | Fair value<br>30 June 2014<br>\$'000 | Latest independent valuation date | Valuer   |
|---|--------------------|--------------------------------------|--------------------------------------|-----------------------------------|----------|
| 34 Australis Drive, VIC                       | 100%               | 21,650                               | 21,650                               | 30 Jun 2014                       | Savills  |
| 80-96 South Park Drive, VIC                   | 100%               | 18,650                               | 18,200                               | 31 Dec 2014                       | Savills  |
| 89 West Park Drive, VIC                       | 100%               | 15,750                               | 15,750                               | 30 Jun 2014                       | Savills  |
| 32-40 Garden Street, VIC                      | 100%               | 14,800                               | 13,800                               | 31 Dec 2014                       | Savills  |
| 5 Butler Blvd, SA                             | 100%               | 12,800                               | 12,800                               | 30 Jun 2015                       | Savills  |
| 140 Sharps Road, VIC                          | 100%               | 13,100                               | 12,700                               | 31 Dec 2014                       | Savills  |
| 7 Clunies Ross and 17-19 McKechnie Drive, QLD | 100%               | 37,200                               | 34,000                               | 30 Jun 2015                       | LMW      |
| 6 Electronics Street, QLD                     | 100%               | 7,400                                | 6,400                                | 31 Dec 2014                       | LMW      |
| 12 Electronics Street, QLD                    | 100%               | 11,600                               | 10,500                               | 31 Dec 2014                       | LMW      |
| 24-26 Hi-tech Court, QLD                      | 100%               | 2,450                                | 1,200                                | 31 Dec 2014                       | LMW      |
| 8 Clunies Ross and 9 McKechnie Drive, QLD     | 100%               | 23,500                               | 24,600                               | 30 Jun 2015                       | LMW      |
| 7 Brandl St, QLD                              | 100%               | 22,200                               | 22,400                               | 30 Jun 2015                       | LMW      |
| 37 Brandl St, QLD                             | 100%               | 13,650                               | 13,500                               | 30 Jun 2015                       | LMW      |
| 18 Brandl St, QLD                             | 100%               | 11,800                               | 11,500                               | 30 Jun 2015                       | LMW      |
| 53 Brandl St, QLD (Note (i))                  | 100%               | -                                    | 9,200                                | 30 Sep 2013                       | Colliers |
| 88 Brandl St, QLD                             | 100%               | 14,000                               | 14,000                               | 31 Mar 2014                       | Colliers |
| 85 Brandl St, QLD                             | 100%               | 5,000                                | 5,000                                | 30 Sep 2013                       | Colliers |
| Building A, 1 Homebush Bay Drive, NSW         | 100%               | 81,000                               | 81,000                               | 30 Jun 2014                       | Savills  |
| Building C, 1 Homebush Bay Drive, NSW         | 100%               | 51,600                               | 51,750                               | 31 Dec 2014                       | Savills  |
| 51A McKechnie Drive, QLD                      | 100%               | 16,200                               | 14,400                               | 31 Dec 2014                       | LMW      |
| BTP Central Car Park, QLD                     | 100%               | 2,050                                | 5,000                                | 31 Dec 2014                       | LMW      |
| <b>Total consolidated entity</b>              |                    | <b>396,400</b>                       | <b>399,350</b>                       |                                   |          |

The fair value of assets which have not been independently valued at 30 June 2015 have been determined based on Directors' valuations.

### (i) Sale of 53 Brandl Street

On 1 December 2014, the Group disposed of 53 Brandl St, QLD for a purchase consideration of \$10,250,000. The disposal resulted in a gain on disposal of \$565,000 which is recognised in the consolidated statement of profit or loss and other comprehensive income in the current financial year.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (c) Land held for future development

|                                       | Ownership interest | Fair value 30 June 2015 \$'000 | Fair value 30 June 2014 \$'000 | Latest independent valuation date | Valuer   |
|---------------------------------------|--------------------|--------------------------------|--------------------------------|-----------------------------------|----------|
| Lot 3, Brandl Street, QLD             | 100%               | 1,021                          | 995                            | 30 Sept 2013                      | Colliers |
| Lot 6, Brandl Street, QLD (note (ii)) | 100%               | -                              | 990                            | 30 Sept 2013                      | Colliers |
| 45 and 45B McKechnie Drive, QLD       | 100%               | 2,462                          | 2,636                          | 31 Dec 2014                       | LMW      |
| <b>Total</b>                          |                    | <b>3,483</b>                   | <b>4,621</b>                   |                                   |          |

(ii) Sale of Lot 6, Brandl Street

On 10 April 2015, the Group disposed of Lot 6, Brandl St, QLD for a purchase consideration of \$1,097,000. The disposal resulted in a gain on disposal of \$103,000 which is recognised in the consolidated statement of profit or loss and other comprehensive income in the current financial year.

## (d) Fair value measurement, valuation techniques and inputs

In determining the appropriate classes of investment property, management has considered the nature, characteristics and risks of its investment properties as well as the level of fair value hierarchy within which the fair value measurements are categorised.

| Fair Value Hierarchy | Fair value 30 June 2015 \$'000 | Valuation Technique                  | Inputs used to measure fair value   | Range of unobservable inputs  |
|----------------------|--------------------------------|--------------------------------------|---|---|
| Level 3              | 396,400                        | DCF and income capitalisation method | Net passing rent (per sqm p.a.)<br>Net market rent (per sqm p.a.)<br>10 year average market rental growth<br>Adopted capitalisation rate<br>Adopted terminal yield<br>Adopted discount rate | \$65 - \$459<br>\$70 - \$459<br>(0.45%) - 5.46%<br>7.50% - 10.00%<br>8.00% - 11.00%<br>7.75% - 11.00% |
| Level 3              | 3,483                          | Direct comparison method             | Sales price per sqm   | \$417 - \$510   |

The adopted valuation for investment properties is the mid-point of the valuations determined using the discounted cash flow (DCF) method and the income capitalisation method. The adopted valuation for land held for future development is based on the direct comparison method. The DCF, income capitalisation and direct comparison methods use unobservable inputs in determining fair value, as per the table above.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (d) Fair value measurement, valuation techniques and inputs (continued)

|                                      |   |
|--------------------------------------|---|
| Discounted cash flow method          | Under the DCF method, a property's fair value is estimated using explicit assumptions regarding the benefits and liabilities of ownership over the asset's life including an exit or terminal value. The DCF method involves the projection of a series of cash flows on a real property interest. To this projected cash flow series, an appropriate, market-derived discount rate is applied to establish the present value of the income stream associated with the real property. |
| Income capitalisation method         | This method involves assessing the total net market income receivable from the property and capitalising this in perpetuity to derive a capital value, with allowances for capital expenditure reversions.  |
| Direct comparison approach           | Under the direct comparison method, sales of similar land holdings with development potential are analysed at a rate per sqm of site area. This is then compared to the subject having regard to the value influencing factors such as location, site conditions, approvals, proposed development and relativity of the market conditions at the time of sale.  |
| Net passing rent                     | Net passing rent is the contracted amount for which a property or space within a property is leased. In the calculation of net rent, the owner recovers outgoings from the tenant on a pro-rata basis (where applicable).   |
| Net market rent                      | A net market rent is the estimated amount for which a property or space within a property should lease between a willing lessor and a willing lessee on appropriate lease terms in an arm's length transaction, after proper marketing and wherein the parties have each acted knowledgeably, prudently and without compulsion. In the calculation of net rent, the owner recovers outgoings from the tenant on a pro-rata basis (where applicable).                                  |
| 10 year average market rental growth | An average of a 10 year period of forecast annual percentage growth rates.  |
| Adopted capitalisation rate          | The rate at which net market income is capitalised to determine the value of a property. The rate is determined with regards to market evidence and the prior external valuation.   |
| Adopted terminal yield               | The capitalisation rate used to convert income into an indication of the anticipated value of the property at the end of the holding period when carrying out a discounted cash flow calculation. The rate is determined with regards to market evidence and the prior external valuation.  |
| Adopted discount rate                | The rate of return used to convert a monetary sum, payable or receivable in the future, into present value. Theoretically it should reflect the opportunity cost of capital, that is, the rate of return the capital can earn if put to other uses having similar risk. The rate is determined with regards to market evidence and the prior external valuation.  |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (e) Valuation process

The aim of the valuation process is to ensure that assets are held at fair value in the Group's accounts and that the Group is compliant with applicable regulations (for example the Corporations Act and ASIC regulations).

The Group's external valuations are performed by independent professionally qualified valuers who hold a recognised relevant professional qualification and have specialised expertise in the investment properties valued. Internal valuations have been performed by the Group's internal valuers, reviewed and accepted by the Board of Directors of the Responsible Entity. It is Group policy to have all properties independently valued at least every two years.

If external valuations are not obtained on the reporting date, internal valuations are performed by utilising the information from a combination of asset plans and forecasting tools prepared by the asset management teams. Appropriate capitalisation rate, terminal yield and discount rates based on comparable market evidence and recent external valuation parameters are used to produce a capitalisation and discounted cash flow valuation. The adopted value is generally a mid-point of these two approaches.

## (f) Sensitivity information

| Significant inputs                   | Fair value measurement sensitivity to significant increase in input | Fair value measurement sensitivity to significant decrease in input |
|--------------------------------------|---|---|
| Net passing rent                     | Increase  | Decrease  |
| Net market rent                      | Increase  | Decrease  |
| 10 year average market rental growth | Increase  | Decrease  |
| Adopted capitalisation rate          | Decrease  | Increase  |
| Adopted terminal yield               | Decrease  | Increase  |
| Adopted discount rate                | Decrease  | Increase  |

Generally, a change in the assumption made for the adopted capitalisation rate is accompanied by a directionally similar change in the adopted terminal yield. The adopted capitalisation rate forms part of the income capitalisation approach and the adopted terminal yield forms part of the discounted cash flow approach. The mid-point of the two valuations is then adopted.

When calculating the income capitalisation approach, the net market rent has a strong interrelationship with the adopted capitalisation rate given the methodology involves assessing the total net market income receivable from the property and capitalising this in perpetuity to derive a capital value. In theory, an increase in the net market rent and an increase (softening) in the adopted capitalisation rate could potentially offset the impact to the fair value. The same can be said for a decrease in the net market rent and a decrease (tightening) in the adopted capitalisation rate. A directionally opposite change in the net market rent and the adopted capitalisation rate could potentially magnify the impact to the fair value.

When assessing a discounted cash flow, the adopted discount rate and adopted terminal yield have a strong interrelationship in deriving a fair value given the discount rate will determine the rate in which the terminal value is discounted to the present value.

In theory, an increase (softening) in the adopted discount rate and a decrease (tightening) in the adopted terminal yield could potentially offset the impact to the fair value. The same can be said for a decrease (tightening) in the discount rate and an increase (softening) in the adopted terminal yield. A directionally similar change in the adopted discount rate and the adopted terminal yield could potentially magnify the impact to the fair value.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (g) Highest and best use

For all investment properties the current use equates to the highest and best use.

## (h) Leasing arrangements

The investment properties are leased to tenants under long term operating leases. Rentals are receivable from the tenants monthly. Minimum lease payments under non-cancellable operating leases of investment properties not recognised in the financial statements as receivable are as follows:

|   | 2015<br>\$'000 | 2014<br>\$'000 |
|---|----------------|----------------|
| Within one year                                 | 30,427         | 42,363         |
| More than one year but not more than five years | 95,688         | 104,104        |
| More than five years                            | 49,267         | 31,768         |
| <b>Total</b>                                    | <b>175,382</b> | <b>178,235</b> |

## (i) Properties pledged as security

At 30 June 2015 and 30 June 2014, the Group's debt facility is secured by first ranking mortgages over all of the investment properties held by the Group.

At 30 June 2015, the carrying amount of the investment properties pledged as collateral was \$399,883,000 (2014: \$403,971,000). The debt facility imposes certain financial covenants with respect to the secured investment properties. These covenants include maintenance of the following financial ratios at the reporting date:

- The loan to valuation ratio will not exceed 55% at all times
- The gearing ratio will not exceed 55%
- The ratio of net rental income to interest costs under the facility will not fall below 2.0 times
- The portfolio weighted average lease length to expiry will be greater than 2.5 years

## (j) Amounts recognised in the consolidated statement of profit and loss for investment properties

|   | 2015<br>\$'000 | 2014<br>\$'000 |
|---|----------------|----------------|
| Rental income   | 39,117         | 33,325         |
| Direct operating expenses   | (9,473)        | (9,104)        |
| Net gain in fair value adjustments  | 3,257          | 18,066         |
| Net gain on sale of investment properties                                 | 668            | -              |
| <b>Net amount recognised in profit and loss for investment properties</b> | <b>33,569</b>  | <b>42,287</b>  |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 12. Payables

|                                   | 2015<br>\$'000 | 2014<br>\$'000 |
|-----------------------------------|----------------|----------------|
| <b>Current</b>                    |                |                |
| Trade payables                    | 65             | 80             |
| Accruals and other creditors      | 5,943          | 7,023          |
| GST payable                       | 207            | 95             |
| Income tax payable                | -              | 278            |
|                                   | <b>6,215</b>   | <b>7,476</b>   |
| <b>Non-current</b>                |                |                |
| Rental bond received from tenants | 180            | 176            |
|                                   | <b>180</b>     | <b>176</b>     |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 13. Borrowings

|  | 2015<br>\$'000 | 2014<br>\$'000 |
|--|----------------|----------------|
| <b>Non-current</b>                                     |                |                |
| Bank loans – secured                                   | 134,669        | 136,443        |
|  | <b>134,669</b> | <b>136,443</b> |
| <b>Financing arrangements</b>                          |                |                |
| The Group has access to the following lines of credit: |                |                |
| Loan facility limit                                    | 155,000        | 155,000        |
| Facilities drawn at balance date                       | 135,560        | 137,500        |
| <b>Facilities not drawn at balance date</b>            | <b>19,440</b>  | <b>17,500</b>  |

At 30 June 2015, the Group had available liquidity of \$19,440,000 (2014: \$17,500,000).

### Summary of borrowing arrangements

The Group has a revolving credit facility with an external finance company with remaining maturity periods not exceeding 5 years. The weighted average effective interest rate on the loans is 3.66% (2014: 3.65%). The Group has entered into interest rate swap contracts exchanging variable rate interest for fixed rate interest. The movement in the fair value of the interest rate swaps has been recognised in the consolidated statement of profit or loss and other comprehensive income in the current financial year as hedge accounting has not been applied.

The debt facility imposes certain financial covenants with respect to the secured investment properties. These covenants include maintenance of the following financial ratios at the reporting date:

- The loan to valuation ratio will not exceed 55% at all times
- The gearing ratio will not exceed 55%
- The ratio of net rental income to interest costs under the facility will not fall below 2.0 times
- The portfolio weighted average lease length to expiry will be greater than 2.5 years.

Included in the carrying value of borrowings are capitalised borrowing costs of \$891,000 (2014: \$1,057,000).

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 14. Provisions

|                                     | 2015<br>\$'000 | 2014<br>\$'000 |
|-------------------------------------|----------------|----------------|
| <b>Current</b>                      |                |                |
| Provision for future tenant rebate* | 385            | 385            |
| <b>Movements in provisions:</b>     |                |                |
| At beginning of the financial year  | 385            | -              |
| Arising from business combination   | -              | 385            |
| <b>At end of the financial year</b> | <b>385</b>     | <b>-</b>       |

\* Provision for future tenant rebate is an incentive for a current tenant to remain with Industria Company No. 1 Ltd.

## 15. Financial instruments

The Group undertakes transactions in a range of financial instruments including:

- cash and cash equivalents;
- receivables;
- payables;
- borrowings; and
- derivative financial instruments.

These activities expose the Group to a variety of financial risks including credit risk, liquidity risk and market risk which includes interest rate risk and other price risks.

The overall risk management program seeks to mitigate these risks and reduce volatility on the Group's financial performance. Financial risk management is carried out centrally by the Responsible Entity under policies approved by the Board of Directors. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign currency risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and the investment of excess liquidity.

### (a) Financial risk management objectives

The Group outsources the investment management to APN Funds Management Limited, who provide services to the Group, co-ordinate access to domestic financial markets, and manages the financial risks relating to the operations of the Group in accordance with an investment mandate set out in accordance with the Group's constitution and product disclosure statement. The Responsible Entity has determined that the appointment of these managers is appropriate for the Group and is in accordance with the Group's investment strategy.

The Group's overall risk management program focuses on ensuring compliance with the Group's product disclosure statement and seeks to maximise the returns derived for the level of risk to which the Group is exposed.

The Group's investment objective is to provide investors with a consistent, relatively high level of income combined with some capital growth, sourced from an appropriately wide spread of property-based revenue streams. The Group invests in Australian direct properties.

The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes. The use of financial derivatives is governed by the Group's investment policies, which provide written principles on the use of financial derivatives. Compliance with policies and exposure limits is reviewed by the Responsible Entity on a continuous basis.

It is the Responsible Entity's aim to invest in such a way that any risks the Group is exposed to are minimised, while at the same time endeavouring to achieve the investment objectives of the Group.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (b) Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which revenues and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in note 1 to the financial statements.

## (c) Capital risk management

The Responsible Entity's objective when managing capital is to safeguard its ability to continue as a going concern, so that it can continue to provide returns for unitholders and to maintain an optimal capital structure to reduce the cost of capital.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by the fair value of the investment properties.

The gearing ratio is required to be in the range of 30% to 40%. During the financial year and at 30 June 2015, the stapled group is in compliance with these gearing ratios.

The gearing ratio was calculated as follows:

|                                 | Notes | 2015<br>\$'000 | 2014<br>\$'000 |
|---------------------------------|-------|----------------|----------------|
| Total interest bearing debt     | 13    | 135,560        | 137,500        |
| Less: cash and cash equivalents | 20    | (1,873)        | (2,570)        |
| <b>Net debt</b>                 |       | <b>133,687</b> | <b>134,930</b> |
| Value of property portfolio     | 11    | 399,883        | 403,971        |
| <b>Gearing Ratio</b>            |       | <b>33.4%</b>   | <b>33.4%</b>   |

## (d) Categories of financial instruments

The Group has investments in the following categories of financial assets and liabilities:

| Consolidated   | 2015<br>\$'000 | 2014<br>\$'000 |
|--|----------------|----------------|
| <b>Financial Assets</b>  |                |                |
| Loans and receivables  | 4,600          | 3,678          |
| <b>Financial Liabilities</b>   |                |                |
| Financial liabilities measured at amortised cost                         | (150,745)      | (156,020)      |
| Financial liabilities designated as at fair value through profit or loss | (3,085)        | (1,309)        |

The carrying amount of interest-bearing liabilities in the Group as at 30 June 2015 is \$134,669,000 (2014: \$136,443,000).

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (e) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group.

Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and committed transactions.

Credit risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. The Group has adopted the policy of only dealing with creditworthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the financial risk of financial loss from default. The Group's investment objective is to find high quality customers predominately with a stable credit history. The Group measures credit risk on a fair value basis.

The maximum exposure to credit risk as at 30 June 2015 and at 30 June 2014 is the carrying amounts of financial assets recognised in the consolidated statement of financial position of the Group. The Group holds no collateral as security and the credit quality of all financial assets that are neither past due nor impaired is consistently monitored in order to identify any potential adverse changes in the credit quality. The Group does not have any significant credit risk exposure to any single counterparty or counterparties having similar characteristics.

Derivative counterparties and cash transactions are limited to financial institutions that meet the treasury risk management policy's minimum credit rating criteria. Credit risk arising on loans and receivable balances is monitored on an ongoing basis with the result that the exposure to bad debts by the Group is not significant. There are no significant financial assets that have had renegotiated terms that would otherwise have been past due or impaired.

Due to the short-term nature of these receivables, their carrying value is assumed to approximate their fair value.

The decision to accept the credit risk associated with leasing space to a particular tenant is balanced against the risk of the potential financial loss of not leasing up vacant space.

The Responsible Entity believes that the Group's receivables that are neither past due nor impaired do not give rise to any significant credit risk.

## (f) Liquidity risk

Liquidity risk includes the risk that the Group, as a result of its operations:

- will not have sufficient funds to settle a transaction on the due date;
- will be forced to sell financial assets at a value which is less than what they are worth; or
- may be unable to settle or recover a financial asset at all.

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. To help reduce these risks the Group:

- has a liquidity policy which targets a minimum and average level of cash and cash equivalents to be maintained;
- has readily accessible standby facilities and other funding arrangements in place;
- has a debt maturity policy which targets a maximum percentage of total debt maturing in any one 12 month period; and
- has a loan covenant target to ensure that the Group can withstand downward movement in valuations, a reduction in income and increase in interest rates without breaching loan facility covenants.

The Group's main liquidity risk is its ability to refinance its current borrowings. Realised profits generated by the Group are to be returned to unitholders as described in the Group's Constitution and as such realised profits are not used to support the refinancing activities of the Group. To assist in mitigating refinancing risk, the Responsible Entity is in regular contact with the financial institutions.

The table on the next page shows an analysis of the contractual maturities of key liabilities which forms part of the Group's assessment of liquidity risk excluding liabilities attributable to unitholders:

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (f) Liquidity risk (continued)

| Consolidated                 | Within 1 year<br>\$'000 | Between 1<br>and 2 years<br>\$'000 | Over 2<br>years<br>\$'000 | Total<br>contractual<br>cash flows<br>\$'000 | Carrying<br>amounts<br>\$'000 |
|------------------------------|-------------------------|------------------------------------|---------------------------|--|-------------------------------|
| <b>2015</b>                  |                         |                                    |                           |  |                               |
| <b>Liabilities</b>           |                         |                                    |                           |  |                               |
| Payables – current           | 6,215                   | -                                  | -                         | 6,215  | 6,215                         |
| Payables – non-current       | -                       | -                                  | 192                       | 192  | 180                           |
| Distribution payable         | 9,681                   | -                                  | -                         | 9,681  | 9,681                         |
| Interest-bearing liabilities | 5,567                   | 5,482                              | 142,887                   | 153,936                                      | 134,669                       |
| Interest rate swaps          | 1,216                   | 1,036                              | 833                       | 3,085  | 3,085                         |
|                              | <b>22,679</b>           | <b>6,518</b>                       | <b>143,912</b>            | <b>173,109</b>                               | <b>153,830</b>                |
| <b>2014</b>                  |                         |                                    |                           |  |                               |
| <b>Liabilities</b>           |                         |                                    |                           |  |                               |
| Payables – current           | 7,476                   | -                                  | -                         | 7,476  | 7,476                         |
| Payables – non-current       | -                       | -                                  | 196                       | 196  | 176                           |
| Distribution payable         | 11,925                  | -                                  | -                         | 11,925                                       | 11,925                        |
| Interest-bearing liabilities | 6,192                   | 6,219                              | 146,680                   | 159,091                                      | 136,443                       |
| Interest rate swaps          | 619                     | 490                                | 200                       | 1,309  | 1,309                         |
|                              | <b>26,212</b>           | <b>6,709</b>                       | <b>147,076</b>            | <b>179,997</b>                               | <b>157,329</b>                |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (g) Derivatives – interest rate swap contracts

The Group has a debt facility with a floating interest rate being applied. A series of interest rate swaps have been entered into thereby fixing the interest rate on the debt.

The following table details the notional principal amounts and fair value of the interest rate swap contracts outstanding:

| Type of contract          | Expiration    | Underlying     | Notional amount of contracts outstanding \$ | Fair value assets \$'000 | Fair value (liabilities) \$'000 |
|---------------------------|---------------|----------------|---|--------------------------|---------------------------------|
| <b>As at 30 June 2015</b> |               |                |   |                          |                                 |
| <b>ANZ</b>                |               |                |   |                          |                                 |
| Interest rate swap        | January 2016  | Interest rates | 20,000,000                                  | -                        | (109)                           |
| Interest rate swap        | January 2018  | Interest rates | 15,000,000                                  | -                        | (360)                           |
| Interest rate swap        | February 2018 | Interest rates | 10,000,000                                  | -                        | (333)                           |
| Interest rate swap        | January 2020  | Interest rates | 10,000,000                                  | -                        | (286)                           |
| Interest rate swap        | February 2019 | Interest rates | 5,000,000                                   | -                        | (246)                           |
| Interest rate swap        | June 2019     | Interest rates | 5,000,000                                   | -                        | (210)                           |
| <b>NAB</b>                |               |                |   |                          |                                 |
| Interest rate swap        | January 2016  | Interest rates | 20,000,000                                  | -                        | (108)                           |
| Interest rate swap        | January 2018  | Interest rates | 15,000,000                                  | -                        | (359)                           |
| Interest rate swap        | February 2018 | Interest rates | 10,000,000                                  | -                        | (332)                           |
| Interest rate swap        | January 2020  | Interest rates | 10,000,000                                  | -                        | (286)                           |
| Interest rate swap        | February 2019 | Interest rates | 5,000,000                                   | -                        | (246)                           |
| Interest rate swap        | June 2019     | Interest rates | 5,000,000                                   | -                        | (210)                           |
|                           |               |                |   | -                        | <b>(3,085)</b>                  |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (g) Derivatives – interest rate swap contracts (continued)

| Type of contract          | Expiration    | Underlying     | Notional amount of contracts outstanding \$ | Fair value assets \$'000 | Fair value (liabilities) \$'000 |
|---------------------------|---------------|----------------|---|--------------------------|---------------------------------|
| <b>As at 30 June 2014</b> |               |                |   |                          |                                 |
| <b>ANZ</b>                |               |                |   |                          |                                 |
| Interest rate swap        | January 2016  | Interest rates | 20,000,000                                  | -                        | (99)                            |
| Interest rate swap        | January 2017  | Interest rates | 15,000,000                                  | -                        | (196)                           |
| Interest rate swap        | February 2018 | Interest rates | 10,000,000                                  | -                        | (183)                           |
| Interest rate swap        | February 2019 | Interest rates | 5,000,000                                   | -                        | (139)                           |
| Interest rate swap        | June 2019     | Interest rates | 5,000,000                                   | -                        | (37)                            |
| <b>NAB</b>                |               |                |   |                          |                                 |
| Interest rate swap        | January 2016  | Interest rates | 20,000,000                                  | -                        | (100)                           |
| Interest rate swap        | January 2017  | Interest rates | 15,000,000                                  | -                        | (196)                           |
| Interest rate swap        | February 2018 | Interest rates | 10,000,000                                  | -                        | (183)                           |
| Interest rate swap        | February 2019 | Interest rates | 5,000,000                                   | -                        | (139)                           |
| Interest rate swap        | June 2019     | Interest rates | 5,000,000                                   | -                        | (37)                            |
|                           |               |                |   | -                        | <b>(1,309)</b>                  |

During the year, the Group recognised a loss of \$1,776,000 on interest rate swaps.

The interest rate swap settles on a monthly basis. The floating rate on the debt being applied is the Australian BBSY. The counterparty settles the difference between the fixed and floating interest rate if the fixed rate is higher on a net basis.

|                                | 2015 \$'000 | 2014 \$'000 |
|--------------------------------|-------------|-------------|
| <b>Current liabilities</b>     |             |             |
| Interest rate swap contracts   | 1,216       | 619         |
| <b>Non-current liabilities</b> |             |             |
| Interest rate swap contracts   | 1,869       | 690         |

The interest rate swaps have not been identified as hedging instruments and any movements in the fair value are recognised immediately in profit or loss.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (h) Market risk

Market risk is the risk that the fair value of future cash flows of the Group's financial instruments will fluctuate because of changes in market prices. The Responsible Entity manages the financial risks relating to the operations of the Group in accordance with an investment mandate set out in accordance with the Group's constitution and product disclosure statement. The Group's investment mandate is to provide investors with a consistent, relatively high level of income combined with some capital growth, sourced from an appropriately wide spread of property-based revenue streams. There has been no change to the Group's exposure to market risks or the manner in which it manages and measures the risk. Components of market risk to which the Group is exposed are interest rate risk and price risk.

### Interest rate risk

The Group's interest bearing financial assets and liabilities expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows. The risk is measured using sensitivity analysis.

As at balance date, the Group's exposure to interest rates is as follows:

*Assets:* Cash and cash equivalents at fair values of \$1,873,000 (2014: \$2,570,000) with a weighted average interest rate of 2.47% (2014: 2.90%).

*Liabilities:* Interest-bearing liabilities at amortised cost of \$134,669,000 (2014: \$136,443,000) with a weighted average interest rate of 3.66% (2014: 3.65%).

### Interest rate sensitivity

The sensitivity analysis below have been determined based on the Group's exposure to interest rates at the reporting date and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period, in the case of instruments that have floating interest rates. A 100 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates. The interest rate movements have been determined based on management's best estimate, having regard to historical levels of changes in interest rates and the current debt environment in which the Group operates.

Actual movements in the interest rate may be greater or less than anticipated due to a number of factors, including unusually large market shocks both in the global and domestic property markets. As a result, historic variations in interest rates are not a definitive indicator of future variations.

| Consolidated                     | Net Profit               |                          |
|----------------------------------|--------------------------|--------------------------|
|                                  | 100bp increase<br>\$'000 | 100bp decrease<br>\$'000 |
| <b>30 June 2015</b>              |                          |                          |
| Variable rate instruments        | (376)                    | 376                      |
| Derivative financial instruments | 2,830                    | (2,973)                  |
|                                  | <b>2,454</b>             | <b>(2,597)</b>           |
| <b>30 June 2014</b>              |                          |                          |
| Variable rate instruments        | (284)                    | 284                      |
| Derivative financial instruments | 2,755                    | (2,843)                  |
|                                  | <b>2,471</b>             | <b>(2,559)</b>           |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (i) Fair value of financial instruments

The Directors of the Responsible Entity consider that the carrying amount of financial assets and financial liabilities recorded in the financial statements approximate their fair values.

### Fair value measurements recognised in the consolidated statement of financial position

The following table provides an analysis of financial instruments that are measured at fair value at 30 June 2015, grouped into Levels 1 to 3 based on the degree to which the fair value inputs is observable:

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

| Fair value measurement as at 30 June 2015 |                   |                   |                   |                 |
|---|-------------------|-------------------|-------------------|-----------------|
| Consolidated                              | Level 1<br>\$'000 | Level 2<br>\$'000 | Level 3<br>\$'000 | Total<br>\$'000 |
| <b>Financial liabilities at FVTPL</b>     |                   |                   |                   |                 |
| Interest rate swaps                       | -                 | (3,085)           | -                 | (3,085)         |
| <b>Total</b>                              | <b>-</b>          | <b>(3,085)</b>    | <b>-</b>          | <b>(3,085)</b>  |

| Fair value measurement as at 30 June 2014 |                   |                   |                   |                 |
|---|-------------------|-------------------|-------------------|-----------------|
| Consolidated                              | Level 1<br>\$'000 | Level 2<br>\$'000 | Level 3<br>\$'000 | Total<br>\$'000 |
| <b>Financial liabilities at FVTPL</b>     |                   |                   |                   |                 |
| Interest rate swaps                       | -                 | (1,309)           | -                 | (1,309)         |
| <b>Total</b>                              | <b>-</b>          | <b>(1,309)</b>    | <b>-</b>          | <b>(1,309)</b>  |

There were no transfers between Levels during the financial year.

The interest rate swaps have been valued using discounted cash flow approach. Future cash flows are estimated based on forward interest rates (from observable forward interest rates at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 16. Controlled entities

|   | Country of incorporation | Percentage owned (%) |      |
|---|--------------------------|----------------------|------|
|   |                          | 2015                 | 2014 |
| <b>Parent entity</b>  |                          |                      |      |
| Industria Trust No. 1   | Australia                |                      |      |
| <b>Controlled entities of Industria Trust No. 1</b>                           |                          |                      |      |
| South Park Investment Trust   | Australia                | 100                  | 100  |
| West Park Investment Trust  | Australia                | 100                  | 100  |
| Tullamarine Investment Trust  | Australia                | 100                  | 100  |
| Kilsyth Investment Trust  | Australia                | 100                  | 100  |
| West Park Investment Trust No. 2  | Australia                | 100                  | 100  |
| Burbridge Investment Trust  | Australia                | 100                  | 100  |
| Rhodes Investment Trust   | Australia                | 100                  | 100  |
| Industria Trust No. 2<br>(formerly Australand Wholesale Property Trust No.6A) | Australia                | -                    | -    |
| Industria Trust No. 3<br>(formerly APN Wholesale Direct Property Pool)        | Australia                | -                    | -    |
| APN Robinson Road Industrial Property Fund                                    | Australia                | -                    | -    |
| APN Technology and Business Park Property Fund                                | Australia                | -                    | -    |
| Industria Finance Trust   | Australia                | -                    | -    |
| APN Technology and Business Park Property Fund No. 1                          | Australia                | -                    | -    |
| Industria Trust No. 4 (formerly BTP Central Trust)                            | Australia                | -                    | -    |
| Industria Company No. 1 Ltd<br>(formerly APN DF1 Developments (Qld) Pty Ltd)  | Australia                | -                    | -    |
| APN DF1 SPV1 (Qld) Pty Ltd  | Australia                | -                    | -    |
| APN DF1 SPV2 (Qld) Pty Ltd  | Australia                | -                    | -    |
| APN DF1 SPV3 (Qld) Pty Ltd  | Australia                | -                    | -    |
| McKechnie Drive Pty Ltd   | Australia                | -                    | -    |
| BTP Central Pty Ltd   | Australia                | -                    | -    |

Industria Trust No. 2, Industria Trust No. 3 (and its controlled entities), Industria Trust No. 4 and Industria Company No. 1 Ltd (and its controlled entities) were acquired through a stapling arrangement, and thus no ownership has been obtained.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## Details of non-wholly owned subsidiaries that have material non-controlling interests

The table below shows details of non-wholly owned subsidiaries of the Group that have material non-controlling interests:

| Name of subsidiary          | Place of incorporation and principal place of business | Proportion of ownership interests and voting rights held by non-controlling interests |        | Profit/(loss) allocated to non-controlling interests |             | Accumulated non-controlling interests |               |
|-----------------------------|--|---|--------|--|-------------|---------------------------------------|---------------|
|                             |  | 2015 %  | 2014 % | 2015 \$'000  | 2014 \$'000 | 2015 \$'000                           | 2014 \$'000   |
| Industria Trust No. 2       | Australia  | -   | -      | 1,980  | 3,600       | 17,800                                | 19,836        |
| Industria Trust No. 3       | Australia  | -   | -      | 1,619  | 4,501       | 16,319                                | 18,291        |
| Industria Trust No. 4       | Australia  | -   | -      | 2,814  | (2,805)     | 11,652                                | 9,974         |
| Industria Company No. 1 Ltd | Australia  | -   | -      | 2,032  | 1,859       | 38,779                                | 37,149        |
|                             |  |   |        |  |             | <b>84,550</b>                         | <b>85,250</b> |

## 17. Contributed equity

As part of the stapling transaction, Industria Trust No. 1 has been identified as the acquirer of the other stapled entities. The results and equity of these entities are presented as non-controlling interests in these consolidated financial statements on the basis that Industria Trust No. 1 has not obtained ownership as a result of the stapling.

For financial information, please refer to the financial statements of Industria Trust No. 2, Industria Trust No. 3, Industria Trust No. 4 and Industria Company No. 1 Ltd.

|  | Units issued/<br>(bought back) | Cumulative<br>units | \$'000  |
|--|--------------------------------|---------------------|---------|
| <b>Reconciliation of units in issue – 2015</b> |                                |                     |         |
| Units at the beginning of the financial year   |                                | 125,000,001         |         |
| Buy-back of contributed equity                 | (1,511,602)                    | 123,488,399         | (2,927) |
| <b>Units at the end of the financial year</b>  |                                | <b>123,488,399</b>  |         |

During the financial year, the Group undertook a share buy-back programme and bought back 1,511,602 units from the market for \$2,927,000 as part of the entity's capital management initiative.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 17. Contributed equity (continued)

|  | Units issued/<br>converted | Cumulative<br>units | \$'000 |
|--|----------------------------|---------------------|--------|
| <b>Reconciliation of units in issue – 2014</b>                           |                            |                     |        |
| Units at the beginning of the financial year                             | -                          | 155,000,100         | -      |
| Convert number of units <sup>1</sup>                                     | 18,491,981                 | 173,492,081         | -      |
| Issue units to unitholders of other Industria REIT entities <sup>2</sup> | 55,061,760                 | 228,553,841         | -      |
| Convert total number of units in issue in Industria REIT <sup>3</sup>    | (128,184,647)              | 100,369,194         | -      |
| Total units on issue from stapling transaction                           |                            | 100,369,194         | -      |
| Additional equity raised via issuance of units <sup>4</sup>              | 24,630,807                 | 125,000,001         | 41,142 |
| <b>Units at the end of the financial year</b>                            |                            | <b>125,000,001</b>  | -      |

<sup>1</sup> Units are converted to a pre-determined amount based on the Merger Implementation Deed.

<sup>2</sup> Units in the Trust are issued to the unitholders of the other Industria REIT entities. Unitholders of the Trust obtain units/shares in these entities in return.

<sup>3</sup> Total number of units in issue is converted to 100,369,194, as per the Merger Implementation Deed.

<sup>4</sup> Additional equity raised to repay debt of Industria REIT entities and fund working capital. \$49,261,614 raised at \$2 per stapled security.

|  |     | 2015<br>\$'000 | 2014<br>\$'000 |
|--|-----|----------------|----------------|
| <b>Equity</b>  |     |                |                |
| <b>Capital and reserves attributable to unitholders:</b> |     |                |                |
| <i>Unitholders of Industria Trust No. 1</i>              |     |                |                |
| Contributed equity                                       | (a) | 165,674        | 167,659        |
| Accumulated losses                                       | (b) | (384)          | (2,785)        |
| <b>Parent interest</b>                                   |     | <b>165,290</b> | <b>164,874</b> |
| <i>Unitholders of non-controlling interests</i>          |     |                |                |
| Contributed equity                                       | (a) | 56,018         | 56,960         |
| Retained earnings  | (b) | 28,530         | 28,290         |
| <b>Non-controlling interests</b>                         |     | <b>84,548</b>  | <b>85,250</b>  |
| <b>Total unitholders interest</b>                        |     | <b>249,838</b> | <b>250,124</b> |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 17. Contributed equity (continued)

| <b>(a) Contributed equity</b>   | <b>2015<br/>\$'000</b> | <b>2014<br/>\$'000</b> |
|---|------------------------|------------------------|
| 123,488,399 units fully paid less issue costs (2014: 125,000,001 units) | <b>221,692</b>         | <b>224,619</b>         |
| <b>Movements in equity</b>  |                        |                        |
| At beginning of the financial year                                      | 224,619                | 153,379                |
| Acquired through business combinations                                  | -                      | 30,098                 |
| Issued during the financial year <sup>1</sup>                           | -                      | 41,142                 |
| Bought back during the financial year                                   | (2,927)                | -                      |
| <b>On issue at year end</b>   | <b>221,692</b>         | <b>224,619</b>         |
| <b>Balance at the end of the year is attributable to</b>                |                        |                        |
| Equity holders of Industria Trust No. 1                                 | 165,674                | 167,659                |
| Equity holders of non-controlling interests                             | 56,018                 | 56,960                 |
| <b>Total contributed equity</b>   | <b>221,692</b>         | <b>224,619</b>         |

<sup>1</sup> Costs of \$8,120,000 directly attributable to the issue of units in the prior financial year were debited to equity, in accordance with the Group's accounting policy.

| <b>(b) Retained earnings / (accumulated losses)</b>   | <b>2015<br/>\$'000</b> | <b>2014<br/>\$'000</b> |
|---|------------------------|------------------------|
| <i>Unitholders of Industria Trust No. 1</i>   |                        |                        |
| Accumulated losses  | (384)                  | (2,785)                |
| <i>Unitholders of other stapled entities</i>  |                        |                        |
| Retained earnings   | 28,530                 | 28,290                 |
| <b>Total unitholders retained earnings</b>  | <b>28,146</b>          | <b>25,505</b>          |
| <b>Movements in the above unitholders' retained earnings / (accumulated losses) comprise:</b> |                        |                        |
| Retained earnings / (accumulated losses) at beginning of financial year                       | 25,505                 | (15,238)               |
| Acquired through business combination   | -                      | 25,357                 |
| Net profit attributable to the unitholders  | 22,772                 | 30,773                 |
| Distributions   | (20,131)               | (15,387)               |
| <b>Retained earnings at end of financial year</b>   | <b>28,146</b>          | <b>25,505</b>          |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 18. Non-controlling interests

|                                | 2015<br>\$'000 | 2014<br>\$'000 |
|--------------------------------|----------------|----------------|
| Interest in contributed equity | 56,018         | 56,960         |
| Interest in retained earnings  | 28,530         | 28,290         |
|                                | <b>84,548</b>  | <b>85,250</b>  |

Non-controlling interests represents Industria Trust No. 2, Industria Trust No. 3, Industria Trust No. 4 and Industria Company No. 1 Ltd.

Movements in the above non-controlling interests equity comprises:

|   | 2015<br>\$'000 | 2014<br>\$'000 |
|---|----------------|----------------|
| Balance at beginning of financial year                      | 85,250         | 14,596         |
| Non-controlling interests acquired in business combinations | -              | 55,456         |
| Issued during the year                                      | -              | 11,481         |
| Bought back during the year                                 | (942)          | -              |
| Net profit attributable to the unitholders                  | 8,444          | 7,155          |
| Distributions   | (8,204)        | (3,438)        |
| <b>Balance at end of financial year</b>                     | <b>84,548</b>  | <b>85,250</b>  |

## 19. Related parties

### (a) Key Management Personnel

#### Directors

The Group does not employ personnel in its own right. However, it is required to have a Responsible Entity to manage the activities of the Trust and its controlled entities. As the Group does not employ personnel in its own right, there are no staff costs included in the consolidated statement of profit or loss and other comprehensive income.

No fees have been paid to the Directors of APN Funds Management Limited in their capacity as Directors of the Responsible Entity of the Group.

In the previous financial year, an amount of \$45,000 was paid to the Directors of Australand Funds Management Limited (the Responsible Entity prior to the formation of Industria REIT) for their role as Directors. The table below shows the breakdown of director fees paid during the current and previous financial year.

|                                     | 2015<br>\$'000 | 2014<br>\$'000 |
|-------------------------------------|----------------|----------------|
| <b>Short term employee benefits</b> |                |                |
| Salary and fees                     | -              | 33             |
| <b>Long term employee benefits</b>  |                |                |
| Superannuation                      | -              | 12             |
|                                     | <b>-</b>       | <b>45</b>      |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## (b) The Responsible Entity

The Responsible Entity of Industria Trust No. 1 is APN Funds Management Limited ('APN FM').

APN FM is entitled to a Base Management Fee of 0.55% per annum of the gross asset value of the Group (reducing to 0.50% p.a. of Gross Asset Value in excess of \$750m and 0.45% p.a. of gross asset value in excess of \$1,500m). During the financial year, \$2,219,000 (2014: \$1,266,000) has been incurred in management fees payable to APN FM.

At the reporting date, \$557,000 (2014: \$557,000) remains payable to the Responsible entity relating to the above management fees.

In the previous financial year, APN FM in its personal capacity, contributed \$1,700,000 towards the initial establishment costs of Industria REIT stapled group. This amount has been recorded as other income in these financial statements.

APN FM provides property management and leasing services to the Group. These services can be carried out by APN FM or sub-contracted to one or more third parties. In the event that APN FM provides property management or leasing services without engaging third parties, APN FM is entitled to charge a fee of up to 3% of annual gross income plus a leasing fee at current market rates.

During the year, APN FM provided leasing services in relation to several executed leases, consequently APN FM is entitled to charge leasing fees of \$325,000 (2014: Nil) based on current market rates. While APN FM is Responsible Entity of the Group, these fees will not be charged. However, this does not preclude APN FM charging the Group leasing fees in the future.

## (c) Interests of related entities

The responsible entity of Industria Trust No. 1 is APN Funds Management Limited. The ultimate parent company of APN Funds Management Limited is APN Property Group Limited.

The table below shows the number of Industria REIT units held by entities within APN Property Group Limited as at 30 June 2015 and 30 June 2014.

|  | 2015              | 2014              |
|--|-------------------|-------------------|
| Number of units held by APN Property Group Limited     | 10,938,179        | 6,250,000         |
| Number of units held by APN AREIT Fund                 | 4,400,766         | 2,950,766         |
| Number of units held by APN Property for Income Fund   | 1,185,000         | 1,185,000         |
| Number of units held by APN Property for Income Fund 2 | 510,000           | 510,000           |
| Number of units held by APN Unlisted Property Fund     | 729,929           | 4,796,065         |
| <b>Total units held by APN entities</b>                | <b>17,763,874</b> | <b>15,691,831</b> |

14.4% of the stapled units of the Industria REIT group are held by related APN entities (2014: 12.6%).

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 20. Cash flow information

### Reconciliation of cash

For the purpose of the consolidated statement of cash flows, cash and cash equivalents includes cash on hand and bank and short term deposits at call. Cash as at the end of the financial year as shown in the consolidated statement of cash flows is reconciled to the related items in the consolidated statement of financial position as follows:

|   | 2015<br>\$'000 | 2014<br>\$'000 |
|---|----------------|----------------|
| Cash and cash equivalents   | 1,873          | 2,570          |
| <b>Reconciliation of profit after income tax to net cash inflow from operating activities</b> |                |                |
| Net profit for the financial year   | 22,772         | 30,773         |
| <b>Non-cash items:</b>  |                |                |
| Straight line lease revenue recognition   | (1,223)        | (1,401)        |
| Share of profit of joint venture  | -              | (176)          |
| Amortisation of borrowing costs   | 323            | 160            |
| Movement in deferred lease incentives   | (1,717)        | (398)          |
| Goodwill impairment   | -              | 131            |
| Allowance for doubtful debts  | 374            | -              |
| Fair value loss on derivatives  | 1,776          | 1,309          |
| Net gain in fair value adjustments on investment properties                                   | (3,257)        | (18,066)       |
| Net gain on sale of investment properties   | (668)          | -              |
|   | <b>18,380</b>  | <b>12,332</b>  |
| <b>Changes in assets/liabilities during the financial year:</b>                               |                |                |
| (Increase) / decrease in trade and other receivables  | (72)           | 4,283          |
| Decrease in payables  | (1,904)        | (14,885)       |
| (Decrease) / increase in deferred tax   | (78)           | 350            |
| <b>Net cash inflows provided by operating activities</b>                                      | <b>16,326</b>  | <b>2,080</b>   |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 21. Parent entity financial information

### Summary financial information

The individual financial statements for the parent entity show the following aggregate amounts:

| Statement of financial position   | 2015<br>\$'000  | 2014<br>\$'000  |
|-----------------------------------|-----------------|-----------------|
| Current assets                    | 9,033           | 11,781          |
| <b>Total assets</b>               | <b>212,229</b>  | <b>213,192</b>  |
| Current liabilities               | (8,517)         | (11,852)        |
| <b>Total liabilities</b>          | <b>(46,941)</b> | <b>(48,318)</b> |
| <b>Unitholders' equity</b>        |                 |                 |
| Issued capital                    | 165,674         | 167,659         |
| Accumulated losses                | (386)           | (2,785)         |
| <b>Total unitholders equity</b>   | <b>165,288</b>  | <b>164,874</b>  |
| Profit for the financial year     | 14,328          | 23,618          |
| Other comprehensive income        | -               | -               |
| <b>Total comprehensive income</b> | <b>14,328</b>   | <b>23,618</b>   |

At 30 June 2015, the parent entity had not provided guarantees (2014: Nil), has no contingent liabilities (2014: Nil) and no contractual commitments (2014: Nil).

## 22. Earnings per unit

|  | 2015         | 2014         |
|--|--------------|--------------|
| Profit attributable to unitholders (\$'000)              | 22,772       | 30,773       |
| Weighted average number of units outstanding (thousands) | 124,965      | 114,737      |
| <b>Basic and diluted earnings per unit (cents)</b>       | <b>18.22</b> | <b>26.82</b> |

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 23. Segment information

The Group derives all income from investment in properties, which are located in Australia. The Group is deemed to have only one operating segment and that is consistent with the reporting reviewed by the chief operating decision makers.

## 24. Commitments

The Group has no commitments as at 30 June 2015 (2014: Nil).

## 25. Contingent Liabilities and Contingent Assets

APN FM provides property management and leasing services to the Group. These services can be carried out by APN FM or sub-contracted to one or more third parties. In the event that APN FM provides property management or leasing services without engaging third parties, APN FM is entitled to charge a fee of up to 3% of annual gross income plus a leasing fee at current market rates.

During the year, APN FM provided leasing services in relation to several executed leases, consequently APN FM is entitled to charge leasing fees of \$325,000 (2014: Nil) based on current market rates. While APN FM is Responsible Entity of the Group, these fees will not be charged. However, this does not preclude APN FM charging the Group leasing fees in the future.

The Group has no contingent assets as at 30 June 2015 (2014: Nil).

## 26. Events occurring after the reporting period

There have been no significant events or transactions that have arisen since 30 June 2015 which, in the opinion of the Directors, would affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group.

## 27. Additional information

APN Funds Management Limited, a public company incorporated and operating in Australia, is the Responsible Entity of Industria Trust No. 1.

### Principal registered office

Level 30  
101 Collins Street  
MELBOURNE VIC 3000

Tel: (03) 8656 1000

### Principal place of business

Level 30  
101 Collins Street  
MELBOURNE VIC 3000

Tel: (03) 8656 1000



# DIRECTORS' DECLARATION

## For the year ended 30 June 2015

The Directors of APN Funds Management Limited, the Responsible Entity of Industria Trust No. 1, declare that:

- (a) In the Directors' opinion, there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable;
- (b) In the Directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in note 1 to the financial statements;
- (c) In the Directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the consolidated entity; and
- (d) The Directors have been given the declarations required by s.295A of the Corporations Act 2001

Signed in accordance with a resolution of the Directors of the Responsible Entity made pursuant to s.295 (5) of the Corporations Act 2001.

On behalf of the Directors of the Responsible Entity, APN Funds Management Limited.



**Geoff Brunsdon**

Director

Melbourne, 17 August 2015

# INDEPENDENT AUDITOR'S REPORT



Deloitte Touche Tohmatsu  
ABN 74 490 121 060

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## Independent Auditor's Report to the Stapled Unitholders of Industria REIT

We have audited the accompanying financial report of Industria REIT, which comprises the consolidated statement of financial position as at 30 June 2015, the consolidated statement of profit and loss and other comprehensive income, the consolidated statement of cash flows and the consolidated statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity, comprising the trust and the entities it controlled at the year's end or from time to time during the financial year as set out on pages 40 to 87.

### *Directors' Responsibility for the Financial Report*

The directors of the trust 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 Accounting Standard AASB 101 *Presentation of Financial Statements*, that the consolidated financial statements comply with International Financial Reporting Standards.

### *Auditor's Responsibility*

Our responsibility is to express an opinion on the financial report based on our audit. 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 whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit 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. 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### *Auditor's Independence Declaration*

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Industria REIT, would be in the same terms if given to the directors as at the time of this auditor's report.

Liability limited by a scheme approved under Professional Standards Legislation.

Member of Deloitte Touche Tohmatsu Limited

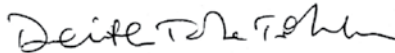
# INDEPENDENT AUDITOR'S REPORT

**Deloitte**

*Opinion*

In our opinion:

- (a) the financial report of Industria REIT is in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
  - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the consolidated financial statements also comply with International Financial Reporting Standards as disclosed in Note 1.



DELOITTE TOUCHE TOHMATSU



Peter A. Caldwell  
Partner  
Chartered Accountants  
Melbourne, 17 August 2015

# SUMMARY OF SECURITY HOLDERS

## Top 20 Security holders

| Rank         | Name  | Number of units held at 2 Sep 2015 | %             |
|--------------|---|------------------------------------|---------------|
| 1            | J P MORGAN NOMINEES AUSTRALIA LIMITED                             | 14,581,214                         | 11.82%        |
| 2            | APN PROPERTY GROUP LTD  | 11,106,459                         | 9.01%         |
| 3            | NATIONAL NOMINEES LIMITED   | 9,508,399                          | 7.71%         |
| 4            | RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED              | 8,024,798                          | 6.51%         |
| 5            | 360 CAPITAL INVESTMENT MANAGEMENT LTD TOTAL RETURN PASSIVE FD A/C | 6,068,877                          | 4.92%         |
| 6            | AUST EXECUTOR TRUSTEES LTD  | 2,692,717                          | 2.18%         |
| 7            | THE AUSTRALIAN NATIONAL UNIVERSITY                                | 2,407,000                          | 1.95%         |
| 8            | CITICORP NOMINEES PTY LIMITED                                     | 2,222,113                          | 1.80%         |
| 9            | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED                         | 2,206,261                          | 1.79%         |
| 10           | UBS WEALTH MANAGEMENT AUSTRALIA NOMINEES PTY LTD                  | 1,716,611                          | 1.39%         |
| 11           | BNP PARIBAS NOMS PTY LTD  | 1,300,089                          | 1.05%         |
| 12           | DEVELCO INVESTMENTS PTY LTD                                       | 900,000                            | 0.73%         |
| 13           | JOHN E GILL TRADING PTY LTD                                       | 631,560                            | 0.51%         |
| 14           | SANDHURST TRUSTEES LTD  | 553,033                            | 0.45%         |
| 15           | BT PORTFOLIO SERVICES LIMITED                                     | 491,584                            | 0.40%         |
| 16           | SPARRO INVESTMENTS PTY LTD  | 350,000                            | 0.28%         |
| 17           | BOND STREET CUSTODIANS LIMITED                                    | 314,480                            | 0.26%         |
| 18           | AUSTRALIAN CORPORATE HOLDINGS PTY LIMITED                         | 300,000                            | 0.24%         |
| 19           | MR JAMES TIMOTHY DYER & MRS KELLYANNE DYER                        | 250,000                            | 0.20%         |
| 20           | MR ROBERT CHARLES LIGHTFOOT & MS CHRISTINA PORTER                 | 250,000                            | 0.20%         |
| <b>Total</b> |   | <b>65,875,195</b>                  | <b>53.40%</b> |

## Range of Security holders

|                      | Number of holders | Number of units held at 2 Sep 2015 | %             |
|----------------------|-------------------|------------------------------------|---------------|
| 100,001 and Over     | 81                | 73,952,816                         | 59.97         |
| 10,001 to 100,000    | 1,563             | 40,821,204                         | 33.10         |
| 5,001 to 10,000      | 780               | 6,360,129                          | 5.16          |
| 1,001 to 5,000       | 578               | 2,143,266                          | 1.74          |
| 1 to 1,000           | 140               | 41,508                             | 0.03          |
| <b>Total</b>         | <b>3,142</b>      | <b>123,318,923</b>                 | <b>100.00</b> |
| Unmarketable Parcels | 92                | 2,501                              | 0.00          |

# SUMMARY OF SECURITY HOLDERS

## Substantial Holder Notices

The table below gives details of the last notice for each substantial Security holder lodged with the Australian Securities Exchange to 2 September 2015.

| <b>Effective date</b> | <b>Name</b>  | <b>Number of units</b> | <b>%</b> |
|-----------------------|--|------------------------|----------|
| 31 August 2015        | APN Property Group and Holus Nominees Pty Limited and their related entities | 17,932,154             | 14.54%   |
| 3 December 2013       | The Myer Family Company Holdings Pty Limited                                 | 7,373,754              | 5.90%    |

# CORPORATE DIRECTORY

## Industria REIT

Industria Trust No. 1 ARSN 125 862 875  
Industria Trust No. 2 ARSN 125 862 491  
Industria Trust No. 3 ARSN 166 150 938  
Industria Trust No. 4 ARSN 166 163 186  
Industria Company No. 1 Ltd ACN 010 794 957

## Responsible Entity

APN Funds Management Limited  
ABN 60 080 674 479  
AFS Licence No: 237500

## Registered Office

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Melbourne VIC 3000

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**F** +61 3 8656 1010  
**W** [www.apngroup.com.au](http://www.apngroup.com.au)

## Directors of APN Funds Management Ltd

Geoff Brunson, Independent Non-Executive Chairman  
Jennifer Horrigan, Independent Non-Executive Director  
Michael Johnstone, Independent Non-Executive Director  
Howard Brenchley, Non-Executive Director  
Michael Groth, Executive Alternate Director for Howard Brenchley

## Company Secretary

John Freemantle

## Share Registry

Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235

**T** 1300 554 474 (local call cost)  
**F** +61 2 9287 0303  
**E** [registrars@linkmarketservices.com.au](mailto:registrars@linkmarketservices.com.au)

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**Responsible Entity**

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**INDUSTRIAREIT**

An APN Property Group fund