

# 2018

**ANNUAL**  
**REPORT**



# C O R P O R A T E

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# D I R E C T O R Y

## **DIRECTORS**

Mr P J Hood (Chairman)  
Mr A P Begley (CEO)  
Mr S Cole  
Mr C N Duncan

## **COMPANY SECRETARY**

Mr B W Cocks  
Mrs J Jones

## **HEAD OFFICE**

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## **LAWYERS**

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## **AUDITOR**

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## **SHARE REGISTRY**

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# CHAIRMAN'S

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# REPORT

Dear Shareholders

On behalf of the Board I am pleased to present the 2018 Annual Report for Matrix Composites & Engineering Ltd (Matrix).

In FY18, Matrix achieved significant progress against the diversification strategy that was developed in line with the business restructuring that had taken place in FY17. In a challenging market for oil and gas suppliers, our diversification strategy has centred on utilising Matrix's leading capabilities and assets in advanced materials and technologies, intellectual property, and Australia's most advanced composite manufacturing facility, and applying those to new products and markets away from cyclical oil and gas growth projects. This has included products for the transportation, civil and infrastructure, and defence sectors, as well as innovative products to support existing oil and gas projects.

## FY18 financial results

During FY18 Matrix foreshadowed subdued earnings as the Company progressed with its diversification strategy and rode out the downturn in the oil and gas sector.

In line with this, FY18 revenue was \$19.5 million compared to \$33.1 million in FY17, resulting in an EBITDA loss of \$7.0 million and statutory net loss after tax of \$15.4 million. FY18 earnings were impacted by lower revenue due to deferrals in the award of new oil and gas contracts, particularly for SURF and LGS® projects, while revenue from civil and infrastructure projects that was expected in FY18 moved into FY19.

## Growth strategy

Under Matrix's diversification strategy, Matrix is now structured to target growth opportunities in five key areas – oil and gas, transportation, civil and infrastructure, resources, and defence – aimed at reducing the Company's reliance on cyclical oil and gas growth capex projects.

In oil and gas, our focus in FY18 was on manufacturing and developing products for brownfield oil and gas projects. In particular, we had good momentum with our innovative Matrix LGS® system, which reduces drag on pipeline structures in strong current conditions that enables production to safely continue during periods when

it may have needed to cease. For example, in the year we successfully completed a \$4 million contract to design, test, manufacture, and install approximately one kilometre of Matrix MarineShield LGS® covers at various locations on an existing gas export pipeline situated offshore in Australia.

We have also recently completed a successful 12-month trial of a LGS riser buoyancy string in the Gulf of Mexico with a leading oil and gas operator. This trial demonstrated that Matrix LGS® works in full scale, real world operations. In FY19, we will continue to develop the market for this technology in conjunction with our partners, AMOG, for both brownfields and greenfield offshore application.

In transportation, Matrix was awarded a \$2.4 million contract from a major bulk freight company to develop and manufacture four prototype composite bulk transport systems. This contract is of high strategic importance as it leverages our expertise in advanced technologies to deliver lightweight composite structures across diverse industries. There is also the potential for a second stage to manufacture 110 systems. We believe this also has applicability in the resources branch of our strategy, with the opportunity to leverage transport opportunities in large composite structures and capability for the mining sector.

In civil and infrastructure, Matrix signed a five-year manufacturing partnership agreement for the unique Tunnelwell® arch stormwater system. Under this agreement, Matrix secured an initial order in excess of \$2 million for 24 months, commencing in October 2018. The Tunnelwell® arch system is unique in removing the need for traditional drainage materials, such as concrete, by using roto-moulded polyethylene. To deliver on this order, during the year Matrix installed a state-of-the-art roto-moulding system at our Henderson facility. Importantly, the installed roto-moulding capability is complementary to Matrix's oil and gas products including SURF, LGS®, and other engineered products.

In defence, Matrix signed a Memorandum of Understanding with BAE Systems to be its composites partner. This follows the recent award to BAE Systems of a \$35 billion contract to produce nine future frigates for the Royal Australian Navy. Matrix has also focused on fostering relationships with Australian defence prime contractors such as Thales, with whom we are working with to adapt advanced materials to designs for defence applications.

### Looking forward

Matrix has approximately \$26 million of manufacturing work already secured for the next 18 months for projects with our oil and gas, transportation, and infrastructure clients. This base level of work across a broad range of sectors provides us with confidence to deliver revenue growth in FY19.

In addition, we are experiencing an improving outlook in the oil and gas sector, with a high level of quotations for oil and gas production, maintenance, and rectification jobs providing Matrix with a solid opportunity pipeline for FY19 and beyond. We are also targeting further growth opportunities in transportation, civil and infrastructure, and defence sectors targeted under the Company's diversification strategy.

On behalf of the Matrix Board I would like to thank our senior management and employees for their commitment and hard work during the year. I would also like to thank our shareholders for their support throughout the year. We look forward to delivering revenue growth and capturing additional opportunities in FY19 as we take the positive momentum achieved under our diversification strategy into the year.

### Peter Hood

Chairman

“**MATRIX IS NOW STRUCTURED TO TARGET GROWTH OPPORTUNITIES IN FIVE KEY AREAS – OIL AND GAS, TRANSPORTATION, CIVIL AND INFRASTRUCTURE, RESOURCES, AND DEFENCE**”





**SAFETY FIRST**  
DANGER - HIGH VOLTAGE  
DO NOT TOUCH  
USE SAFETY GLOVES  
DC - SP1779

Matrix

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# DIRECTORS' REPORT

The directors of Matrix Composites & Engineering Ltd ("Matrix" or "the Company") submit herewith the annual report of the Company for the financial year ended 30 June 2018. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows.

## INFORMATION ABOUT THE DIRECTORS

The names and particulars of the directors of the Company during or since the end of the financial year are:

### Peter J Hood

*Independent Non-Executive Chairman*

#### Qualifications & Experience

Peter Hood is a qualified Chemical Engineer with over 47 years of experience in senior management and project development in the mining, oil and gas, and chemical industries.

Mr Hood was previously the CEO of Coogee Resources Ltd, a company involved in the exploration and production of oil and gas in the Timor Sea. Prior to this he was the CEO of Coogee Chemicals Pty Ltd where he oversaw a period of significant growth in the company's value.

Mr Hood is a Past President of the Australian Chamber of Commerce and Industry (ACCI), a Non-Executive Director of the Chamber of Commerce and Industry of WA, GR Engineering Ltd and Cue Energy Resources Ltd, and Chairman of MAK Industrial Water Systems Pty Ltd. He was also previously Chairman of Apollo Gas Ltd and Vice-Chairman of APPEA.

Mr Hood chairs the Remuneration and Nominations Committees and is a member of the Audit and Risk Committees.

#### Education

- Bachelor of Engineering (Chemical), Melbourne University, 1970
- Advanced Management Program, Harvard Business School, 1997
- Graduate Diploma of Administration, Western Australian Institute of Technology (now Curtin University), 1974

#### Memberships

- Fellow of the Australian Institute of Company Directors
- Fellow of the Institute of Chemical Engineers
- Member of the Australian Institute of Mining and Metallurgy

### Aaron P Begley

*Managing Director & Chief Executive Officer*

#### Qualifications & Experience

Aaron Begley has over 20 years' experience in manufacturing and marketing specialized industrial equipment, materials and services to the oil & gas and marine technology sectors.

Prior to his current role as Managing Director and Chief Executive Officer, Mr Begley held various positions within Matrix Composites & Engineering Ltd since starting with the company in 1993. Throughout his tenure, Mr Begley has overseen the company's growth from a local engineering firm to a global market leader in the manufacture and development of composite materials technologies and engineered products for the oil & gas sector.

#### Education

- Post Graduate Diploma of Management (Curtin), 2002
- Bachelor of Economics (University of Western Australia), 1993

#### Memberships

- Society of Underwater Technology (SUT)
- Society of Petroleum Engineers (SPE)
- International Association of Drilling Contractors (IADC)

### Steven Cole

*Independent Non-Executive Director*

#### Qualifications & Experience

Steven Cole has over 40 years' of legal, business and corporate experience as well as a range of executive management and non-executive appointments. His extensive boardroom and board sub-committee experience includes ASX listed, statutory, proprietary and NFP organisations covering the industrial, financial, educational, professional services, health, local government and resources sectors. Mr Cole is Chairman of Neometals Limited, the Queen Elizabeth II Medical Centre Trust, Perth Markets Limited and a board member of the Chamber of Commerce & Industry (WA). Mr Cole was also previously WA State President and a national board member of the Australian Institute of Company Directors.

Mr Cole chairs the Audit Committee and is a member of the Risk, Remuneration and Nominations Committees.

#### Education

- Bachelor of Laws (Hons)

#### Memberships

- Fellow of the Australian Institute of Company Directors

## Craig N Duncan

*Independent Non-Executive Director*

### Qualifications & Experience

Mr Duncan has over 40 years' experience in the petroleum and mining industries in Australia, PNG, Asia, the Middle East and Africa. He has over 20 years' experience managing well construction operations. Prior to this role, Mr Duncan was involved in manufacturing specialised equipment for the gold mining industry.

Mr Duncan chairs the Risk Committee and is a member of the Audit and Remuneration Committees.

### Education

- Graduate Diploma in Petroleum Engineering, University of New South Wales, 2005

The above named directors held office during the whole of the financial year and since the end of the financial year.

## DIRECTORSHIPS OF OTHER LISTED COMPANIES

Directorships of other listed companies held by directors in the three years immediately before the end of the financial year are as follows:

Name	Company	Period of directorship
<b>PJ Hood</b>	GR Engineering Ltd	2010 – Current
<b>PJ Hood</b>	Cue Energy Resources Ltd	2018 – Current
<b>S Cole</b>	Neometals Ltd	2008 – Current

## DIRECTORS' SHAREHOLDINGS

The following table sets out each director's relevant interest in shares, and share appreciation rights or options in shares of the Company or a related body corporate as at the date of this report.

Directors	Fully paid shares Number	Share Appreciation Rights
<b>PJ Hood</b>	720,000	nil
<b>AP Begley</b>	3,462,763	4,165,429
<b>S Cole</b>	20,000	nil
<b>CN Duncan</b>	590,429	nil

No shares, share appreciation rights or options in shares have been issued for compensation purposes during or since the end of the financial year to any Director of the Company, other than 1,486,641 Executive Share Appreciation Rights (2017: 1,133,333) that have been granted to Mr Aaron Begley pursuant to the Matrix Rights Plan. The grant of Executive Share Appreciation Rights to Mr Aaron Begley was approved by shareholders at the Annual General Meeting of shareholders held on 8 November 2017.

## REMUNERATION OF KEY MANAGEMENT PERSONNEL

Information about the remuneration of key management personnel is set out in the remuneration report of this director's report, on pages 10 to 17. The term 'key management personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the consolidated entity.

## RIGHTS GRANTED TO DIRECTORS AND EXECUTIVE MANAGEMENT

During and since the end of the financial year, an aggregate 2,532,122 Executive Share Appreciation Rights were granted to the following directors and senior executives of the company and its controlled entities as part of their remuneration:

Director/ Executive	Issuing Entity	Executive Share Appreciation Rights	Executive Performance Rights
<b>Aaron Begley</b>	Matrix Composites & Engineering Ltd	1,486,641	Nil
<b>Brendan Cocks</b>	Matrix Composites & Engineering Ltd	552,847	Nil
<b>Peter Pezet</b>	Matrix Composites & Engineering Ltd	492,634	Nil

## COMPANY SECRETARY

Mr Brendan Cocks (BCom, CA) joined Matrix on 12 September 2016 and held the position of Company Secretary of the Company at the end of the financial year. Mr Cocks is an experienced public company executive having broad experience as Company Secretary and CFO for a number of publicly listed companies in Australia.

Mr Adam Santa Maria (BA, LLB (Hons), M.AppFin) was appointed Joint Company Secretary on 26 October 2015 and held the position at the end of the financial year. Mr Santa Maria is admitted to practice as a barrister and solicitor of the Supreme Court of Western Australia and Victoria and the High Court of Australia. Mr Santa Maria resigned as Company Secretary subsequent to year end, effective 13 July 2018.

Mrs Julie Jones (LLB) was appointed Joint Company Secretary subsequent to year end on 13 July 2018. Mrs Jones is an experienced legal practitioner with a broad range of legal experience both within professional practice, and in commerce.



## PRINCIPAL ACTIVITIES FOR FY18

The consolidated entity's principal activities during the course of the financial year were the:

- manufacture and supply of capital drilling equipment (primarily comprised of syntactic foam buoyancy) and provision of inspection, maintenance and repair services;
- manufacture and supply of subsea umbilical risers and flowline (SURF) ancillary equipment and associated services;
- manufacture and supply of VIV suppression equipment for rigid pipelines; and
- manufacture and supply of well construction products, including centralizers and conductors.

## REVIEW OF OPERATIONS

### Overview

Matrix's financial performance has continued to be impacted by the significant downturn suffered by oil field service companies globally. After a period of restructuring, the business has focused on retaining key capability to participate in a recovery in the Oil and Gas industry, and diversifying its product offering both within and outside the energy sector.

### SAFETY

Matrix continued to maintain strong safety performance across all of its operating sites during the financial year. MCE has been LTI free at its primary facility at Henderson since May 2014 and recorded a zero LTIFR in FY18 (FY17: zero).

Matrix operates an occupational health and safety (OHS) management system that is accredited to AS/NZS 4801: 2001 and OHSAS18001: 2007. Matrix continues to scrutinise and identify hazards and risks to prevent injuries and illnesses. Matrix continues to improve controls of recognised hazards and continues to resolve or lower the risks with appropriate actions.

### Manufacturing

Matrix operated with a leaner production structure during the year following restructuring in FY17. Production was planned based on project workload, rather than a continuous production plan, due to demand and efficiency. Production labour retained was flexible so that it could be used in different parts of the plant as needs be.

Production of low friction centralisers is maintained on a regular basis due to the recurring nature of sales for that product.

### Financial Results for the Year

- Revenue of \$19.5 million (FY17: \$33.1 million), continued to be impacted by subdued global oil and gas prices throughout the year.
- Pre Tax loss \$15.4 million (FY17: \$25.3 million loss), impacted by the lower revenue environment, and maintenance of core capability within the business.
- Resulting NPAT loss of \$15.4 million (FY17: \$19.5 million loss).

- Negative operating cash flow of \$4.4 million (FY17: positive 11.4 million) and a net decrease in cash of \$6.2m (FY17: \$8.3 million inflow).

MCE recorded an EBITDA loss of \$7.0 million (FY17: \$15.6 million EBITDA loss), impacted by its base fixed cost structure. Importance was placed on maintenance of its core team, to ensure capability is retained to win new work in a recovering energy sector. Furthermore the business spent money on R&D and diversification projects to generate revenue in the long term from a number of sectors.

Revenue of \$19.5 million was lower than the prior year (\$33.1 million) impacted by a subdued global oil and gas market. Revenue was lower than internally expected mainly as a result of a number of project deferrals in the energy sector.

The business continued to maintain a reasonable balance sheet position with cash and cash equivalents of \$10.6 million, a net cash position of \$6.4 million when allowing for the trade finance facility drawdown, and no term debt.

## CHANGES IN STATE OF AFFAIRS

During the year Matrix continued on a diversification strategy to target opportunities both within its traditional oil and gas field and also for engineered composite products outside of the oil and gas industry targeting innovative opportunities in transport, infrastructure and defence.

Other than these matters, there were no significant changes in the state of affairs of the consolidated entity during the financial year.

## SUBSEQUENT EVENTS

There has not been any matter or circumstance occurring subsequent to the end of the financial year that has significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

## FUTURE DEVELOPMENTS

Matrix is committed to pursuing revenue across a number of sectors including resources, civil & infrastructure and defence, to complement its traditional source of revenue from the oil and gas sector.

Matrix will continue to market strongly its traditional buoyancy products to its existing customer base. This will include traditional riser buoyancy, products suitable for the SURF market and the application of the Company's Matrix LGS™ products across both areas.

Matrix expects that demand for its well construction products will continue to grow. The Company has increased its presence in the US to grow our customer base and market share in this important market. We continue to see good momentum in Asia and Australia and we are starting to see encouraging progress in the Middle East. With an improved oil price environment, Matrix has experienced a noticeable increase in the level and quality of customer enquires and requests for quotation.

Subsequent to year end, Matrix announced it was awarded a contract to make 4 composite prototypes units for a national transport company. This opportunity allows the Company to develop capability in large composite transport structures with the ambition of replacing current steel transport units with lighter and more efficient composite replacements. Development of this capability will provide a potential opportunity in many other industries.

There will also be a continued focus on developing products for other markets to diversify revenue. A focus on products that can be manufactured and / or distributed through our existing facility and utilising our current capabilities are a priority.

## ENVIRONMENTAL REGULATIONS

The consolidated entity's principal operating site at Henderson, Western Australia is subject to the operation of the Environmental Protection Act 1986 (WA) (EP Act). Compliance with the provisions of the EP Act and reporting of any material breaches is overseen by the Company Occupational Health Safety and Environment department. When breaches occur, they are reported to the Department of Environmental Regulation (DER) as required and actions taken to prevent recurrences.

During the year there were no breaches of the EP Act and Matrix has been able to demonstrate continued good environmental performance. This is demonstrated by compliance against the environmental licence in accordance with Part V of the EP Act. The Henderson site continues to operate as designed, and had no reportable events.

Environmental objectives and key performance indicators (KPIs) have been agreed, and accepted at the senior management level.

## DIVIDENDS

In respect of the financial year ended 30 June 2018, no interim dividend was paid and the directors have determined that no final dividend will be paid (2017: nil).

## SHARES UNDER OPTION OR ISSUED ON EXERCISE OF OPTIONS

During the financial year there were no shares issued as a result of exercise of options.

## INDEMNIFICATION OF OFFICERS AND AUDITORS

During the financial year, the Company paid a premium in respect of a contract insuring the directors of the Company (as named above) and all executive officers of the Company and any related body corporate against a liability incurred as such director or executive officer to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or of any related body corporate, against a liability incurred as such an officer or auditor.

The Company was not a party to any such proceedings during the year.

## DIRECTORS' MEETINGS

The following table sets out the number of directors' meetings (including meetings of committees of directors) held during the financial year and the number of meetings attended by each director (while they were a director or committee member). During the financial year, eight board meetings, two remuneration committee meetings, two nominations committee meetings, two risk committee meetings and two audit committee meetings were held.

Directors	Board of directors		Remuneration Committee		Nominations Committee		Audit Committee		Risk Committee	
	Held	Attended	Held	Attended	Held	Attended	Held	Attended	Held	Attended
<b>PJ Hood</b>	8	8	2	2	2	2	2	2	2	2
<b>AP Begley</b>	8	8	-	-	-	-	-	-	-	-
<b>S Cole</b>	8	8	2	2	2	2	2	2	2	2
<b>CN Duncan</b>	8	7	2	1	2	1	2	2	2	1

## PROCEEDINGS ON BEHALF OF COMPANY

No person has applied for leave of Court under the Corporations Act 2001 to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purposes of taking responsibility on behalf of the Company for all or any part of those proceedings.

## NON-AUDIT SERVICES

Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor are outlined in note 5 to the financial statements. The directors are satisfied that the provision of non-audit services, during the year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 5 to the financial statements do not compromise the external auditor's independence, based on advice received from the Audit Committee, for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 'Code of Ethics for Professional Accountants' issued by the Accounting Professional & Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

## AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration is included on page 19 of the annual report.

## CORPORATE GOVERNANCE STATEMENT

The Board of Matrix is responsible for the corporate governance of the company and its subsidiaries. The Board has governance oversight of all matters relating to the strategic direction, corporate governance, policies, practices, management and operations of Matrix with the aim of delivering value to its shareholders and respecting the legitimate interests of its other valued stakeholders, including employees, customers and suppliers.

Under ASX Listing Rule 4.10.3, Matrix is required to provide in its annual report details of where shareholders can obtain a copy of a corporate governance statement, disclosing the extent to which the Company has followed the ASX Corporate Governance Council Principles and Recommendations in the reporting period. Matrix has published its corporate governance statement on the "Corporate Governance" page of its web site at [www.matrix-corp.org](http://www.matrix-corp.org)

# AUDITED

# REMUNERATION REPORT

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of the Company's directors and key management personnel for the financial year ended 30 June 2018.

The term Key Management Personnel refers to those persons having authority and responsibility for planning, controlling and directing the activities of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the consolidated entity. Any reference to "Executives" in this report refers to those Key Management Personnel who are not Non-Executive Directors. The prescribed details for each person covered by this report are detailed below under the following headings:

- Key management personnel
- Remuneration policy
- Remuneration structure
- Relationship between the remuneration policy and company performance
- Remuneration of directors and key management personnel
- Key terms of employment contracts
- Key management personnel equity holdings
- Key management personnel Share Based Payment holdings – Share Appreciation Rights
- Key management personnel Share Based Payment holdings – Performance Rights

## KEY MANAGEMENT PERSONNEL

The directors and other Key Management Personnel of the consolidated entity during or since the end of the financial year were:

### Non-Executive Directors

The following persons acted as non-executive directors of the Company during the financial year:

Mr PJ Hood (Chairperson)  
Mr CN Duncan  
Mr S Cole

Unless otherwise stated, the named persons held their current position for the whole of the financial year and since the end of the financial year.

### Executive Officers

The following persons were employed as Matrix executives during the financial year:

Mr AP Begley (Chief Executive Officer)  
Mr BW Cocks (Chief Financial Officer / Company Secretary)  
Mr P Pezet (General Manager - Engineering)

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

## REMUNERATION POLICY

### Non-Executive Directors

The remuneration policy aims to attract, retain and motivate talented and highly skilled non-executive Directors and to remunerate fairly and responsibly having regard to the following factors:

- the level of fees paid to non-executive Directors are at market rate for comparable companies;
- the size and complexity of the Company's operations; and
- the responsibilities and work requirements of the Directors.

The Remuneration Committee determines payments to the non-executive Directors and reviews their remuneration annually based on market practice, duties and accountability. Independent external advice is sought where required.

Non-executive Directors are paid fixed annual fees; they do not receive any variable, performance based remuneration. The maximum aggregate amount of fees that can be paid to non-executive Directors is subject to approval by shareholders (currently \$500,000 per annum).

The allocation of fees to non-executive directors within this cap has been determined after consideration of a number of factors including the time commitment of directors, the size and scale of the Company's operations, the skillsets of Directors, the quantum of fees paid to non-executive Directors of comparable companies and participation in Board Committee work.

The fees for directors remained unchanged throughout the financial year 2018. The table below reflects the annual fees of non-executive Directors (inclusive of superannuation) for the financial year ending 30 June 2018 as opposed to the previous year to 30 June 2017.

Name	FY18 Fees	FY17 Fees
<b>Peter Hood</b>	\$80,000	\$80,000
<b>Steven Cole</b>	\$50,000	\$50,000
<b>Craig Duncan</b>	\$50,000	\$50,000

In FY18 the Chairman received actual total annual fees of \$80,000 (2017: \$85,417). All other non-executive Directors received an annual fee of \$50,000 (2017: \$52,916). All amounts specified in this section are inclusive of superannuation contributions.

## Matrix Executives

The Company's remuneration policy for Matrix executives (including executive directors) is to fairly and responsibly reward them having regard to the performance of the Company, the performance of the executive and prevailing remuneration expectations in the market.

The Company also seeks to establish remuneration structures which align the interests of its key management personnel with the interests of the Company and its shareholders. The payment of any incentive amounts to executive Directors and Matrix executives is based on the delivery of key Group and individual outcomes, and the profitability of the Matrix Group.

As detailed in this report, certain Matrix executives are entitled to receive short term incentive payments in respect of FY18 based on delivery of key financial and non-financial outcomes. Matrix executives were not paid incentives resulting from increases in the Company's share price in FY18.

The details of Matrix's long term incentive plan for its executives are provided below.

The amount of compensation for current and future periods for Matrix executives is based on consideration of market factors, comparison to peers and reference to the individual's experience and performance. Overall, remuneration policies are subject to the discretion of the Board and can be changed to reflect the competitive market and business conditions when in the interest of the Company and shareholders.

## REMUNERATION STRUCTURE

The remuneration structure for Matrix Executives comprises fixed and variable components which are reviewed annually by the Remuneration Committee.

### Fixed Remuneration

Fixed remuneration comprises base salary, employer superannuation contributions and other allowances and non-cash benefits. Each Executive's fixed remuneration is reviewed and benchmarked annually.

The level of remuneration is set to enable the Company to attract and retain proven performers.

## Variable Remuneration

Variable remuneration comprises short term incentives (STIs) linked to the Company and individual performance over one year, and long term incentives (LTIs) linked to performance over a period greater than a year.

The following table sets out the maximum variable remuneration each Executive can achieve for FY18, expressed as percentage of total remuneration, if maximum performance was achieved for the STI and LTI components of their variable remuneration.

Executive	Maximum STI (% of Total Rem)	Maximum LTI (% of Total Rem)	Maximum Total Variable Remuneration (% of Total Rem)
<b>Aaron Begley</b> <i>Managing Director &amp; Chief Executive Officer</i>	14.4	22.2	36.6
<b>Brendan Cocks</b> <i>Chief Financial Officer &amp; Company Secretary</i>	12.9	13.6	26.5
<b>Peter Pezet</b> <i>General Manager - Engineering</i>	12.2	13.6	25.8

### STI remuneration

A comprehensive Short Term Incentive Plan (STI Plan) was in place for key management personnel for FY18. The STI Plan is based on a number of key performance indicators (KPIs) including a subjective performance KPI, safety performance KPI and profitability KPI. The STI Plan allows executives and employees to benefit from achieving results that surpass their target KPIs. Conversely, they will only be proportionately rewarded should the KPI targets not be fully achieved.

### STI Key Performance Indicators

The STI KPIs comprise a mix of financial and non-financial metrics which are aligned to both the financial success of the Company and its longer term sustainability and are set each year. The KPIs for each Executive are tailored to their individual responsibilities but are broadly described in the following categories:

- (i) **Financial:** Achievement of predetermined targets for EBITDA and cost management.
- (ii) **Safety:** The Board reviews the Company's safety performance and has established a series of lagging and lead indicators to measure the Company's performance in ensuring a safe workplace. The primary metrics include lost time injuries (LTI), medical treatment injury frequency rate (MTIFR) and hazard reporting, which is a behaviour based lead indicator.
- (iii) **Leadership:** Providing leadership in pre-determined functional areas (technical, operational and quality) has been identified by the Board as critical to the ongoing success of the Company. Executives have tailored KPIs set in those functional areas that they have the ability to influence.

(iv) **Personal Objectives:** The Board recognises each Executive contributes to the Company's business strategy differently. Progress in the achievement of each Executive's personal objectives is monitored by the Board and is included in the STI plan to ensure that an appropriate balance is maintained between the Company's short term and long term objectives.

The following table sets out the various KPI categories for the FY18 STI Plan and the weightings attributable to each of them. In the Board's view, the KPIs that have been established align the reward of the Executives with the interests of shareholders.

KPI	A Begley	BW Cocks	P Pezet
<b>Financial</b>	40.0	42.5	27.5
<b>Safety</b>	10.0	5.0	5.0
<b>Leadership</b>	15.0	0.0	25.0
<b>Personal Objectives</b>	35.0	52.5	42.5
<b>TOTAL</b>	100.0	100.0	100.0

### LTI remuneration

Long term incentive remuneration is determined in accordance with the Matrix Rights Plan. The Matrix Rights Plan includes a Senior Executive Performance Rights Plan (SEPRP) and a Senior Executive Share Appreciation Rights Plan (SESARP) (together "the LTI Plans"). The LTI Plans apply exclusively to those Matrix Executives who are Key Management Personnel. Separate long term incentive plans have been established for other Matrix employees.

The Executives named below were invited to accept a dollar value grant of rights, which they could allocate between rights issued under the SEPRP and the SESARP respectively, with an allocation to the SEPRP not to exceed a maximum of 50 per cent of the total value of their respective LTI Plan grants. The total dollar value of the grant offered to each of these executives and their respective allocations of rights under the SEPRP and SESARP in FY17 are set out in the following table:

Name	Entitlement / Grant	Performance Rights	SARs
<b>Aaron Begley</b>	\$170,000	Nil	1,486,641
<b>Brendan Cocks</b>	\$58,000	Nil	552,847
<b>Peter Pezet</b>	\$50,000	Nil	492,634
<b>TOTAL</b>			<b>2,532,122</b>

This LTI grant made in FY18 relates to FY17.

### Rights granted under the SEPRP

Performance Rights (PRs) granted under the SEPRP are entitlements to receive a Share on the basis of one Share for each Performance Right that vests upon satisfaction of the relevant vesting conditions and other terms and conditions determined by the Board under the Plan.

Rights granted under the SEPRP are subject to the following vesting conditions:

- three year service and TSR performance testing period from 1 July 2017; and
- relative total shareholder return (TSR) ranking of the Company against a TSR comparator group comprising all companies in the ASX300 as follows:

TSR ranking at end of performance period	% of Performance Rights vested
<b>75% and over</b>	100%
<b>50 – 75%</b>	50 – 100% on sliding scale
<b>Below 50%</b>	Nil

For example, an Eligible Participant receiving an indicative annual grant value of \$20,000 will receive 66,667 Performance Rights ( $\$20,000 \div \$0.30$ ). Should the vesting conditions be met, the Performance Rights will convert into 66,667 Shares in Matrix, or a cash equivalent (subject to Board discretion). If the vesting conditions are not met, the Performance Rights will lapse.

All Executives elected to receive Share Appreciation Rights in relation to their FY17 LTI grants. As a result, no Performance Rights were granted in relation to the FY17 LTI grants.

### Rights granted under the SESARP

Share Appreciation Rights (SARs) issued under the SESARP are entitlements to acquire a number of Shares equal to the growth in the value of the underlying Shares (if any) upon satisfaction of the relevant vesting conditions and other terms and conditions determined by the Board under the Plan.

SARs granted under the SESARP during FY18 are subject to the following vesting conditions:

- three year service period from 1 July 2017; and
- the same TSR target and comparator group as applies to the PRs.

Upon vesting of any SARs, participants will be issued with Shares or the cash equivalent equal to the value derived by multiplying the number of vested Rights by the relative growth in share price over the performance period. Relative share price growth is determined by a comparison of the MCE share price growth with the hurdle share price. The hurdle share price of \$0.65 is calculated by reference to:

- the 28 day volume weighted average price of MCE shares following the release of the Company's 2017 Financial Year statutory accounts on 23 August 2017, being \$0.47; and
- the annual growth rate of 11.42 per cent for the ASX300 Accumulation Index over the five years prior to 1 July 2017.

For example, an Eligible Participant receiving an indicative annual grant value of \$20,000 in FY18 will receive 153,846 SARs ( $\$20,000 \div \$0.13$ ) which, should the vesting conditions be met in FY20, convert

into a number of ordinary fully paid shares in Matrix dependent upon the range of share price outcomes set out below, or a cash equivalent (subject to Board discretion).

Target Future Share Price	\$0.50	\$1.00	\$2.00
<b>Grant Value</b>	\$20,000	\$20,000	\$20,000
<b>SAR value</b>	\$0.13	\$0.13	\$0.13
<b>SARs granted</b>	153,846	153,846	153,846
<b>Hurdle Price</b>	\$0.65	\$0.65	\$0.65
<b>Share Price Uplift</b>	Nil	\$0.35	\$1.35
<b>Benefit</b>	Nil	\$53,846	\$207,692
<b>Matrix share conversion</b>	Nil	53,846	103,846

If the vesting conditions are not met, all benefits under these rights will lapse.

### Hedging LTI grants

The Company's Remuneration Policy expressly prohibits participants in an equity based remuneration plan from entering into transactions which limit the economic risk of participating in the plan, through the use of derivatives or otherwise.

### Relationship between Remuneration and Company Performance

One of the directors' remuneration objectives is to align the interests of its key management personnel with the interests of the Company and its shareholders. In FY18 this was achieved through the continuation of the STI Plan which placed a material proportion of executives' remuneration at risk, with STI Plan KPIs linked to financial performance, safety performance and the achievement of key strategic goals and objectives.

In addition, the operation of the Matrix Rights Plan in FY18 further aligns the interests of the Company's key management personnel with its shareholders.

### Remuneration of Directors and Key Management Personnel

Details of the elements comprising the remuneration of the Company's key management personnel are set out in the following table. The table does not include the following components of remuneration because they were not part of the remuneration package offered to Executives during FY18:

- Short term cash profit sharing bonuses;
- Payments made to KMP in respect of a period before or after the person held the KMP position;
- Long term incentives distributed in cash;
- Post employment benefits other than superannuation; and
- Non-monetary benefits.

## REMUNERATION OF DIRECTORS & KEY MANAGEMENT PERSONNEL

		Short-term Benefits			Post Employment Benefits	Long-term Benefits	Share Based Payments	Total	Proportion Performance related
		Salary & fees	STI	Total	Super-annuation benefits	Long Service Leave	Performance rights and share appreciation rights <sup>1</sup>		
		\$	\$	\$	\$	\$	\$	\$	%
<b>Executive Director</b>									
AP Begley (MD & CEO)	2018	465,922	-	465,922	20,049	9,854	139,350	635,175	21.9%
	2017	465,923	-	465,923	19,616	8,063	93,673	587,275	16.0%
<b>Non - Executive Directors</b>									
PJ Hood	2018	73,059	-	73,059	6,941	-	-	80,000	-
	2017	78,006	-	78,006	7,411	-	-	85,417	-
S Cole	2018	45,662	-	45,662	4,338	-	-	50,000	-
	2017	48,325	-	48,325	4,591	-	-	52,916	-
CN Duncan	2018	45,662	-	45,662	4,338	-	-	50,000	-
	2017	48,325	-	48,325	4,591	-	-	52,916	-
<b>Executive officers</b>									
BW Cocks	2018	295,000	-	295,000	20,049	-	14,082	329,131	4.3%
	2017	236,000	-	236,000	14,712	-	-	250,712	-
PB Pezet	2018	252,459	-	252,459	20,049	5,302	46,003	323,813	14.2%
	2017	217,699	11,625	229,324	19,616	4,338	26,873	280,151	13.7%
<b>Total</b>	<b>2018</b>	<b>1,177,764</b>	<b>-</b>	<b>1,177,764</b>	<b>75,764</b>	<b>15,156</b>	<b>199,435</b>	<b>1,468,119</b>	<b>-</b>
<b>Total</b>	<b>2017</b>	<b>1,094,278</b>	<b>11,625</b>	<b>1,105,903</b>	<b>70,537</b>	<b>12,401</b>	<b>120,546</b>	<b>1,309,387</b>	<b>-</b>

1 Share based payments are accounted for progressively over the three year vesting period.

## KEY TERMS OF EMPLOYMENT CONTRACTS

### Executive Service Agreements

The Company entered into new executive service agreements with each of its Key Management Personnel during the financial year. The key terms of the executive service agreements are as follows.

Name	Original Start Date	Term	Notice period
<b>AP Begley</b> <i>Managing Director &amp; CEO</i>	04/10/1999	Indefinite	6 months (Company) / 3 months (individual)
<b>BW Cocks</b> <i>CFO &amp; Company Secretary</i>	12/09/2016	Indefinite	3 months (Company) / 3 months (individual)
<b>PB Pezet</b> <i>General Manager - Engineering</i>	14/07/2008	Indefinite	6 months (Company) / 3 months (individual)

Each of the above executives is entitled to participate in the Company's STI and LTI programmes.



## LOANS TO KEY MANAGEMENT PERSONNEL

There are no loans from the Company to a key management person.

## KEY MANAGEMENT PERSONNEL EQUITY HOLDINGS

The movement during the reporting period in the number of shares in Matrix Composites & Engineering Ltd held directly, indirectly or beneficially, by each key management person, including related parties, is as follows:

2018	Balance at 1 July 2017	Granted as Remuneration	On Exercise of Options	Net Other Change	Balance at 30 June 2018
	No.	No.	No.	No.	No.
<b>Directors</b>					
PJ Hood	630,000	-	-	90,000	720,000
AP Begley	3,422,763	-	-	40,000	3,462,763
S Cole	20,000	-	-	-	20,000
CN Duncan	590,429	-	-	-	590,429
<b>Executives</b>					
BW Cocks	-	-	-	163,000	163,000
PB Pezet	-	-	-	-	-

  

2017	Balance at 1 July 2016	Granted as Remuneration	On Exercise of Options	Net Other Change	Balance at 30 June 2017
	No.	No.	No.	No.	No.
<b>Directors</b>					
PJ Hood	630,000	-	-	-	630,000
AP Begley	3,643,077	-	-	(220,314)	3,422,763
S Cole	20,000	-	-	-	20,000
CN Duncan	590,429	-	-	-	590,429
<b>Executives</b>					
BW Cocks	-	-	-	-	-
PB Pezet	-	-	-	-	-

## KEY MANAGEMENT PERSONNEL SHARE-BASED PAYMENT HOLDINGS – PERFORMANCE RIGHTS (PR)

2018	Balance at 1 July 2017 No.	Granted as Remuneration No.	Exercised No.	Net Other Change No.	Balance at 30 June 2018 No.	Balance Vested at 30 June 2018 No.	Vested but not exercisable No.	Vested and exercisable No.	PRs Vested during year No.
<b>Directors</b>									
PJ Hood	-	-	-	-	-	-	-	-	-
AP Begley	-	-	-	-	-	-	-	-	-
S Cole	-	-	-	-	-	-	-	-	-
CN Duncan	-	-	-	-	-	-	-	-	-
<b>Executives</b>									
BW Cocks	-	-	-	-	-	-	-	-	-
PB Pezet	16,129	-	-	-	16,129	-	-	-	-

2017	Balance at 1 July 2016 No.	Granted as Remuneration No.	Exercised No.	Net Other Change No.	Balance at 30 June 2017 No.	Balance Vested at 30 June 2017 No.	Vested but not exercisable No.	Vested and exercisable No.	PRs Vested during year No.
<b>Directors</b>									
PJ Hood	-	-	-	-	-	-	-	-	-
AP Begley	-	-	-	-	-	-	-	-	-
S Cole	-	-	-	-	-	-	-	-	-
CN Duncan	-	-	-	-	-	-	-	-	-
<b>Executives</b>									
PB Pezet	16,129	-	-	-	16,129	-	-	-	-
PJ Tazewell <sup>1</sup>	64,516	-	-	(15,379)	49,137	-	-	-	-
A Vincan <sup>1</sup>	24,193	-	-	-	24,193	-	-	-	-

<sup>1</sup> Mr. Tazewell and Mr. Vincan were terminated in FY17.

## KEY MANAGEMENT PERSONNEL SHARE-BASED PAYMENT HOLDINGS – SHARE APPRECIATION RIGHTS (SAR)

2018	Balance at 1 July 2017 No.	Granted as Remuneration No.	Exercised No.	Net Other Change No.	Balance at 30 June 2018 No.	Balance Vested at 30 June 2018 No.	Vested but not exercisable No.	Vested and exercisable No.	SARs Vested during year No.
<b>Directors</b>									
PJ Hood	-	-	-	-	-	-	-	-	-
AP Begley	3,271,381	1,486,641	-	(592,593)	4,165,429	-	-	-	-
S Cole	-	-	-	-	-	-	-	-	-
CN Duncan	-	-	-	-	-	-	-	-	-
<b>Executives</b>									
BW Cocks	-	552,847	-	-	552,847	-	-	-	-
PB Pezet	787,878	492,634	-	-	1,280,512	-	-	-	-

2017	Balance at 1 July 2016 No.	Granted as Remuneration No.	Exercised No.	Net Other Change No.	Balance at 30 June 2017 No.	Balance Vested at 30 June 2017 No.	Vested but not exercisable No.	Vested and exercisable No.	SARs Vested during year No.
<b>Directors</b>									
PJ Hood	-	-	-	-	-	-	-	-	-
AP Begley	2,138,048	1,133,333	-	-	3,271,381	-	-	-	-
S Cole	-	-	-	-	-	-	-	-	-
DP Clegg	-	-	-	-	-	-	-	-	-
CN Duncan	-	-	-	-	-	-	-	-	-
<b>Executives</b>									
BW Cocks	-	-	-	-	-	-	-	-	-
SRH Edgar	454,545	-	-	(214,636)	239,909	-	-	-	-
PB Pezet	454,545	333,333	-	-	787,878	-	-	-	-
PJ Tazewell	920,875	-	-	(487,846)	433,029	-	-	-	-
A Vincan	555,555	366,667	-	-	922,222	-	-	-	-

# DIRECTORS' REPORT

This Directors' report is signed in accordance with a resolution of directors made pursuant to s.298(2) of the Corporations Act 2001.

On behalf of the Director



-----  
**Aaron P Begley**

*Managing Director and Chief Executive Officer*

Perth, 22 August 2018

# AUDITOR'S INDEPENDENCE DECLARATION

UNDER SECTION 307C OF THE CORPORATIONS ACT 2001  
TO THE DIRECTORS OF MATRIX COMPOSITES & ENGINEERING LTD

**Deloitte.**

Deloitte Touche Tohmatsu  
ABN 74 490 121 060

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The Board of Directors  
Matrix Composites & Engineering Ltd  
150 Quill Way,  
Henderson WA 6166

22 August 2018

Dear Board Members

## Matrix Composites & Engineering Ltd

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Matrix Composites & Engineering Ltd.

As lead audit partner for the audit of the financial statements of Matrix Composites & Engineering Ltd for the financial year ended 30 June 2018, 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 audit; and
- (ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

DELOITTE TOUCHE TOHMATSU

DELOITTE TOUCHE TOHMATSU



**John Sibenaler**  
Partner  
Chartered Accountants

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

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 JUNE 2018

	Note	2018	2017
		\$	\$
<b>Continuing operations</b>			
Revenue		19,538,785	33,138,764
Cost of sales		(25,710,873)	(41,822,085)
<b>Gross loss</b>		<b>(6,172,088)</b>	<b>(8,683,321)</b>
Other income	3	1,031,346	56,461
Other losses	3	(44,039)	(7,901,727)
Administration expenses		(3,846,289)	(4,605,016)
Finance costs		(126,225)	(164,821)
Marketing expenses		(3,429,503)	(3,063,280)
Research expenses		(1,156,850)	(960,935)
Engineering expenses		(1,629,301)	-
<b>Loss before income tax</b>	4	<b>(15,372,949)</b>	<b>(25,322,639)</b>
Income tax (expense)/benefit	6	(16,498)	5,794,186
<b>Loss for the year from continuing operations</b>		<b>(15,389,447)</b>	<b>(19,528,453)</b>
<b>Loss attributable to:</b>			
Owners of the Company		(15,389,447)	(19,528,453)
Non-controlling interest		-	-
		<b>(15,389,447)</b>	<b>(19,528,453)</b>
<b>Loss per share</b>			
Basic loss per share (cents)	28	(16.4)	(20.8)
Diluted loss per share (cents)	28	(16.4)	(20.8)

The above consolidated statement of profit or loss should be read in conjunction with the accompanying notes.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2018

	2018	2017
	\$	\$
<b>Loss for the year</b>	(15,389,447)	(19,528,453)
<b>Other comprehensive (expenses)/income</b>		
<i>Items that may be reclassified subsequent to profit or loss:</i>		
Net foreign currency translation differences	(268,713)	208,302
	(268,713)	208,302
Change in fair value of cash flow hedges	(72,053)	511,322
Net income tax benefit/(expenses)	21,616	(118,712)
	(50,437)	392,610
<b>Total other comprehensive (expenses)/income</b>	<b>(319,150)</b>	<b>600,912</b>
<b>Total comprehensive expense for the year</b>	<b>(15,708,597)</b>	<b>(18,927,541)</b>
<b>Total comprehensive expense attributable to:</b>		
Owners of the parent entity	(15,708,597)	(18,927,541)
<b>Total comprehensive expense for the year</b>	<b>(15,708,597)</b>	<b>(18,927,541)</b>

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 2018

	Note	2018	2017
		\$	\$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	7	10,594,618	16,603,004
Trade and other receivables	8	5,406,052	6,404,135
Inventories	9	7,815,581	8,743,119
Other current assets	10	489,066	420,596
<b>TOTAL CURRENT ASSETS</b>		<b>24,305,317</b>	<b>32,170,854</b>
<b>NON CURRENT ASSETS</b>			
Property, plant and equipment	11	69,819,461	73,727,306
Intangible assets	12	2,559,045	2,809,753
Deferred tax assets	6	12,555,184	12,555,184
<b>TOTAL NON CURRENT ASSETS</b>		<b>84,933,690</b>	<b>89,092,243</b>
<b>TOTAL ASSETS</b>		<b>109,239,007</b>	<b>121,263,097</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	13	4,196,353	3,045,208
Progress claims and deposits	14	615,797	957,505
Financial liabilities	15	3,993,238	1,524,927
Provisions	16	520,836	507,617
<b>TOTAL CURRENT LIABILITIES</b>		<b>9,326,224</b>	<b>6,035,257</b>
<b>NON CURRENT LIABILITIES</b>			
Provisions	16	515,807	414,151
<b>TOTAL NON CURRENT LIABILITIES</b>		<b>515,807</b>	<b>414,151</b>
<b>TOTAL LIABILITIES</b>		<b>9,842,031</b>	<b>6,449,408</b>
<b>NET ASSETS</b>		<b>99,396,976</b>	<b>114,813,689</b>
<b>EQUITY</b>			
Issued capital	17	111,283,768	111,283,768
Reserves	18	221,932	249,198
Retained earnings	19	(12,108,724)	3,280,723
Equity attributable to owners of the Company		<b>99,396,976</b>	<b>114,813,689</b>
<b>TOTAL EQUITY</b>		<b>99,396,976</b>	<b>114,813,689</b>

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



# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2018

	Note	2018	2017
		\$	\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Receipts from customers		22,406,916	52,745,133
Payments to suppliers and employees		(26,731,093)	(41,298,823)
Interest received		64,538	44,087
Finance costs paid		(126,225)	(164,821)
Net (payment) for/receipt from tax		(32,511)	92,568
<b>Net cash from operating activities</b>	20(b)	<b>(4,418,375)</b>	<b>11,418,144</b>
<b>CASH FLOWS USED IN INVESTING ACTIVITIES</b>			
Proceeds from sale of property, plant and equipment		10,500	190,446
Payments for property, plant and equipment		(3,422,276)	(790,796)
Payments for capitalised development costs		(691,413)	(1,062,182)
<b>Net cash used in investing activities</b>		<b>(4,103,189)</b>	<b>(1,662,532)</b>
<b>CASH FLOWS USED IN FINANCING ACTIVITIES</b>			
Proceeds from borrowings		4,334,674	-
Repayment of borrowings		(2,040,883)	(1,405,884)
<b>Net cash used in financing activities</b>		<b>2,293,791</b>	<b>(1,405,884)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>(6,227,773)</b>	<b>8,349,728</b>
Cash and cash equivalents at 1 July		16,603,004	8,403,463
Effects of exchange rate changes on the balance of cash held in foreign currencies		219,387	(150,187)
<b>Cash and cash equivalents at 30 June</b>	20(a)	<b>10,594,618</b>	<b>16,603,004</b>

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

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2018

	Issued capital	Retained earnings	Option premium reserve	Properties revaluation reserve	Cash flow hedge reserve	Foreign currency translation reserve	Share based payment reserve	Attributable to owners of the parent	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$
<b>Balance at 1 July 2017</b>	<b>111,283,768</b>	<b>3,280,723</b>	-	-	-	<b>(206,800)</b>	<b>455,998</b>	<b>114,813,689</b>	<b>114,813,689</b>
Loss for the year	-	(15,389,447)	-	-	-	-	-	(15,389,447)	(15,389,447)
Other comprehensive income for the year, net of income tax	-	-	-	-	(50,437)	(268,713)	-	(319,150)	(319,150)
Total comprehensive (expense)/ income for the year	-	(15,389,447)	-	-	(50,437)	(268,713)	-	(15,708,597)	(15,708,597)
Recognition of share- based payments	-	-	-	-	-	-	291,884	291,884	291,884
<b>Balance at 30 June 2018</b>	<b>111,283,768</b>	<b>(12,108,724)</b>	-	-	<b>(50,437)</b>	<b>(475,513)</b>	<b>747,882</b>	<b>99,396,976</b>	<b>99,396,976</b>

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

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2018

	Issued capital	Retained earnings	Option premium reserve	Properties revaluation reserve	Cash flow hedge reserve	Foreign currency translation reserve	Share based payment reserve	Attributable to owners of the parent	Non-controlling interest	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
<b>Balance at 1 July 2016</b>	<b>111,283,768</b>	<b>22,809,176</b>	-	-	<b>(392,610)</b>	<b>(415,102)</b>	<b>161,987</b>	<b>133,447,219</b>	<b>(10,203)</b>	<b>133,437,016</b>
Payment of dividends	-	-	-	-	-	-	-	-	-	-
Loss for the year	-	(19,528,453)	-	-	-	-	-	(19,528,453)	-	(19,528,453)
Other comprehensive income for the year, net of income tax	-	-	-	-	392,610	208,302	-	600,912	-	600,912
Total comprehensive (expenses)/ income for the year	-	(19,528,453)	-	-	392,610	208,302	-	(18,927,541)	-	(18,927,541)
Recognition of share-based payments	-	-	-	-	-	-	294,011	294,011	-	294,011
De-recognition of non-controlling interest	-	-	-	-	-	-	-	-	10,203	10,203
<b>Balance at 30 June 2017</b>	<b>111,283,768</b>	<b>3,280,723</b>	-	-	-	<b>(206,800)</b>	<b>455,998</b>	<b>114,813,689</b>	-	<b>114,813,689</b>

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

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

## 1. STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

### General Information

Matrix Composites & Engineering Ltd (the Company) is a limited liability company incorporated in Australia. The addresses of its registered office, principal places of business and principal activities are disclosed in the introduction to the annual report.

### Statement of Compliance

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 Company. For the purpose of preparing the consolidated financial statements, the Company is a for profit entity.

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

The financial statements were authorised for issue by the directors on 22 August 2018.

### Basis of Preparation

The consolidated financial statements have been prepared on the basis of historical cost, except for certain non-current assets and financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies below. Historical cost is generally based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

### Application of New and Revised Accounting Standards

#### Standards and Interpretations affecting amounts reported in the current period (and/or prior periods)

The Company has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to their operations and are mandatorily effective for the current reporting period.

The adoption of these amendments has not resulted in any changes to the Company's accounting policies and has no significant effect on the disclosures or the amounts reported for the current or prior periods.

#### Standards and Interpretations in issue not yet adopted

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were in issue but not yet effective. The potential effect of the revised Standards and Interpretations on the Company's financial statements has not yet been determined.

Standard/Interpretation	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	1 January 2018	30 June 2019
AASB 15 'Revenue from Contracts with Customers', AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB 15', AASB 2015-8 'Amendments to Australian Accounting Standards – Effective Date of AASB 15', and AASB 2016-3 'Amendments to Australian Accounting Standards – Clarifications to AASB 15'	1 January 2018	30 June 2019
AASB 16 Leases	1 January 2019	30 June 2020
AASB 2014-10 Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture and AASB 2015-10 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128	1 January 2022 (Editorial corrections in AASB2017-5 apply from 1 January 2018)	30 June 2023
AASB 2016-5 Amendments to Australian Accounting Standards – Classification and Measurement of Share-based Payment Transactions	1 January 2018	30 June 2019
AASB 2017-1 Amendments to Australian Accounting Standards – Transfers of Investment Property, Annual Improvements	1 January 2018	30 June 2019
AASB 2008-1 Amendments to Australian Accounting Standards - Annual Improvements 2015-2017 Cycle	1 January 2019	30 June 2020
AASB Interpretation 22 Foreign Currency Transactions and Advance Consideration	1 January 2018	30 June 2019
AASB Interpretation 23 Uncertainty over Income Tax Treatments	1 January 2019	30 June 2020

The following significant accounting policies have been adopted in the preparation and presentation of the financial report:

### (a) Basis of Consolidation

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

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

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company 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 Company obtains control over the subsidiary and ceases when the Company 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 Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company 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 Company's accounting policies.

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

### (b) Operating Segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses (including those relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the Chief Operating Decision Makers (CODM) for which discrete financial information is available.

### (c) Income Tax

The charge for current income tax expense is based on the profit for the year end adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantively enacted by the end of the reporting period.

Deferred tax is recognised in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred tax is recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Current and deferred tax is recognised in the profit or loss except where it relates to items that may be recognised directly in equity or in other comprehensive income.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to do so, and where they relate to income taxes levied by the same tax authority on the same or different tax entities that intend to settle current tax liabilities and assets on a net basis.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

### Tax Consolidation

The Company and its wholly-owned Australian resident entities have formed a tax-consolidated group with effect from 1 July 2010 and are therefore taxed as a single entity from that date. The head entity within the tax-consolidated group is Matrix Composites & Engineering Ltd. Tax expense/income, deferred tax liabilities

and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the 'separate taxpayer within group' approach by reference to the carrying amounts in the separate financial statements of each entity and the tax values applying under tax consolidation. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and relevant tax credits of the members of the tax-consolidated group are recognised by the Company (as head entity in the tax-consolidated group).

Due to the existence of a tax funding arrangement between the entities in the tax-consolidated group, amounts are recognised as payable to or receivable by the Company and each member of the Company in relation to the tax contribution amounts paid or payable between the parent entity and the other members of the tax-consolidated group in accordance with the arrangement.

Entities within the tax-consolidated group have entered into a tax funding arrangement and a tax sharing agreement with the head entity. Under the terms of the tax funding arrangement, Matrix Composites & Engineering Ltd and each of the entities in the tax-consolidated group has agreed to pay a tax equivalent payment to or from the head entity, based on the current tax liability or current tax asset of the entity.

### (d) Inventories

Inventories include raw materials, work in progress and finished goods, and are measured at the lower of cost and net realisable value. The cost of manufactured products includes direct materials, direct labour and an appropriate share of manufacturing overheads. Costs are assigned using a standard costing methodology.

### (e) Property, Plant and Equipment

Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment losses.

#### Property

Properties in the course of construction for production, supply or administration purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is not depreciated.

#### Plant and equipment

Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

Plant and equipment is measured at cost basis less accumulated depreciation and impairment losses.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

The cost of self-constructed assets includes the cost of materials, direct labour, borrowing costs (where such assets are qualifying assets) and an appropriate proportion of fixed and variable overheads.

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

### Depreciation

The depreciable amount of all non-current assets including building and capitalised lease assets, but excluding freehold land, is depreciated on a straight line basis over their useful lives to the entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
	(%)
Buildings	2.5
Plant and equipment	1.0 – 50.0
Motor vehicles	22.5
Office equipment	11.25 – 25.0
Computer equipment	37.50 – 50.0

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

Development costs have a finite life and are amortised on a systematic basis matched to the future economic benefits over the useful life of the project.

Software is stated at cost less accumulated amortisation and impairment losses. Amortisation is charged to the income statement on a straight line basis over the estimated useful life of three to five years.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains or losses are

included in the income statement. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

### (f) Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of the acquisition of the business less accumulated impairment losses, if any. For the purposes of impairment testing, goodwill is allocated to the Company's cash-generating unit that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss in the consolidated statement of comprehensive income. Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

### (g) Leases

AASB 16 Leases is applicable for annual periods beginning on or after 1 January 2019 and will be adopted from 1 July 2019 by the Company. This standard introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value.

Whilst the impact of AASB 16 has not yet been fully quantified, the entity currently has non-cancellable operating lease commitments totalling \$39.9m. AASB 117 does not require the recognition of any right-of-use asset or liability for future payments for these leases; instead, certain information is disclosed as operating lease commitments in note 22. These leases will be brought onto the statement of financial position at the date of initial application of AASB 16, by creating a right-of-use asset and corresponding lease liability, measured as the present value of the unavoidable future lease payments to be made over the lease term.

Exceptions will apply to short-term leases of 12 months or less and leases of low-value assets where an accounting policy choice exists whereby either a right-of-use asset is recognised, or lease payments are expensed to profit or loss as incurred.

The Company expects an increase in reportable EBITDA on adoption of this Standard, as lease costs will no longer be reported as operating expenses. Lease payments will be apportioned between financing charges and the reduction to the outstanding liability, while the right of use asset will amortise over the lease term.

## (h) Financial Instruments

AASB 9 Financial Instruments replaces AASB 139 Financial Instruments: Recognition and Measurement for annual periods beginning on or after 1 January 2018 and will be adopted from 1 July 2018 by the Company.

This standard brings together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting 2018. The Company has performed a preliminary assessment of the standard and had not identified any significant impact.

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 unless it is measured at amortised cost. 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.

### Financial assets at fair value through profit and loss

A financial asset is classified in this category if acquired principally for the purpose of selling in the short term or if so designated by management. Realised and unrealised gains and losses arising from changes in the fair value of these assets are included in profit or loss in the period in which they arise.

### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, such assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these assets are measured at amortised cost using the effective interest rate method, less any impairment losses.

## Financial liabilities and equity instruments

### Classification as debt or equity

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

### Financial liabilities

Non-derivative financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost, using the effective interest rate method.

### Derivative financial instruments and hedging

The Company uses derivative financial instruments (including forward exchange contracts, currency options, call/put options and interest rate swaps) to hedge its risks associated with foreign currency and interest rate fluctuations. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into, and are subsequently measured at fair value.

Derivative financial instruments that do not qualify for hedge accounting are remeasured to fair value with changes in fair value recognised immediately in the income statement.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes identification of the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the hedging instrument's effectiveness in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. The Company expects that the existing hedge accounting relationships will continue to qualify under AASB 9.

Such hedges, if expected to be highly effective in achieving offsetting changes in the fair value or cash flows, are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

The hedges that meet the strict criteria for hedge accounting are accounted for as follows:

### Cash flow hedges

Cash flow hedges are hedges of the Company's exposure to variability in cash flows that is attributable to a particular risk associated with a highly probable forecast transaction and that could affect profit and loss. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges are recognised in equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.



Amounts recognised in other comprehensive income and accumulated in equity are transferred out of equity and included in the measurement of the hedged transaction when the forecast transaction occurs.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss previously recognised in equity remains in equity until the forecast transaction affects profit or loss. When a forecast transaction is no longer expected to occur, amounts recognised in equity are transferred immediately to profit or loss.

The Company tests each of the designated cash flow hedges for effectiveness at the inception of the hedge and then at each reporting date both prospectively and retrospectively.

For foreign currency cash flow hedges if the risk is over-hedged, the ineffective portion is taken immediately to profit or loss.

### Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

### Impairment of financial assets

At each reporting date, the Company assesses whether there is objective evidence that a financial asset not carried at fair value through profit or loss has been impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred, and where the decline in fair value is considered significant or prolonged. Impairment losses are recognised in profit or loss.

### (i) Impairment of Non-Financial Assets Other than Goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible 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 it is not possible to estimate the recoverable amount of an individual asset, the Company 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.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

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 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 (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years.

A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase. The Company assesses impairment of all non-financial assets other than goodwill at each reporting date by evaluating conditions specific to the Company and to the particular asset that may lead to impairment.

These include product and service delivery performance, technology, economic and political environments and future product expectations. If an impairment trigger exists the recoverable amount of the asset is determined.

The carrying amounts of all assets, other than inventory, financial assets and deferred tax assets, are reviewed half-yearly to determine whether there is indication of an impairment loss. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

### (j) Foreign Currency Transactions and Balances

#### Transaction and balances

The individual financial statements of each Group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). For the purpose of the consolidated financial statements, the results and financial position of each Group entity are expressed in Australian dollars ("A\$"), which is the functional currency of the Company and the presentation currency for the consolidated financial statements.

In preparing the financial statements of each individual Group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign

currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the translation of monetary and non-monetary items are recognised in profit or loss, except where recognised in other comprehensive income as a qualifying cash flow or net investment hedge.

### Foreign currency cash flows

Cash flows arising from transactions in a foreign currency shall be recorded in an entity's functional currency by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the cash flow.

The cash flows of a foreign subsidiary shall be translated at the exchange rates between the functional currency and the foreign currency at the dates of the cash flows.

Cash flows denominated in a foreign currency are reported in a manner consistent with IAS 21 The Effects of Changes in Foreign Exchange Rates. This permits the use of an exchange rate that approximates the actual rate. For example, a weighted average exchange rate for a period may be used for recording foreign currency transactions or the translation of the cash flows of a foreign subsidiary. However, IAS 21 does not permit use of the exchange rate at the end of the reporting period when translating the cash flows of a foreign subsidiary.

### Foreign currency cash flows

Unrealised gains and losses arising from changes in foreign currency exchange rates are not cash flows. However, the effect of exchange rate changes on cash and cash equivalents held or due in a foreign currency is reported in the statement of cash flows in order to reconcile cash and cash equivalents at the beginning and the end of the period. This amount is presented separately from cash flows from operating, investing and financing activities and includes the differences, if any, had those cash flows been reported at end of period exchange rates.

### (k) Employee Benefits

Provision is made for the Company's liability for employee benefits arising from services rendered by employees to balance date. Short-term employee benefits have been measured at nominal value, plus related on-costs. Long-term employee benefits have been measured at the present value of the estimated future cash outflows to be made for those benefits. Payments to defined contribution plans are recognised as an expense when employees have rendered service entitling them to contributions.

### (l) Provisions

Provisions are recognised when the Company has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

### (m) Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

### (n) Revenue Recognition

AASB 15 is applicable for annual reporting periods beginning on or after 1 January 2018 and will be adopted from 1 July 2018 by the Company.

The new standard establishes a five-step model to account for revenue arising from contracts with customers. Under AASB 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract.

The Company have performed a preliminary assessment of the main revenue streams, Riser Buoyancy, SURF and Well Construction products, and the impact is expected to be insignificant.

The impact of contract modifications in regard to the Riser Buoyancy revenue streams is still being determined. Furthermore, the consideration of the impact on other revenue streams required assessment on a per contract basis, and as such the impact on such contracts is yet to be determined. The Company does not anticipate materials impact on the financial position and/or financial performance.

### Sale of goods

The Company recognises revenue when it transfers control of a product or service to a customer and the cost incurred or to be incurred in respect of the transaction can be measured reliably.

The Company becomes entitled to invoice customers for products or services based on achieving a relevant invoicing milestone. The Company will previously have recognised a contract asset for any work performed. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer. If the milestone payment exceeds the revenue recognised to date, then the Company recognises a contract liability for the difference. There is not considered to be a significant financing component in the contract with customers as the period between the recognition of revenue and the milestone payments is generally less than one year.

Transfer of controls are assessed in relation to the:

- (i) delivery of the goods to the customers;
- (ii) rights to payment for performance completed to date;
- (iii) achieving a relevant invoicing milestone under a contract with the customer;
- (iv) the customer has the significant risks and rewards of ownership of the goods; or
- (v) contractual terms.

### Ex-works revenue

Revenue in relation to ex-works contracts are recognised over time when the goods are produced, and contract terms are fulfilled. The transaction price is allocated to the products on a relative stand-alone selling prices basis. The stand-alone selling price per part is estimated based on specified consideration and quantity in a contract.

### Service revenue

Service revenue and expenses are recognised in accordance with the percentage of completion method unless the outcome of the contract cannot be relied upon or estimated. Where it is probable that a loss will arise from a contract, the excess of total expected contract costs over total expected contract revenue is recognised as an expense immediately. Where the contract outcome cannot be reliably estimated, revenue is recognised only to the extent of the expenses incurred that are likely to be recoverable.

The management has assessed the stage of completion determined as the proportion of the total costs or total time spent at the end of each reporting period is an appropriate measure of progress towards complete satisfaction of the performance obligations under AASB 15.

### Rendering of services

Revenue from consulting services is recognised at a point in time on which the services have been provided and where the amount can be reliably estimated and is considered recoverable.

### Interest

Revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

All revenue is stated net of the amount of goods and services tax (GST).

### (o) Cost of Sales

The cost of manufactured products includes direct materials, direct labour and manufacturing overheads.

### (p) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

### (q) Earnings per Share

Basic earnings per share is calculated as net profit or loss attributable to members of the Company divided by the weighted average number of ordinary shares outstanding during the period.

Diluted earnings per share is determined by adjusting the profit or loss attributable to members of the Company and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

### (r) Comparative Figures

Where required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

## **(s) Significant Accounting Estimates and Judgements**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements.

The following critical accounting policies were identified as requiring significant judgements, estimates and assumptions.

### **(i) Impairment of goodwill (Refer to Note 12)**

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value in use calculation requires the directors to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value.

### **(ii) Valuation of financial instruments**

As described in note 21, the Company uses valuation techniques that include inputs that are not based on observable market data to estimate the fair value of certain types of financial instruments. Note 21 provides detailed information about the key assumptions used in the determination of the fair value of financial instruments, as well as the detailed sensitivity analysis for these assumptions.

The directors believe that the chosen valuation techniques and assumptions used are appropriate in determining the fair value of financial instruments.

### **(iii) Taxes (Refer to Note 6)**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective Group company's domicile. As the Company assesses the probability for litigation and subsequent cash outflow with respect to taxes as remote, no contingent liability has been recognised.

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

## 2. OPERATING SEGMENTS

In conjunction with AASB 8 Operating Segments, the Company has identified its operating segment based on internal reports that are reviewed and used by the Chief Operating Decision Maker (CODM) in assessing performance and in determining the allocation of resources.

### Performance Monitoring and Evaluation

The CODM is identified as the Chief Executive Officer (CEO) who monitors the operating results of the consolidated group and organises its business activities and product lines to serve the global oil and gas industry. The performance of the consolidated group is evaluated based on Earnings before Interest, Taxes, Depreciation and Amortisation ("EBITDA") and Earnings before Interest, Taxes, Depreciation, Amortisation, and Foreign Exchange ("EBITDAF") which are measured in accordance with the Company's accounting policies.

The following is an analysis of the Company's revenue and results from continuing operations by reportable segment.

	MCE Group 30 Jun 2018	MCE Group 30 Jun 2017
	\$	\$
Revenue	19,538,785	33,138,764
<b>EBITDAF</b>	(7,995,166)	(14,114,277)
Foreign exchange gain/(loss)	954,550	(1,476,309)
<b>EBITDA</b>	(7,040,616)	(15,590,586)
Depreciation and amortisation	(8,270,646)	(9,589,547)
<b>EBIT</b>	(15,311,262)	(25,180,133)
Net finance costs	(61,687)	(142,506)
<b>Loss before tax (continuing operations)</b>	(15,372,949)	(25,322,639)

	MCE Group 30 Jun 2018	MCE Group 30 Jun 2017
	\$	\$
Total consolidated assets	109,239,007	121,263,097
Total consolidated liabilities	9,842,031	6,449,408
<b>Geographical Assets</b>		
Australia	107,477,857	120,267,094
Others	1,761,150	996,003
	109,239,007	121,263,097
<b>Geographical Liabilities</b>		
Australia	11,169,815	7,763,767
Others	(1,327,784)	(1,314,359)
	9,842,031	6,449,408

### Major Customers

Matrix supplies goods and services to a broad range of customers in the global oil & gas industry. During the reporting periods, two major customers (2017: four major customers), each individually accounted for greater than 10 per cent of total group revenue; collectively representing 47 per cent (2017: 87 per cent) of the total group revenue.

**3. OTHER INCOME/(LOSSES)**

	2018	2017
	\$	\$
<b>Other Income</b>		
Interest received	64,538	44,087
Sundry income	12,258	12,374
Foreign exchange gain	954,550	-
	<u>1,031,346</u>	<u>56,461</u>
<b>Other Losses</b>		
Foreign exchange loss	-	(1,476,309)
Goodwill write off	-	(6,415,215)
Other expenses	(44,039)	(10,203)
Total other losses	<u>(44,039)</u>	<u>(7,901,727)</u>

The Company generates revenue in foreign currencies. As part of its risk management practices Matrix hedges a portion of this revenue.

**4. LOSS BEFORE INCOME TAX**

Loss before income tax is stated after charging the following expenses:

	2018	2017
	\$	\$
Depreciation and amortisation	8,270,646	9,589,547
Employee benefits expense	8,529,426	14,445,311
Finance costs	126,225	164,821

**5. AUDITORS' REMUNERATION**

	2018	2017
	\$	\$
<i>Auditor of the parent entity (Deloitte Touche Tohmatsu)</i>		
Audit and review fees for the year	90,000	90,000
Out-of-pocket reimbursement and fees for prior year	3,320	10,637
	<u>93,320</u>	<u>100,637</u>

**6. INCOME TAX (BENEFIT)/EXPENSE**

	2018	2017
	\$	\$
<b>Deferred tax</b>		
In respect of the current year	(3,947,928)	(5,789,611)
In respect of prior years	8,187	(9,563)
	(3,939,741)	(5,799,174)
<b>Total income tax expense/(benefit) recognised in the current year relating to continuing operations</b>	<b>16,498</b>	<b>(5,794,186)</b>

The income tax expense for the year can be reconciled to the accounting loss as follows:

	2018	2017
	\$	\$
<b>Loss before tax from continuing operations</b>	<b>(15,372,949)</b>	<b>(25,322,639)</b>
Income tax benefit calculated at 30% (2017:30%)	(4,611,885)	(7,596,792)
Effect of expenses that are not deductible in determining taxable profit	658,839	2,023,782
Effect of concessions (R&D and other allowances)	-	(216,601)
Effect of unused tax losses and tax offsets not recognised as deferred tax assets	3,961,357	-
	8,311	(5,789,611)
Adjustments recognised in the current year in relation to the deferred tax expense/(benefit) of prior years	8,187	(4,575)
<b>Total income tax expenses/(benefit) recognised in the current year relating to continuing operations</b>	<b>16,498</b>	<b>(5,794,186)</b>

The tax rate used for the 2018 and 2017 reconciliations above is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law.

The Directors have made a decision not to recognise deferred tax assets of \$3,961,357 in the financial statements for this reporting period. However, this decision has no effect on the amount accumulated tax losses that can be carried forward by the Company.

**Income Tax Recognised Directly in Other Comprehensive Income**

	2018	2017
	\$	\$
<b>Deferred tax</b>		
<i>Arising on income and expenses recognised in other comprehensive income:</i>		
Fair value measurements of hedging instruments entered into for cash flow hedges	(21,616)	118,712
<i>Arising on income and expenses reclassified from equity to profit and loss:</i>		
Relating to cash flow hedges	-	-
<b>Total income tax recognised in other comprehensive income</b>	<b>(21,616)</b>	<b>118,712</b>

## Deferred Tax Assets and Liabilities

	2018	2017
	\$	\$
<b>Deferred tax assets</b>		
Benefit of tax losses to be carried back to recover taxes paid in prior periods		
Assessed losses	12,589,712	9,075,261
Research and development claims	4,983,414	4,481,826
Provisions	321,543	290,119
Other creditors & accruals	255,428	168,107
Intangible assets	550,559	304,525
Derivatives	52,356	-
Other	252,037	528,412
	19,005,049	14,848,250
<b>Deferred tax liabilities</b>		
Cash assets	(23,771)	-
Property, plant & equipment	(2,337,782)	(2,170,194)
Inventories	(112,486)	(115,627)
Prepayments	(14,469)	(7,245)
	(2,488,508)	(2,293,066)
<b>Deferred Tax Balances</b>		
Deferred tax assets	19,005,049	14,848,250
Deferred tax liabilities	(2,488,508)	(2,293,066)
Not recognised as deferred tax assets	(3,961,357)	-
	12,555,184	12,555,184

2018	Opening	Recognised in profit or loss	Recognised in other comprehensive income	Recognised directly in equity	Reclassified from equity to profit or loss	Closing
<b>Temporary differences</b>						
Provisions	290,120	31,423	-	-	-	321,543
Other creditors & accruals	168,107	87,321	-	-	-	255,428



2018	Opening	Recognised in profit or loss	Recognised in other comprehensive income	Recognised directly in equity	Reclassified from equity to profit or loss	Closing
Intangible assets	304,525	246,034	-	-	-	550,559
Cash assets	528,412	(552,183)	-	-	-	(23,771)
Property, plant & equipment	(2,170,194)	(167,588)	-	-	-	(2,337,782)
Inventories	(115,628)	3,142	-	-	-	(112,486)
Prepayments	(7,244)	(7,225)	-	-	-	(14,469)
Derivatives	-	30,740	21,616	-	-	52,356
Other	-	252,037	-	-	-	252,037
	<b>(1,001,902)</b>	<b>(76,299)</b>	<b>21,616</b>	-	-	<b>(1,056,585)</b>
<b>Unused tax losses and credits</b>						
Tax losses and R&D Credits	13,557,086	4,016,040	-	-	-	17,573,126
Not recognised as deferred tax assets	-	(3,961,357)	-	-	-	(3,961,357)
	<b>12,555,184</b>	<b>(21,616)</b>	<b>21,616</b>	-	-	<b>12,555,184</b>

2017	Opening	Recognised in profit or loss	Recognised in other comprehensive income	Recognised directly in equity	Reclassified from equity to profit or loss	Closing
<b>Temporary differences</b>						
Cash flow hedges	149,471	(30,759)	(118,712)	-	-	-
Provisions	389,798	(99,678)	-	-	-	290,120
Borrowing costs	16,316	(16,316)	-	-	-	-
Other creditors & accruals	43,200	124,907	-	-	-	168,107
Intangible assets	350,312	(45,787)	-	-	-	304,525
Other	294,731	233,681	-	-	-	528,412
Property, plant & equipment	(2,209,722)	39,528	-	-	-	(2,170,194)
Inventories	(79,592)	(36,036)	-	-	-	(115,628)
Prepayments	(15,474)	8,230	-	-	-	(7,244)
	<b>(1,060,960)</b>	<b>177,770</b>	<b>(118,712)</b>	-	-	<b>(1,001,902)</b>
<b>Unused tax losses and credits</b>						
Tax losses and R&D Credits	7,935,682	5,621,404	-	-	-	13,557,086
	7,935,682	5,621,404	-	-	-	13,557,086
	<b>6,874,722</b>	<b>5,799,174</b>	<b>(118,712)</b>	-	-	<b>12,555,184</b>

## Unrecognised Deferred Tax Assets

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:

Unrecognised deferred tax assets	At 100%	At 30%
Transferred tax losses	1,069,452	320,836
Capital losses	3,876,570	1,162,971

**7. CASH AND CASH EQUIVALENTS**

	2018	2017
	\$	\$
Cash on hand	-	250
Cash management accounts	6,809,640	13,575,757
Cash and bank balances	3,784,978	3,026,997
	10,594,618	16,603,004

**8. TRADE AND OTHER RECEIVABLES**

	2018	2017
	\$	\$
<b>Current</b>		
Trade receivables (i)	1,088,961	2,221,911
Other receivables – Trade (ii)	4,239,384	4,120,789
GST refundable	77,707	61,435
	5,406,052	6,404,135

(i) The Company's standard terms and conditions require customers to pay trade receivables within 30 days from invoice date. The average collectability timeframe is ordinarily between 30 to 60 days. These amounts are generally non-interest bearing, although, there are customers who will be subjected to interest charges at management's discretion.

(ii) Other receivables – Trade, relates to products completed which have recognised as revenue but are yet to be invoiced, pending collection by customer. Refer to note 21 credit risk for further information. The Jurong receivable of \$2.9m is included in the current category and expected to be received by December 2018.

**9. INVENTORIES**

	2018	2017
	\$	\$
Raw materials at cost	4,611,965	4,554,484
Work in progress at cost	865,324	826,818
Finished goods at cost	2,338,292	3,361,817
	7,815,581	8,743,119

**10. OTHER CURRENT ASSETS**

	2018	2017
	\$	\$
Prepayments	489,066	420,596

**11. PROPERTY, PLANT AND EQUIPMENT**

	2018	2017
	\$	\$
<b>Land and Building/Leasehold improvements:</b>		
Buildings <sup>1</sup>	34,817,462	34,817,462
Other leasehold improvements <sup>2</sup>	281,116	218,006
Less: accumulated depreciation	(7,026,326)	(6,009,187)
	28,072,252	29,026,281
<b>Plant and Equipment:</b>		
Plant and equipment at cost	92,735,004	92,001,541
Less: accumulated depreciation	(53,555,027)	(48,473,349)
	39,179,977	43,528,192
<b>Motor Vehicles:</b>		
Motor vehicles at cost	33,035	41,150
Less: accumulated depreciation	(21,514)	(26,383)
	11,521	14,767
<b>Office Equipment:</b>		
Office equipment at cost	438,295	459,276
Less: accumulated depreciation	(412,689)	(423,368)
	25,606	35,908
<b>Computer Equipment:</b>		
Computer equipment at cost	1,699,637	2,881,006
Less: accumulated depreciation	(1,390,198)	(2,455,538)
	309,439	425,468
<b>Assets under construction:</b>		
Plant and equipment in progress at cost	2,220,666	696,690
	69,819,461	73,727,306

1 Relates to the Company's Henderson manufacturing and office complex.

2 Leasehold improvements are located at Henderson.

## Assets Pledged as Security

Buildings and leasehold improvements with a carrying amount of approximately \$28,072,252 (2017: \$29,026,281) have been pledged to secure the Company's working capital, bonding and overdraft facilities (see note 15). The Company is not permitted to pledge these assets as security for other borrowings.

## Reconciliations

Reconciliations of the carrying amounts of each class of property, plant and equipment at the beginning and end of the current and previous financial year are set out below:

	Land and Building/ leasehold improvement	Plant and equipment	Motor vehicles	Office equipment	Computer equipment	Assets under construction	Total
	\$	\$	\$	\$	\$	\$	\$
<b>Consolidated</b>							
Carrying amount at 1 July 2017	29,026,281	43,528,192	14,767	35,908	425,468	696,690	73,727,306
Additions	84,909	1,761,390	-	2,446	49,555	1,523,976	3,422,276
Disposals/write-offs	-	-	-	(1,596)	-	-	(1,596)
Depreciation/amortisation expenses	(1,038,938)	(6,109,605)	(3,246)	(11,152)	(165,584)	-	(7,328,525)
Carrying amount at 30 June 2018	28,072,252	39,179,977	11,521	25,606	309,439	2,220,666	69,819,461
Carrying amount at 1 July 2016	30,411,902	48,768,317	18,174	49,719	359,372	2,135,465	81,742,949
Additions	-	1,989,810	-	11,289	231,289	-	2,232,388
Disposals/write-offs	-	(48,336)	-	(10,802)	(1,850)	(1,438,775)	(1,499,763)
Depreciation/amortisation expenses	(1,385,621)	(7,181,599)	(3,407)	(14,298)	(163,343)	-	(8,748,268)
Carrying amount at 30 June 2017	29,026,281	43,528,192	14,767	35,908	425,468	696,690	73,727,306

## 12. INTANGIBLE ASSETS

	2018	2017
	\$	\$
Development costs (i)	5,540,469	4,849,056
Accumulated amortisation	(2,981,424)	(2,039,303)
	2,559,045	2,809,753

(i) Development costs incurred to date relate to various ongoing projects that are in the development phase prior to anticipated commercialisation.

At 30 June 2018, the Company has re-evaluated whether the recoverable amount of the CGU exceeds its carrying amount due to the existence of impairment indicators. The carrying amount is determined to be the higher of its fair value less costs to sell or its value in use. For impairment testing purposes at 30 June 2018 the Company has prepared a value in use model. The value in use model uses cash flow projections approved by the directors covering a five year period with a steady growth rate for years beyond the five year period.

The estimation of future cash flows requires significant estimates and judgements. Details of the key assumptions used in the value in use model at 30 June 2018 and adopted by the Board are included below.

**Key Assumptions:****Discount Rate**

A post-tax discount rate of 10 per cent (2017: 10 per cent) reflecting the Company's long term weighted average cost of capital adjusted for market risk.

**Revenue**

The sustained low oil and gas price over recent years has led to reduced levels of activity in the oil and gas sector which the Company primarily services. Revenue forecasts have incorporated the impacts of the lower levels of activity but incorporate a gradual recovery in demand over the next five year period returning to modest levels of production. This increase is expected to occur through a recovery in the oil and gas price and increased availability of industry capex, and a take up of the Company's Longitudinally Grooved Suppression (LGS) system into the overall product mix. The model assumes manufacturing products and providing services based on current volumes achieved with a gradual recovery in demand over the next five year period. During the financial year the industry experienced a material improvement in the oil price of 66% (Brent Crude \$47.92 in June 17 to \$79.44 in June 18) with a resulting increase in the quality and quantum of quotation activity. This indicates a recovery for the industry is underway and aligns with our assumptions last year and this year. There is also allowance for new products where there is a contract in place. Selling prices reflect current expected values.

**Cost of Goods Sold**

In determining gross margin, management has used historical performance trends, overlaying the impacts of recent initiatives and changes to product mix to reduce costs.

**Terminal Growth Rate**

A terminal value growth rate of two per cent (2017: two per cent) has been applied.

**Foreign Exchange Rate**

A AUD:USD foreign exchange rate of 0.75 (2017: 0.76) has been applied.

**Sensitivity Analysis:**

Sensitivity analyses were performed to determine whether carrying values are supported by different assumptions. Key variables to the sensitivity analysis include:

- Revenue – sales price growth over the next five year period
- Discount rate
- Terminal value growth rate
- Foreign exchange rate

Each of the assumptions in the analysis has been evaluated at levels above and below expected values, as described above. The following table sets out the impact on the recoverable amount for a change in the key assumptions:

Assumption	Variance	Negative Impact \$ million	Positive Impact \$ million
Revenue – sales price growth	± USD500	18.4	18.4
Discount rate	± 2%	34.2	57.5
Terminal value growth rate	± 0.5%	8.0	8.9
Foreign exchange rate	± \$0.05	45.9	45.9
WCP Volume	± 10%	9.8	9.8

Using this sensitivity analysis, the directors determined that a reasonably possible increase in raw material costs, being the predominant component of direct costs, of 11.5 per cent, without any associated increase in revenue, would result in a reduction in gross margin sufficient to cause the carrying value of the CGU to exceed its recoverable value.

Similarly, a reasonably possible reduction in revenue of 5.8 per cent, without any associated reduction in material prices, or improvements in plant efficiencies, would result in a reduction in gross margin sufficient to cause the carrying value of the CGU to exceed its recoverable value.

The impairment analysis is based on a number of industry and operational assumptions by management over the 5 year period to 30 June 2023, which have been endorsed by the Board. A number of those industry assumptions are beyond the control of the Company. Should some of these assumptions fail to materialise over that period then the carrying cost and value in use of the relevant underlying assets may need to be impaired commensurate with the degree to which the non-satisfaction of those assumptions impact upon the relevant revenue assumptions.

By way of clarification, given the revenue increase and resulting impact to cash flows from operations, required in support of the impairment analysis model, assuming achievement of FY19 budgeted performance outcome, unless an annual average revenue increase of 26%p.a was achieved over the remaining balance of the 5 year period to 30 June 2023, then the carrying cost and value in use of the relevant assets may need to be revisited.

### 13. TRADE AND OTHER PAYABLES

	2018	2017
	\$	\$
Trade payables	2,292,604	1,657,072
Other creditors and accruals	1,897,055	1,369,326
GST payable	6,694	18,810
	4,196,353	3,045,208

Trade and other payables are generally paid within 30 to 45 days. No security is provided for these liabilities and no interest has been paid.

### 14. PROGRESS CLAIMS AND DEPOSITS

	2018	2017
	\$	\$
Progress claims and deposits	615,797	957,505

Progress claims and deposits represents cash deposits received for products that have not been produced or not reached the relevant invoicing milestone under a contract with the customer.

### 15. FINANCIAL LIABILITIES

	2018	2017
CURRENT	\$	\$
Trade finance (i)	3,818,719	1,524,927
Foreign currency options (hedge accounted) (ii)	-	-
Forward exchange contracts liability (hedge accounted) (ii)	174,519	-
	3,993,238	1,524,927

(i) The Company has a \$11.1 million multi-option, multi-currency funding package with Australia and New Zealand Banking Group Limited (ANZ). The facility covers the Company's working capital, trade finance and bonding facilities and encompasses sub-limits for certain facilities. The working capital and bonding facilities can be drawn in multiple currencies using a variety of instruments.

(ii) The Company had hedge liability of \$174,519 at 30 June 2018 (2017: nil). Refer to note 21 financial instruments for further details on the instruments.

## Terms and Conditions of Facility

Working Capital and Contingent Lines	Currency	Nominal interest rate	Approved facilities	Amount utilised	Available facilities
		%	\$	\$	\$
ANZ Multi-option Bank Guarantee	AUD/USD	0.5	11,125,000	2,605,899	4,700,382
ANZ Working capital/Trade Finance	USD	LIBOR+0.8		3,818,719	
			11,125,000	6,424,618	4,700,382

## 16. PROVISIONS

	2018	2017
	\$	\$
<b>CURRENT</b>		
Employee entitlements	520,836	507,617
<b>NON-CURRENT</b>		
Employee entitlements	515,807	414,151

## 17. ISSUED CAPITAL

	2018	2017
	\$	\$
Issued and paid up capital 93,750,000 (2017: 93,750,000) fully paid ordinary shares	111,283,768	111,283,768
	111,283,768	111,283,768

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to share capital from 1 July 1998. Therefore, the company does not have a limited amount of authorised capital and issued shares do not have a par value.

## Movements in Ordinary Share Capital

Date	Number of shares	\$
Balance 1 July 2016	93,750,000	111,283,768
Balance 30 June 2017	93,750,000	111,283,768
Balance 30 June 2018	93,750,000	111,283,768

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. Ordinary shares carry one vote per share.

## Capital Management

The directors' main objective is to ensure that the Company continues as a going concern and generates a return for shareholders better than the industry average benchmark. Management also seeks to maintain a capital structure that ensures the lowest cost of capital available to the Company.

The directors are constantly reviewing the capital structure to ensure they can minimise the cost of capital. As the market is constantly changing, the directors may change the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company targets a gearing ratio of up to 20 per cent, determined as a proportion of adjusted net debt to equity. Adjusted net debt is determined after considering the value of any progress claims and deposits received in advance of work commencing as debt. The gearing ratio at 30 June 2018 of negative 6.2 per cent (2017: negative 12.3 per cent) is below the target gearing level which is prudent in the current oil and gas market.

	2018	2017
	\$	\$
Trade finance <sup>1</sup>	3,818,719	1,524,927
Progress claims and deposits	615,797	957,505
Cash and cash equivalents	(10,594,618)	(16,603,004)
Adjusted net (asset)/debt	(6,160,102)	(14,120,572)
Equity <sup>2</sup>	99,396,976	114,813,689
Net (asset)/debt to equity ratio at 30 June	(6.2%)	(12.3%)

1 Trade finance forms part of the Company's working capital facilities, refer to note 15.

2 Equity includes all capital and reserves of the Company that are managed as capital.

## 18. RESERVES

	2018	2017
	\$	\$
Cash flow hedge reserve	(50,437)	-
Foreign currency translation reserve	(475,513)	(206,800)
Share based payment reserve	747,882	455,998
	221,932	(249,198)

### Cash Flow Hedge Reserve

	2018	2017
	\$	\$
<b>Cash flow hedge reserve</b>		
Balance at beginning of year	-	(392,610)
<i>(Loss)/gain arising on changes in fair value of hedging instruments entered into for cash flow hedges:</i>		
▫ Forward foreign exchange contracts	(72,053)	511,322
▫ Income tax related to gains/(losses) recognised in other comprehensive income	21,616	(118,712)
<i>Cumulative gain/(loss) arising on changes in fair value of hedging instruments reclassified to profit or loss:</i>		
▫ Forward foreign exchange contracts	-	-
▫ Income tax related to amounts reclassified to profit or loss	-	-
Balance at end of year	(50,437)	-



The cash flow hedge reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve will be reclassified to profit or loss only when the hedged transaction affects the profit or loss, or is included as a basis adjustment to the non-financial hedged item, consistent with the relevant accounting policy.

Cumulative (gains)/losses arising on changes in fair value of hedging instruments reclassified from equity into profit or loss during the year are included in the following line items:

### Foreign Currency Translation Reserve

	2018	2017
	\$	\$
<b>Foreign currency translation reserve</b>		
Balance at beginning of year	(206,800)	(415,102)
Exchange differences arising on translating the foreign operations	(268,713)	208,302
Balance at end of year	(475,513)	(206,800)

Exchange differences relating to the translation of results and net assets of the Company's foreign operations from their functional currencies to the Company's presentation currency (i.e. Australian dollars) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve.

### Share based Premium Reserve

	2018	2017
	\$	\$
<b>Share-based premium reserve</b>		
Balance at beginning of year	455,998	161,987
Arising on share-based payments	291,884	294,011
Balance at end of year	747,882	455,998

The above share-based premium reserve relates to equity based instruments granted by the Company to its employees under its employee equity-based instruments plan. Further information about share-based payments is set out in note 24.

## 19. RETAINED EARNINGS

	2018	2017
	\$	\$
<b>Retained earnings</b>	(12,108,724)	3,280,723
Balance at beginning of year	3,280,723	22,809,176
Loss attributable to owners of the company	(15,389,447)	(19,528,453)
Payment of dividends	-	-
Expiry of options	-	-
Balance at end of year	(12,108,724)	3,280,723

**20. NOTES TO THE STATEMENT OF CASH FLOWS**

	2018	2017
	\$	\$
<b>(a) Reconciliation of cash and cash equivalents</b>		
Cash and cash equivalents at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:		
Cash and cash equivalents	10,594,618	16,603,004
<b>(b) Reconciliation of cash flow from operations with loss after income tax</b>		
Loss after income tax	(15,389,447)	(19,528,453)
<b>Adjustment for non-cash items</b>		
▫ Depreciation of property, plant & equipment	7,328,525	8,748,268
▫ Amortisation of intangibles	942,121	841,279
▫ Expense recognised in respect of equity-settled share-based payments	291,884	294,011
▫ Effects of exchange rate changes on the balance of cash held in foreign currencies	(219,387)	150,187
▫ Effects of translation of foreign operations	(268,713)	208,302
▫ Net gain arising on financial liabilities designated as at fair value through profit or loss	124,083	(105,627)
▫ Net movement in other reserves	-	10,203
▫ Gain on disposal of property, plant & equipment	(8,904)	(132,275)
▫ Loss on disposal of intangibles	-	6,415,215
<b>Changes in assets &amp; liabilities</b>		
▫ Decrease in trade and other receivables	998,083	20,527,927
▫ (Increase)/decrease in other assets	(68,470)	326,158
▫ Decrease in inventories	927,538	1,888,964
▫ Increase/(decrease) in trade & other payables, progress claims & deposits	809,437	(2,291,017)
▫ Increase/(decrease) in employee provisions	114,875	(254,536)
▫ Increase/(decrease) in deferred tax asset	195,442	(5,668,740)
▫ Decrease in deferred tax liability	(195,442)	(11,722)
<b>Net cash flows from operating activities</b>	<b>(4,418,375)</b>	<b>11,418,144</b>

## 21. FINANCIAL INSTRUMENTS

### Financial Risk Management Policies

The Company's financial instruments consist mainly of deposits with banks, trade and other receivables, trade and other payables, bank borrowings, other borrowings and derivatives. The main purpose of non-derivative financial instruments is to raise finance for Group operations. Derivatives are used by the Company for hedging purposes. The Company does not speculate in the trading of derivative instruments. Senior executives meet regularly to analyse and monitor the financial risk associated with the financial instruments used by the Company.

### Financial Risk Exposures and Management

The main risks the Company is exposed to through its financial instruments are interest rate risk, foreign currency risk, liquidity risk and credit risk.

### Interest Rate Risk

The Company is exposed to interest rate risk because entities in the Company borrow funds at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowing. Hedging activities are evaluated on a regular basis to align with interest rate views and defined risk appetite, ensuring the most cost-effective measures are put in place.

### Interest Rate Sensitivity Analysis

The following sensitivity analysis has been determined based on the exposure to interest rates for non-derivative instruments at the reporting date and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period.

At 30 June 2018, the after tax effect on profit and equity as a result of changes in the interest rate, with all other variables remaining constant at balance date would be as follows:

	2018	2017
	\$	\$
<b>Change in profit</b>		
Increase in interest rate by 2% (200 basis point)	76,374	30,499
Decrease in interest rate by 2% (200 basis point)	(76,374)	(30,499)
<b>Change in other comprehensive income</b>		
Increase in interest rate by 2% (200 basis point)	-	-
Decrease in interest rate by 2% (200 basis point)	-	-

The sensitivity to a 200 basis point increase or decrease in interest rates is considered reasonable given the markets forecast available at the reporting date and under the current economic environment in which the Company operates.

### Financial Assets

	Weighted Average Effective Interest Rate		Floating Interest Rate		Fixed Interest Rate Maturing			Non-Interest Bearing		
					Within 1 Year			Over 1 Year		
	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
Cash and Cash Equivalents	-	-	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,594,618	\$ 16,603,004
Trade and Other Receivables	-	-	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,328,345	\$ 6,342,700
Total Financial Assets			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 15,922,963	\$ 22,945,704

### Financial Liabilities

	Weighted Average Effective Interest Rate		Floating Interest Rate		Fixed Interest Rate Maturing			Non-Interest Bearing		
					Within 1 Year			Over 1 Year		
	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
Trade and Other Payables	-	-	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,189,659	\$ 3,026,398
Trade Finance	1.78	2.16	3,818,719	1,524,927	-	-	-	-	-	-
Total Financial Liabilities			3,818,719	1,524,927	-	-	-	-	4,189,659	3,026,398

## Credit Risk

Credit risk relates to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements. There is no material amount of collateral held as security at 30 June 2018.

Credit risk is managed on a Group basis and reviewed regularly by senior executives. It arises from exposures to customers and deposits with financial institutions. The following criteria are applied by senior executives in the assessment of counter party risk:

- Deposits and borrowings are with Australian based banks;
- Significant customers are rated for credit worthiness.

The consolidated entity's maximum exposure to credit risk at the reporting date was:

	2018	2017
	\$	\$
Trade receivables	1,088,961	2,221,911

At balance date, the aging analysis of trade receivables is as follows:

Days		
0-30	1,009,622	1,379,366
31-60	44,886	835,306
61-90	34,453	7,239
90+	-	-
	1,088,961	2,221,911

Trade receivables of \$79,339 (2017: \$843,955) were past due at 30 June but have been fully collected up to the date of this report (2017: \$336,638). There were no impairment provisions in respect of trade receivables that were past due as at 30 June 2018.

## Foreign Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently exposure to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts and currency option contracts.

The carrying amounts of the Company's foreign currency denominated assets and monetary liabilities at the end of the period are as follows:

	Liabilities		Assets	
	2018	2017	2018	2017
	\$	\$	\$	\$
US Dollars	4,658,645	3,080,448	9,950,577	10,277,771

## Foreign Currency Sensitivity Analysis

The Company is mainly exposed to fluctuations in the US Dollar.

The following table details the Company's sensitivity to a 10 per cent increase and decrease in the Australian dollar against the relevant foreign currencies. 10 per cent is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 10 per cent change in foreign currency rates. A positive number below indicates an increase in profit or equity where the Australian dollar strengthens 10 per cent against the relevant currency. For a 10 per cent weakening of the Australian dollar against the relevant currency, there would be a comparable impact on the profit or equity, and the balances would be negative.

		Profit after tax		Other comprehensive income	
		Increase/(Decrease)		Increase/(Decrease)	
		2018	2017	2018	2017
		\$000	\$000	\$000	\$000
A\$ vs US\$	+10%	(481)	(654)	599	-
A\$ vs US\$	-10%	529	720	(659)	-

The movement in other comprehensive income is due to an increase/decrease in the fair value of forward foreign exchange contracts designated as cash flow hedges.

## Forward Foreign Exchange Contracts

It is the policy of the Company to enter into forward foreign exchange contracts to cover specific foreign currency payments and receipts within 50 to 100 per cent of the net exposure generated. The Company also enters into forward foreign exchange contracts to manage the risk associated with contracted sales transactions for the period of contracts within 50 to 100 per cent of the net exposure generated. Basis adjustments are made to the carrying amounts of non-financial hedged items when the anticipated sale or purchase transaction takes place.

## Forward Foreign Exchange Contracts

The following table details the forward foreign currency (FC) contract outstanding at the end of the reporting period:

	Average exchange rate		Foreign currency		Notional value		Fair value	
	2018	2017	2018	2017	2018	2017	2018	2017
	\$	\$	US\$000	US\$000	\$000	\$000	\$000	\$000
<b>Cash flow hedges</b>								
<b>Sell US Dollar</b>								
Less than 1 month	-	-	-	-	-	-	-	-
Less than 3 months	0.7894	0.7584	1,100	-	1,430	-	(59)	-
3 to 6 months	0.7684	0.7505	-	-	-	-	-	-
6 months to 1 year	0.7598	-	1,915	-	2,520	-	(65)	-
More than 1 year	0.7598	-	1,853	-	2,439	-	(51)	-
							<b>(175)</b>	<b>-</b>

At 30 June 2018, the aggregate amount of losses under forward foreign exchange contracts recognised in other comprehensive income and accumulated in the cash flow reserve relating to the exposure on these anticipated future transactions is \$50,437 (2017: nil). It is anticipated that the sales will take place during the next financial year, at which time the amount deferred in equity will be reclassified to profit or loss.

The Company is exposed to fluctuations in foreign currencies arising from the sale of goods denoted in U.S. Dollars. Currently the Company uses derivatives to hedge against movements in foreign currency.

## Foreign Currency Options

The face value of the foreign currency options as at 30 June 2018 was nil. (2017: nil).

At 30 June 2018, the aggregate amount of loss recognised under foreign currency option in profit or loss is nil (2017: nil).

## Liquidity Risk

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

The Company manages liquidity risk by monitoring forecast cash flows, maintaining cash reserves and managing trade payables.

The following table details the Company's expected maturity for its financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

	Weighted average effective interest rate	Less than 1 month	1-3 months	3 months to 1 year	1-5 years	Total
	%	\$	\$	\$	\$	\$
<b>30 June 2018</b>						
Cash and other equivalents	-	10,594,618	-	-	-	10,594,618
Trade and other receivables	-	1,009,622	79,339	-	-	1,088,961
Foreign exchange contracts	-	-	(58,802)	(64,892)	(50,825)	(174,519)
Trade and other payables	-	(932,348)	(1,337,979)	(6,125)	(16,152)	(2,292,604)
Borrowing	1.78	(385,327)	(1,766,169)	(1,667,223)	-	(3,818,719)
		10,286,565	(3,083,611)	(1,738,240)	(66,977)	5,397,737
<b>30 June 2017</b>						
Cash and other equivalents	-	16,603,004	-	-	-	16,603,604
Trade and other receivables	-	1,489,653	1,803,815	3,049,232	-	6,342,700
Foreign exchange contracts	-	-	-	-	-	-
Call/Put Options liability	-	-	-	-	-	-
Trade and other payables	-	(1,172,739)	(989,509)	(864,150)	-	(3,026,398)
Borrowing	2.16	-	(1,524,927)	-	-	(1,524,927)
		16,919,918	(710,621)	2,185,082	-	18,394,379

The amounts included above for variable interest rate instruments for both financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

## Fair Value of Financial Instruments

The Directors consider that the carrying amount of financial assets and liabilities recorded in the financial statements approximates their fair value.

## Fair Value Hierarchy

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

## 22. OPERATING LEASE COMMITMENTS

	2018	2017
	\$	\$
Not later than 1 year	1,371,172	1,331,602
Later than 1 year but not later than 5 years	5,102,317	5,110,644
Later than 5 years	33,471,112	34,945,037

The lease commitment relates predominately to land at 150 Quill Way, Henderson and the USA office.

## 23. FRANKING ACCOUNT

	2018	2017
	\$	\$
Franking account balance at 1 July	14,284,418	14,284,418
Franking account balance at 30 June	14,284,418	14,284,418
Net franking credits available	14,284,418	14,284,418

## 24. SHARE-BASED PAYMENTS

### Share Options

There have been no share options brought forward, issued or exercised during the year (2017: nil).

### Long Term Incentive Plans

Matrix has established a long term incentive plan designed to provide the opportunity to employees to acquire Matrix shares and thus assist with:

- attracting, motivating and retaining employees;
- delivering rewards to employees for individuals and Company performance;
- giving employees the opportunity to become shareholders; and
- aligning the interests of employees and shareholder.

The Board is able to grant long term incentive awards to eligible participants, including senior executives. In general, those executives and employees who have capacity to impact the long term performance of the Company will be granted either performance rights or share appreciation rights under the Matrix Rights Plan. Other employees will have the opportunity to acquire shares in Matrix under the Matrix Tax Exempt Share Plan (TESP).

All incentives granted to eligible participants under the Matrix long term incentive plan will only vest on the satisfaction of appropriate vesting conditions. The vesting conditions will be measured and tested over a period of three years.

There are three types of grant under the Rights plan offered to professional staff, senior management and senior executives of the Matrix. The plans are summarised below:

### TESP

The TESP is open to all employees not covered by a higher level plan, provided they have two years or more of service with Matrix. The value of shares to be issued under the grant will be not greater than \$1,000 and at the absolute discretion of the Board.

Shares issued to employees under the TESP will be tax-exempt in the hands of the employee, not subject to FBT and tax deductible to the Company.

Holders of TESP shares will be entitled to vote at shareholder meetings and participate in dividends and other shareholder distributions. The TESP shares will have a trading restriction which will expire at the earlier of three years from the date of issue or upon the holder ceasing to be employed by Matrix.



### Management Performance Rights Plan (MPRP)

MPRP will be open to certain professional staff with two or more years' service with Matrix. Eligible participants will be offered a grant of Performance Rights in dollar value terms up to but not exceeding \$2,000. Performance Rights granted under the MPRP will be subject to a vesting condition of a three year service period from beginning of financial year. Upon vesting, the Performance Rights will convert to Matrix fully paid ordinary shares on a one for one basis or the cash equivalent, at the discretion of the Board. Any shares transferred to MPRP participants on conversion of Performance Rights may be acquired either on-market, or by way of a new issue of shares.

### Executive Performance Rights Plan (EPRP)

EPRP will be open to executives who are not participants in the Senior Executive Plan with two or more years' services with Matrix. Eligible participants will be offered a grant of Performance Rights in dollar value terms up to but not exceeding \$10,000. Performance Rights granted under the EPRP will be subject to the following vesting conditions:

- three year service period; and
- Total Shareholder Return (TSR) target based on a TSR comparator group comprising of ASX 300 group of companies as follows:

TSR Target achieved during performance period	% of Performance Rights vested
75% and over	100%
50 – 75%	50 – 100% of sliding scale
Below 50%	Nil

Upon vesting, the Performance Rights will convert to Matrix fully paid ordinary shares on a one for one basis or the cash equivalent, at the discretion of the Board. Any shares transferred to EPRP participants on conversion of Performance Rights may be acquired either on-market, or by way of a new issue of shares.

### Senior Executive Plan – Senior Executive Performance Rights Plan (SEPRP) & Senior Executive Share Appreciation Rights Plan (SESARP)

Under the SEPRP and SESARP senior executives will be offered an annual dollar value grant in accordance with the terms of their respective Executive Service Agreements, which they may allocate to participate in the SEPRP or the SEASARP. A participant may elect to allocate up to a maximum of 50 per cent of the grant entitlement to the SEPRP.

Grants under the SEPRP and SESARP are made on an annual basis.

#### SEPRP

Rights granted under the SEPRP will be subject to the following conditions:

- three year service period; and
- TSR target based on a TSR comparator group comprising of ASX 300 group of companies as follows:

TSR Target achieved during performance period	% of Performance Rights vested
75% and over	100%
50 – 75%	50 – 100% of sliding scale
Below 50%	Nil

Upon vesting, the Performance Rights will convert to Matrix fully paid ordinary shares on a one for one basis or the cash equivalent, at the discretion of the Board. Any shares transferred to SEPRP participants on conversion of Performance Rights may be acquired either on-market, or by way of a new issue of shares.

## SESARP

Under the SESARP, Share Appreciation Rights (SARs) will be issued to participants. SARs are an entitlement to a number of Shares equal to the growth in value of the underlying shares, or to receive a cash equivalent value on terms and conditions determined by the Board.

SARs granted under the SEPRP will be subject to the following vesting conditions:

- three year service period; and
- TSR target based on a TSR comparator group comprising of ASX 300 group of companies as follows:

TSR Target achieved during performance period	% of Performance Rights vested
75% and over	100%
50 – 75%	50 – 100% of sliding scale
Below 50%	Nil

Upon vesting of any SARs, participants will be issued with Shares, or the cash equivalent, equal to the value derived by multiplying the number of vested Rights by the growth in share price over the performance period, determined by the Matrix share price growth over and above the hurdle share price. The hurdle share price will be based on the growth rate for the ASX300 Accumulation Index over the five years prior to the grant date of the Rights.

Holders of rights under the SEPRP and SESARP will be not entitled to vote at shareholder meetings or participate in dividends or any other shareholder distributions. The rights are non-transferable however once the vesting condition is met, should shares be issued, there are no additional trading restrictions in relation to the shares. Should the rights have been converted into shares these shareholders will be entitled to vote at shareholder meetings and participate in dividends and other shareholder distributions.

The rights are not taxable in the hands of the employees until the vesting conditions are met. At this point the value is crystallised and subject to income tax in the employees hands. The value of the rights is only tax deductible to Matrix at the point of vesting even though it is an expense for accounting (amortised over the three year vesting period) at the point of granting.

## Share Rights in Existence in the Year

The following share-based payment arrangements were in existence during the current and prior reporting periods:

Series	Grant Date	Grant Date Fair Value \$	Value \$	Hurdle Growth Rate	Hurdle Price	Expiry Date	Vesting Date
FY15 MPRP	16 Sep 2015	0.46	0.39	n/a	n/a	16 Sep 2018	16 Sep 2018
FY15 SEPRP	16 Sep 2015	0.46	0.27	n/a	n/a	16 Sep 2018	16 Sep 2018
FY15 SESARP	16 Sep 2015	0.46	0.11	6.53%	0.53	16 Sep 2018	16 Sep 2018
FY16 MPRP	08 Dec 2016	0.40	0.41	n/a	n/a	08 Dec 2019	08 Dec 2019
FY16 SEPRP	08 Dec 2016	0.40	0.30	n/a	n/a	08 Dec 2019	08 Dec 2019
FY16 SESARP	08 Dec 2016	0.40	0.15	7.12%	0.52	09 Dec 2019	09 Dec 2019

There has been no alteration of the terms and conditions of the above share based payment arrangements since the grant date.

## Fair Value of Share Rights Granted in the Year

The Performance Rights and Share Appreciation Rights contemplated by the Rights Plan have been subject to valuation reports by Ernst & Young dated 19 August 2015 and 19 October 2015 respectively, and BDO dated 13 October 2016 and 28 September 2017 respectively. The valuations were adopted by the Directors of the Company.

The valuation used a Monte-Carlo simulation as the appropriate methodology to value the rights granted under the SEPRP and SESARP. A Monte-Carlo simulation is a highly flexible valuation technique which can cope with a variety of award structures and is often used where instruments have more than one hurdle. The key assumptions adopted when valuing the rights is set out below:

Series	FY14 MPRP	FY14 EPRP	FY15 MPRP	FY15 EPRP/ SEPRP	FY15 SESARP	FY16 MPRP	FY16 EPRP/ SEPRP	FY16 SESARP	FY17 MPRP	FY17 EPRP/ SEPRP	FY17 SESARP
Grant date	11 Sep 2015	11 Sep 2015	16 Sep 2015	16 Sep 2015	16 Sep 2015	08 Dec 2016	08 Dec 2016	08 Dec 2016	08 Dec 2017	08 Dec 2017	08 Dec 2017
Vesting date	28 Sep 2017	28 Sep 2017	16 Sep 2018	16 Sep 2018	16 Sep 2018	08 Dec 2019	08 Dec 2019	09 Dec 2019	08 Dec 2020	08 Dec 2020	09 Dec 2020
Share price at grant	\$0.44	\$0.44	\$0.46	\$0.46	\$0.46	\$0.40	\$0.40	\$0.40	\$0.51	\$0.51	\$0.51
Value	\$0.40	\$0.09	\$0.39	\$0.27	\$0.11	\$0.41	\$0.30	\$0.15	\$0.48	\$0.36	\$0.13
Hurdle growth rate	n/a	n/a	n/a	n/a	6.53%	n/a	n/a	7.12%	n/a	n/a	11.42%
Hurdle price	n/a	n/a	n/a	n/a	\$0.53	n/a	n/a	\$0.52	n/a	n/a	\$0.65
Expected life	2 years	2 years	3 years	3 years	3 years	3 years	3 years	3 years	3 years	3 years	3 years
Volatility	55%	55%	55%	55%	55%	60%	60%	60%	55%	55%	55%
Risk free interest rate	1.85%	1.85%	1.94%	1.94%	1.94%	1.65%	1.65%	1.65%	2.11%	2.11%	2.11%
Dividend yield	4.1%	4.1%	4.3%	4.3%	4.3%	3.4%	3.4%	3.4%	2.0%	2.0%	2.0%

## Movements in Share Plans during the Year

The following table reconciles the share plans outstanding at the beginning and end of the year:

### MPRP

2018	Balance at beginning of the year No.	Granted during the year No.	Forfeited during the year No.	Exercised during the year No.	Lapsed during the year No.	Balance at end of the year No.
FY14 MPRP	47,426	-	-	45,364	2,062	-
FY15 MPRP	338,448	-	-	-	15,384	323,064
FY16 MPRP	190,242	-	-	-	7,317	182,925
FY17 MPRP	-	125,520	-	-	-	125,520
<b>Total</b>	<b>576,116</b>	<b>125,520</b>	<b>-</b>	<b>45,364</b>	<b>24,763</b>	<b>631,509</b>

### EPRP

2018	Balance at beginning of the year No.	Granted during the year No.	Forfeited during the year No.	Exercised during the year No.	Lapsed during the year No.	Balance at end of the year No.
FY14 EPRP	145,161	-	-	-	145,161	-
FY15 EPRP	418,518	-	-	-	37,037	381,481
FY16 EPRP	399,996	-	-	-	33,333	366,663
FY17 EPRP	-	241,762	-	-	27,473	214,289
<b>Total</b>	<b>963,675</b>	<b>241,762</b>	<b>-</b>	<b>-</b>	<b>243,004</b>	<b>962,433</b>

**SESARP**

2018	Balance at beginning of the year No.	Granted during the year No.	Forfeited during the year No.	Exercised during the year No.	Lapsed during the year No.	Balance at end of the year No.
FY14 SESARP	759,259	-	-	-	759,259	-
FY15 SESARP	3,061,827	-	500,000	-	-	2,561,827
FY16 SESARP	1,833,333	-	366,667	-	-	1,466,666
FY17 SESARP	-	2,532,122	-	-	-	2,532,122
<b>Total</b>	<b>5,654,419</b>	<b>2,532,122</b>	<b>866,667</b>	<b>-</b>	<b>759,259</b>	<b>6,560,615</b>

**SEPRP**

2018	Balance at beginning of the year No.	Granted during the year No.	Forfeited during the year No.	Exercised during the year No.	Lapsed during the year No.	Balance at end of the year No.
FY14 SEPRP	73,330	-	-	-	73,330	-
<b>Total</b>	<b>73,330</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>73,330</b>	<b>-</b>

**25. RELATED PARTY DISCLOSURES****(a) Key Management Personnel Compensation**

	2018	2017
	\$	\$
Short term employment benefits	1,177,764	1,105,903
Share based payments	199,435	120,546
Post-employment benefits	90,920	82,938
	1,468,119	1,309,387

**(b) Parent Entity**

The ultimate parent entity within the Company is Matrix Composites & Engineering Ltd.

**(c) Related Party Transactions**

Transactions between related parties are at arms-length terms.

	2018	2017
	\$	\$
The premise at 42 Truganina Road is leased from Kanu Pty Ltd, a company of which Maxwell Begley is a substantial shareholder. Mr Begley and his associated parties have a substantial shareholding in Matrix. However, the lease was terminated in May 2017.	-	340,015

**(d) Option Holdings of Key Management Personnel**

There have been no movements during the reporting period (2017: nil movement) in the number of options over ordinary shares in Matrix Composites & Engineering Ltd held, directly, indirectly or beneficially, by each key management person, including related parties.

**(e) Key Management Personnel**

- There were no loans to key management personnel during the year or outstanding at the end of the year (2017: nil).
- No options have been issued to key management personnel during the year (2017: nil).

**(f) Other Transactions and Balances with Key Management Personnel**

There were no other transactions with key management personnel at the end of the year (2017: nil).

**26. SUBSIDIARIES**

The consolidated financial statements include the following subsidiaries:

Name	Incorporation	Shares	Equity Holding %	
			2018	2017
Specialist Engineering Services (Aust) Pty Ltd	Australia	Ordinary	100	100
Matrix Henderson Property Pty Ltd	Australia	Ordinary	100	100
MC&E (Europe) Limited	UK	Ordinary	100	100
Matrix Composites & Engineering (US) Inc.	USA	Ordinary	100	100
MCE (Asia) Pte. Ltd.	Singapore	Ordinary	100	100

**27. PARENT ENTITY INFORMATION**

The accounting policies of the parent entity, which have been applied in determining the financial information shown below, are the same as those applied in the consolidated financial statements. Refer to note 1 for a summary of the significant accounting policies relating to the Company.

**Financial Position**

	2018	2017
	\$	\$
<b>Assets</b>		
Current assets	30,975,949	37,169,219
Non-current assets	93,296,921	93,695,978
Total assets	124,272,870	130,865,197
<b>Liabilities</b>		
Current liabilities	10,654,008	7,349,615
Non-current liabilities	515,807	532,879
Total liabilities	11,169,815	7,882,494
Net assets	113,103,055	122,982,703
<b>Equity</b>		
Issued capital	111,283,768	111,283,768
Retained earnings	1,121,842	11,242,937
Cash flow hedge reserve	(50,437)	-
Share based payment reserve	747,882	455,998
Total equity	113,103,055	122,982,703

## Financial Performance

	2018	2017
	\$	\$
Loss for the year	(10,121,095)	(12,255,950)
Other comprehensive (expense)/income	(50,437)	294,011
Total comprehensive expense	(10,171,532)	(11,961,939)
<b>Commitments for the acquisition of property, plant and equipment by the parent entity</b>		
No longer than 1 year	273,590	319,066
Longer than 1 year and Not longer than 5 years	-	-
Longer than 5 years	-	-
	273,590	319,066

## 28. EARNINGS PER SHARE

	2018	2017
Loss attributable to members of parent entity (\$)	(15,389,447)	(19,528,453)
Weighted average number of shares on issue (number)	93,750,000	93,750,000
Weighted average number of shares adjusted for dilution (number)	93,750,000	93,750,000
Basic loss per share (cents)	(16.4)	(20.8)
Diluted loss per share (cents)	(16.4)	(20.8)

## 29. DIVIDENDS PAID AND PROPOSED

In respect of the reporting period ended 30 June 2018, no dividend was proposed nor paid (2017: nil)

## 30. COMPANY DETAILS

The registered office and principal place of business of the company is 150 Quill Way, Henderson, Western Australia.

## 31. CONTINGENT LIABILITIES AND ASSETS

There were no contingent liabilities or assets at 30 June 2018.

## 32. EVENTS AFTER THE REPORTING DATE

There are no other events of a material nature that have occurred subsequent to the reporting date other than the matters disclosed in Directors' report.

# DIRECTORS' DECLARATION

The directors declare that:

(a) in the directors' opinion, there are reasonable grounds to believe that the company 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 made pursuant to s.295(5) of the Corporations Act 2001.

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



**Aaron P Begley**

*Managing Director and Chief Executive Officer*

Dated 22 August 2018

# INDEPENDENT AUDITORS' REPORT

**Deloitte.**

Deloitte Touche Tohmatsu  
ABN 74 490 121 060

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## Independent Auditor's Report to the Members of Matrix Composites & Engineering Ltd

### Report on the Audit of the Financial Report

#### *Opinion*

We have audited the financial report of Matrix Composites & Engineering Ltd (the "Company") and its subsidiaries (the "Group") which comprises the consolidated statement of financial position as at 30 June 2018, the consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Group's financial position as at 30 June 2018 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### *Basis for Opinion*

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Liability limited by a scheme approved under Professional Standards Legislation.

Member of Deloitte Touche Tohmatsu Limited





### Key Audit Matters

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

Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
<p>Recoverability of long lived assets</p> <p>As at 30 June 2018, the carrying value of the Group's long lived assets totalled \$72.38 million. The assets are assessed for impairment as one Cash Generating Unit (CGU) as disclosed in Note 12.</p> <p>Significant judgement is required in determining an estimate of the recoverable amount of the CGU due to the economic climate surrounding the Oil and Gas industry at present. Key assumptions include:</p> <ul style="list-style-type: none"> <li>• revenue growth over the forecast period;</li> <li>• forecast gross margin; and</li> <li>• the discount rate applied over the forecast period.</li> </ul>	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> <li>• Evaluating management's assessment of the determination of CGU's;</li> <li>• Evaluating management's process for developing cash flow forecasts;</li> <li>• Assessing the reasonableness of cash flow forecasts through comparison of historical and forecast performance in line with actual and projected crude oil prices;</li> <li>• Testing on a sample basis the mathematical accuracy of the underlying "value in use" calculations; and</li> <li>• Assessing the consistency of the cash flow forecasts with Board approved budgets and the key assumptions were subject to oversight from the directors.</li> </ul> <p>In conjunction with our valuation specialists, our procedures included, but were not limited to:</p> <ul style="list-style-type: none"> <li>• Assessing the following key assumptions used in management's cash flow forecasts;               <ul style="list-style-type: none"> <li>○ The revenue growth rates by comparing them with economic and industry forecasts.</li> </ul> </li> </ul> <p>We also assessed the appropriateness of the disclosures in Note 12 to the financial statements.</p>



Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
<p>Assessment of deferred tax assets</p> <p>As at 30 June 2018 the carrying value of the Group's net deferred tax asset totals \$12.56 million, inclusive of \$8.6 million of carry forward tax losses.</p> <p>Judgement is required in assessing management's forecasted taxable income and the expected utilisation of the recognised tax losses over the period.</p>	<p>Our audit procedures included, but were not limited to:</p> <ul style="list-style-type: none"> <li>• Evaluating management's assessment of the recoverable amount of carry forward tax losses and confirmation of the availability of tax losses;</li> <li>• Evaluating management's forecasts with consideration of future taxable income in Australia through assessing the key underlying assumptions such as future taxable income against historic performance and where appropriate external industry data;</li> <li>• Reconciling the latest Board approved budget with management's forecast of future assessable profits; and</li> <li>• Performing sensitivity analysis to the forecasted future taxable income.</li> </ul> <p>We also assessed the appropriateness of the disclosures in Note 6 to the financial statements.</p>

#### *Other Information*

The directors are responsible for the other information. The other information comprises the Directors' Report and Review of Operations which we obtained prior to the date of this auditor's report, and also includes the following information which will be included in the Group's annual report (but does not include the financial report and our auditor's report thereon): Chairman's Report and Chief Executive Officers report, which is expected to be made available to us after that date.

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

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

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When we read the Chairman's Report and Chief Executive Officers report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors and use our professional judgement to determine the appropriate action.

### *Responsibilities of the Directors for the Financial Report*

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

### *Auditor's Responsibilities for the Audit of the Financial Report*

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

## Deloitte.

- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

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

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

### Report on the Remuneration Report

#### *Opinion on the Remuneration Report*

We have audited the Remuneration Report included in pages 11 to 22 of the Directors' Report for the year ended 30 June 2018.

In our opinion, the Remuneration Report of Matrix Composites & Engineering Ltd, for the year ended 30 June 2018, complies with section 300A of the *Corporations Act 2001*.

**Deloitte.**

*Responsibilities*

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

DELOITTE TOUCHE TOHMATSU

DELOITTE TOUCHE TOHMATSU



**John Sibenaler**

Partner

Chartered Accountants

Perth, 22 August 2018

# ADDITIONAL ASX INFORMATION AS AT 7 SEPTEMBER 2018

## ORDINARY SHARE CAPITAL

93,750,000 fully paid ordinary shares are held by 2,297 individual shareholders. All issued shares carry one vote per share and are entitled to dividends.

## DISTRIBUTION OF HOLDERS OF EQUITY SECURITIES

Range Fully Paid Ordinary Shares	Shares	Number Of Holders	% Of Issued Capital
100,001 and Over	77,036,513	73	82.17
10,001 to 100,000	12,450,105	387	13.28
5,001 to 10,000	1,853,447	231	1.98
1,001 to 5,000	2,020,338	784	2.16
1 to 1,000	389,597	822	0.42

## UNMARKETABLE PARCELS

There were 899 members holding less than a marketable parcel of shares in the company.

## TWENTY (20) LARGEST HOLDERS OF QUOTED EQUITY SECURITIES

Rank	Name	A/C designation	07 Sep 2018	%IC
1	J P MORGAN NOMINEES AUSTRALIA LIMITED		24,213,876	25.83
2	MILTO PTY LTD		13,729,702	14.65
3	CITICORP NOMINEES PTY LIMITED		5,854,982	6.25
4	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		4,783,692	5.10
5	NATIONAL NOMINEES LIMITED		3,702,506	3.95
6	MR AARON PAUL BEGLEY		3,062,763	3.27
7	BOND STREET CUSTODIANS LIMITED	<FORAGER WHOLESALE VALUE FD>	2,091,522	2.23
8	ZERO NOMINEES PTY LTD		1,800,000	1.92
9	MR MAXWELL GRAHAM BEGLEY		1,610,308	1.72
10	MILTO PTY LTD	<THE BEGLEY FAMILY A/C>	1,353,295	1.44
11	MR YONGCONG CHEN		603,814	0.64
12	MRS JANINE ALEXANDRA SIAN HOFFMAN		595,000	0.63
13	MR CRAIG NEIL DUNCAN		535,214	0.57
14	MR PAUL RICHARD WRIGHT & MRS KAREN BRONWYN WRIGHT	<PAUL WRIGHT SUPER FUND A/C>	500,000	0.53
15	BNP PARIBAS NOMINEES PTY LTD HUB24 CUSTODIAL SERV LTD DRP		485,272	0.52
16	MARTEHOF PTY LTD	<TEMA SUPER FUND A/C>	441,950	0.47
17	MR JONATHON MICHAEL RILEY		438,148	0.47
18	MR PETER LINDSAY WRIGHT		385,859	0.41
19	MR TODD JUSTIN BEGLEY		380,000	0.41
20	BNP PARIBAS NOMINEES PTY LTD	<IB AU NOMS RETAILCLIENT DRP>	367,310	0.39
	<b>Total</b>		<b>66,935,213</b>	<b>71.40</b>
	<b>Balance of register</b>		<b>26,814,787</b>	<b>28.60</b>
	<b>Grand total</b>		<b>93,750,000</b>	<b>100.00</b>

## SUBSTANTIAL HOLDERS

The names of substantial shareholders which have notified the Company in accordance with section 671B of the Corporations Act 2001 are:

### FULLY PAID ORDINARY

Rank	Investor Name	Number Of Holders	% Of Issued Capital
1	Mr Maxwell G Begley	17,370,240	18.53
2	Allan Gray Investment Mgt	15,154,619	16.16
3	Forager Funds Mgt	12,623,961	13.47

## COMPANY SECRETARY

Mr Brendan Cocks

Mrs Julie Jones

## REGISTERED AND PRINCIPAL ADMINISTRATION OFFICE

150 Quill Way

Henderson WA 6166

Phone +61 8 9412 1200

## SHARE REGISTRY

### Link Market Services Ltd

QV1 Building, Level 12,

250 St Georges Terrace,

Perth WA 6000

Phone +61 8 9211 6670

## RESTRICTED SECURITIES

There are no securities subject to any voluntary escrow or any transfer restrictions.

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