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# **APPENDIX 4D**

#### Company details

Name of entity	IPD GROUP LIMITED
ACN	111 178 351
Current reporting period	Half year ended 31 December 2021
Previous corresponding reporting period	Half year ended 31 December 2020

Additional disclosure requirements and supporting information for the Appendix 4D are contained within IPD Group Limited's Half Year Financial Report for the half year ended 31 December 2021. This Appendix should be read in conjunction with the full report.

This announcement was approved by the Board of Directors for release on 28 February 2022.

#### Results for announcement to market

	Movement		Half year to 31 December 2021	Half year to 31 December 2020	
		%		\$million	\$million
Revenue from ordinary activities	up	53.9%	to	81.7	53.1
EBITDA before IPO costs <sup>1</sup>	up	55.2%	to	10.4	6.7
Depreciation and Amortisation				(1.8)	(2.0)
EBIT before IPO costs <sup>1</sup>	up	83.0%	to	8.6	4.7
Net interest costs				(0.2)	(0.3)
Profit before tax and IPO costs <sup>1</sup>	up	90.9%	to	8.4	4.4
Income Tax				(2.4)	(1.3)
NPAT from ordinary activities, before IPO costs net of tax <sup>1</sup>	up	93.5%	to	6.0	3.1
IPO costs net of tax				(1.2)	-
NPAT from ordinary activities after IPO costs attributable to owners of IPD Group Limited	up	54.8%	to	4.8	3.1
Earnings per share (cents per share) before IPO costs	up	70.6%	to	8.7	5.1
Earnings per share (cents per share) after IPO costs	up	35.3%	to	6.9	5.1

IPD Group Ltd recorded a statutory after-tax profit of \$4,759,000 during the half year to 31 December 2021 (31 December 2020: \$3,066,000).

There have been no dividends declared or paid subsequent to the half year ended 31 December 2021.

On 6 August 2021, the IPD Group paid the 2021 financial year end dividend of \$1,783,000 which was equivalent to 2.3 cents per share fully franked. On 3 December 2021, the Group paid a special pre-IPO dividend of \$7,526,000 equivalent to 11.4 cents per share fully franked. <sup>2</sup>

Further information on the 'Review of operations' is detailed in the Directors' report which is part of the Interim Report.

**Net Tangible Assets** 

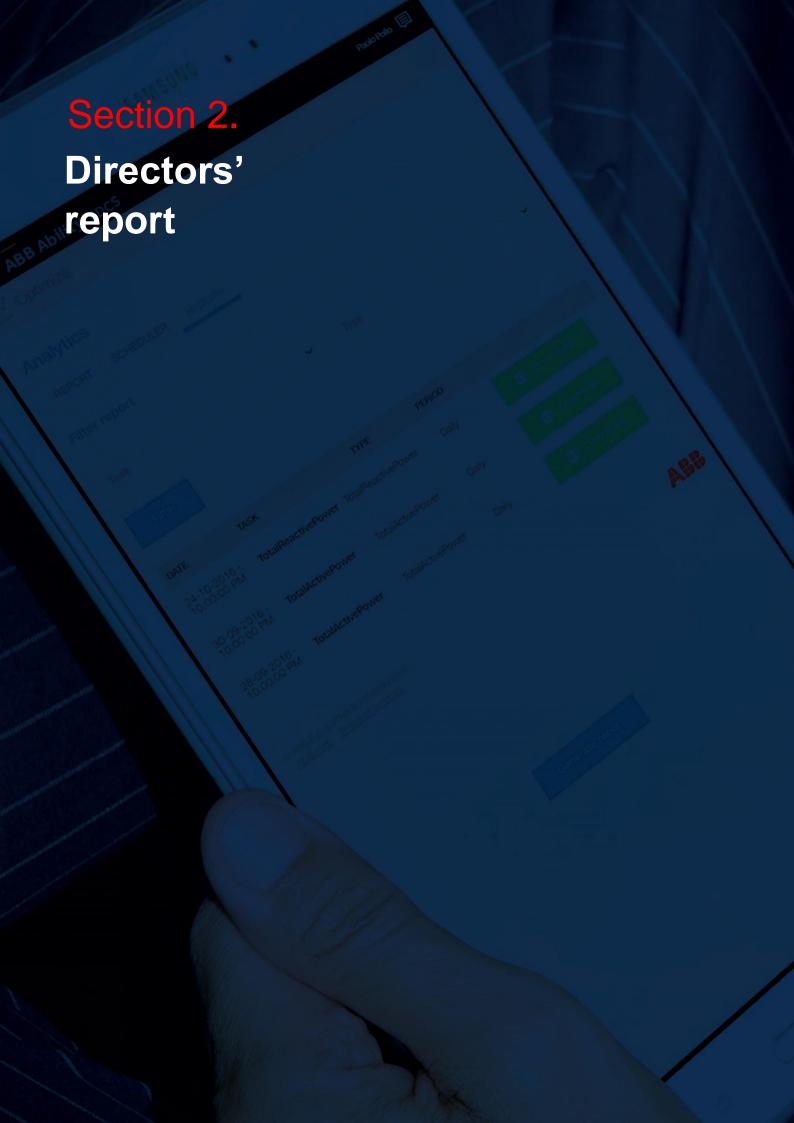
	31 December	31 December
	2021	2020
	\$	\$
Net tangible assets per share (cents per share)	51.1	45.8
Diluted net tangible assets per share (cents per share)	51.0	45.8

# Control gained over entities

During the half year ended 31 December 2021, IPD Group acquired 100% interest of High Technology Control Pty Ltd (HTC) and resulted in IPD Group Ltd obtaining control of High Technology Control Pty Ltd on 1 October 2021.

<sup>&</sup>lt;sup>1</sup> Profit before IPO costs is a non-IFRS measure reported to provide a greater understanding of business performance. EBITDA, EBIT and Profit before tax all before IPO costs have been arrived at by adding back IPO related costs totalling \$1,593,000. NPAT from ordinary activities, before IPO costs net of tax have been arrived at by adding back IPO related costs after tax totalling \$1,224,000.

<sup>&</sup>lt;sup>2</sup> The cents per share from the dividends paid during the half year ended 31 December 2021 have been recalculated to reflect the proportion of shares post share split.



# **DIRECTORS' REPORT**

The Directors present their report in compliance with the provisions of the Corporations Act 2001 on the consolidated entity (referred to hereafter as the "Group") consisting of IPD Group Ltd ("IPD Group" or the "Company") and the entities it controlled at the end of, or during, the half year ended 31 December 2021.

#### **DIRECTORS**

Directors of IPD Group Ltd during and since the end of financial half year unless otherwise stated below are:

David Rafter - Independent non-executive Chairman

Andrew Moffat - Independent non-executive Director

Michael Sainsbury - Executive Director

Mohamed Yoosuff - Executive Director

#### **COMPANY SECRETARY**

Mohamed Yoosuff (resigned 5 October 2021)

Alistair McKeough (appointed 5 October 2021)

#### **PRINCIPAL ACTIVITIES**

The Group is a national distributor and service provider to the Australian electrical market. The Group consists of two core divisions:

- the distribution of products for quality global electrical infrastructure brands such as ABB, Elsteel, Emerson & Red Lion; and
- the provision of services, including installation and commissioning, calibration and testing, maintenance and repairs and refurbishment

#### Products division:

The Group's core focus in the products division is the sale of electrical infrastructure products to customers including switchboard manufacturers, electrical wholesalers, electrical contractors, power utilities, OEMs and system integrators. Within the division there are five key categories of products:

- Power distribution;
- Industrial and motor control;
- · Automation and industrial communication;
- Power monitoring; and
- Other.

In addition to selling products, the Group provides a range of value-added services, including custom assembly, sourcing, engineering design, technical compliance, procurement, transport, storage, regulatory management, technical support, packaging, labelling, inventory management and delivery.

# Services division:

Within the Group's services division there are four categories of services:

- Installation and commissioning;
- Calibration and testing;
- Maintenance and repairs; and
- · Refurbishment and other.

# **REVIEW OF OPERATIONS**

Underlying NPAT bridge entries	Half year to 31 December 2021 \$'000	Half year to 31 December 2020 \$'000
NPAT Statutory	4,759	3,066
IPO listing costs	1,593	-
Less tax effect of IPO listing costs	(369)	-
NPAT from ordinary activities, before IPO costs net of tax	5,983	3,066

# **DIRECTORS' REPORT (CONT'D)**

## **REVIEW OF OPERATIONS (CONT'D)**

The IPD Group Limited Board of Directors are pleased to advise a record half-year performance for the six months ended 31 December 2021 (1H FY22), its inaugural result as a publicly listed company since its listing on 17 December 2021.

In the first half of FY22, sales revenue of \$81.7million was up 54% on the prior corresponding period, despite the effect of the lockdown in some states as well as global supply chain issues. This growth reflects the strength of the Group's operating model, successful integration of earnings accretive acquired companies and geographic and brand diversity. Along with operating costs being well managed, management responded well to the ever-changing conditions related to COVID-19 to deliver an EBIT before IPO costs margin of 10.5% (H1 FY21: 8.8%).

In the first half of FY22 the Group raised \$20m of growth capital through a successful listing on the ASX. As at 31 December 2021, the Group had \$19.8m of cash on its balance sheet.

The Group has no borrowings and is well capitalised to execute on its strategic priorities, listed in the IPD Group's November 2021 prospectus.

The Group has been well placed to capitalise on the expanded distribution agreement with ABB to take responsibility as a distributor for ABB's power distribution range up to and including 1000v, as well as ABB's AC range of electric vehicle chargers, which became effective 1st September 2021. The Group executed a successful transition of the additional products and customers from ABB and have already started receiving orders for the ABB range of electric vehicle chargers.

On 1st of October 2021, IPD Group Ltd acquired 100% interest of High Technology Control Pty Ltd (HTC) which specialises in the sale of motor control solutions for heating, ventilation, and air conditioning systems in commercial and industrial applications. This acquisition is expected to increase the Group's share of this market and reduce costs through economies of scale.

The Group has consistently traded positively through COVID-19 with minimal disruption to the Products Division. Careful measures have been put into place at all sites for the safety of all staff and full compliance with government requirements. In the first half of FY22 warehouse and manufacturing staff were allocated into split rotating shifts as an initiative to protect staff as well as the continuity of the business. Service Division revenue was initially disrupted by the government mandated COVID-19 lockdowns, however operations were not halted as the Group is considered an essential service provider. Projects that were initially delayed during the lockdowns have either been completed during the remaining months of 1H FY22 or remain forecasted to be completed during H2 FY22.

The consequences of the COVID-19 pandemic are continuing to be felt around the world, and its impact on the Group, if any, has been reflected in its published results to date. Whilst it would appear that control measures and related government policies have started to mitigate the risks caused by COVID-19, it is not possible at this time to state that the pandemic will not subsequently impact the Group's operations going forward. The Group now has experience in the swift implementation of business continuation processes should future lockdowns of the population occur, and these processes continue to evolve to minimise any operational disruption. Management continues to monitor the situation both locally and internationally.

#### SUBSEQUENT EVENTS

The impact of the Coronavirus (COVID-19) pandemic is ongoing and it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

Except for the above, no other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

#### **INDEMNIFICATION OF OFFICERS AND AUDITORS**

During the financial period, the Group paid a premium in respect of a contract insuring Directors of the Group, the Group secretary, and all executive officers of the Group and of any related body corporate against a liability incurred as such a director, secretary 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 Group has not otherwise, during or since the end of the financial period, 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.

## **AUDITOR'S INDEPENDENCE DECLARATION**

The auditor's independence declaration is included on page 9 of the half year financial report.

# **DIRECTORS' REPORT (CONT'D)**

# **ROUNDING OFF OF AMOUNTS**

The Company is a company of the kind referred to in the Class order 2016/191 - ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with that Class Order amounts in the Directors' report and the half year financial report are rounded off to the nearest thousand dollars, unless otherwise indicated.

This Directors' report is signed in accordance with a resolution of Directors made pursuant to s306 (3) (a) of the Corporations Act 2001.

On behalf of the Directors

David Rafter Director

Sydney, 28 February 2022

Michael Sainsbury

Director

Sydney, 28 February 2022





# **IPD Group Limited**

# Auditors Independence Declaration under Section 307C of the Corporations Act

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2021, there have been:

- a) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review, and
- b) no contraventions of any applicable code of professional conduct in relation to the review.

**PKF** 

**SCOTT TOBUTT PARTNER** 

28 FEBRUARY 2022 SYDNEY, NSW



# INDEPENDENT AUDITOR'S REVIEW REPORT

# TO THE MEMBERS OF IPD GROUP LIMITED

# Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of IPD Group Ltd (the consolidated entity), which comprises the condensed consolidated statement of financial position as at 31 December 2021, and the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the half-year ended on that date, a statement of accounting policies, other selected explanatory notes, and the directors' declaration.

## Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of IPD Group Limited is not in accordance with the Corporations Act 2001 including:

- giving a true and fair view of the consolidated entity's financial position as at 31 December 2021, and of its financial performance for the half-year ended on that date; and
- (b) complying with the Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

# Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. In accordance with the Corporations Act 2001, we have given the directors of the consolidated entity a written Auditor's Independence Declaration.

# Directors' Responsibility for the Half-Year Financial Report

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

PKF (NS) Audit & Assurance Limited Partnership ABN 91 850 861 839

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# Auditor's Responsibility for the Review of the Half-Year Financial Report

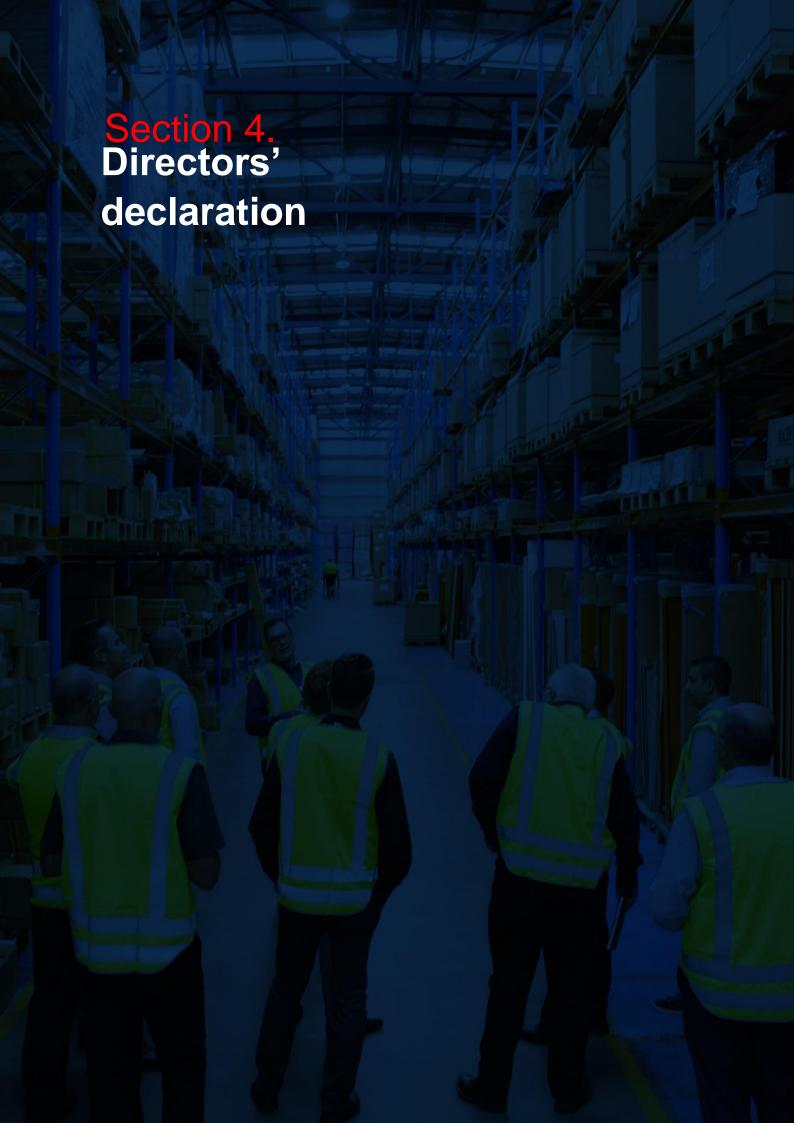
Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2021 and its performance for the half year ended on that date, and complying with Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of IPD Group Ltd, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

DKE

SCOTT TOBUTT PARTNER

28 FEBRUARY 2022 SYDNEY, NSW



# **DIRECTORS' DECLARATION**

# In the directors' opinion:

- a) the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- b) the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2021 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the Directors

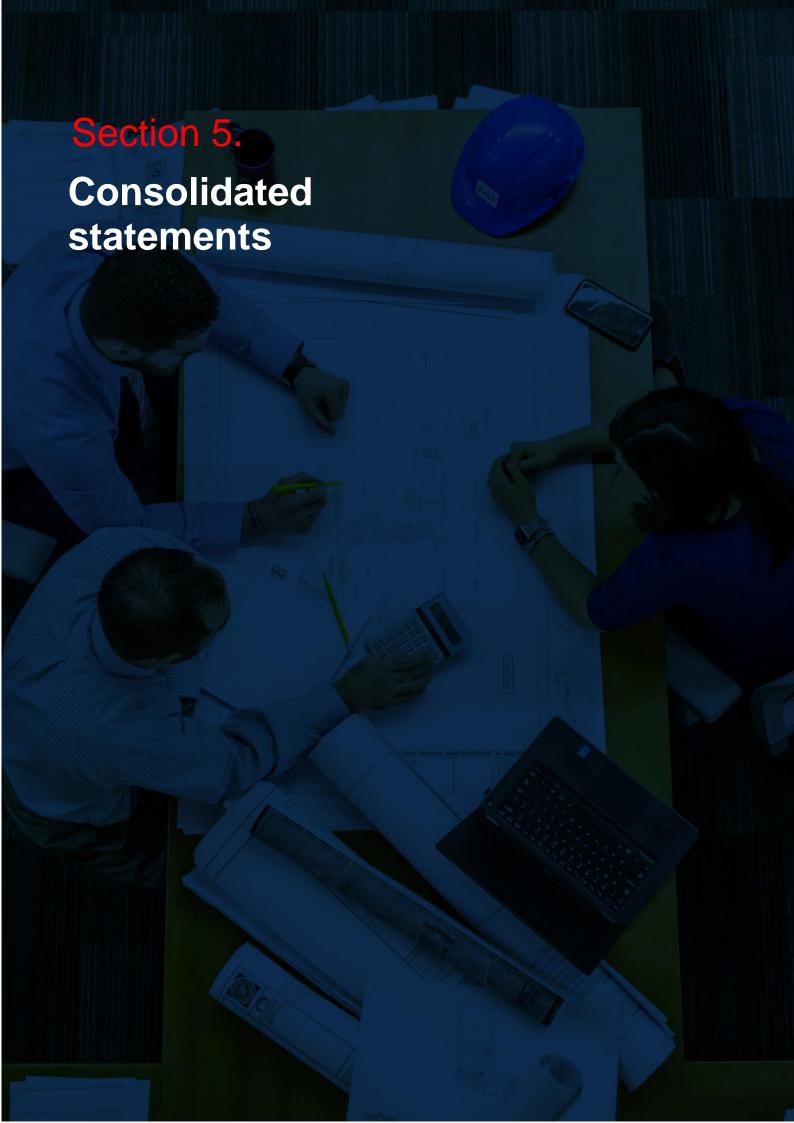
David Rafter Director

Sydney, 28 February 2022

Michael Sainsbury

Director

Sydney, 28 February 2022



# **CONSOLIDATED STATEMENT OF PROFIT OR LOSS**

for the half year ended 31 December 2021

	Note	Half year to 31 December 2021 \$'000	Half year to 31 December 2020 \$'000
Revenue from ordinary activities	4	81,743	53,119
Materials and consumables used		(50,413)	(32,075)
Other Income	4	484	74
Employee benefits expense		(16,075)	(10,856)
Freight and delivery expenses		(1,916)	(1,297)
Depreciation and amortisation expenses		(1,820)	(2,003)
Occupancy costs		(515)	(195)
Finance costs		(329)	(389)
Other expenses		(2,806)	(1,970)
IPO expense	6	(1,593)	-
Profit before income tax		6,760	4,408
Income tax expense		(2,001)	(1,342)
Profit after income tax expense for the period	7	4,759	3,066
Earnings per share			
Basic earnings per share (cents per share)	7	6.9	5.1
Diluted earnings per share (cents per share)	7	6.9	5.1

The consolidated statement of profit or loss should be read in conjunction with the Notes to the financial statements.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the half year ended 31 December 2021

	Note	Half year to 31 December 2021 \$'000	Half year to 31 December 2020 \$'000
Profit/(Loss) after income tax for the period	7	4,759	3,066
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		10	(6)
Other comprehensive income for the period, net of tax		45	-
Total comprehensive income for the period attributable to the owners of IPD Group Ltd		4,814	3,060

The consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the Notes to the financial statements.

# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION** for the half year ended 31 December 2021

	Note	31 December 2021	30 June 2021
		\$'000	\$'000
Current assets			
Cash and cash equivalents		19,786	12,592
Trade and other receivables		35,239	27,045
Inventories		31,289	23,207
Other assets		1,197	739
Total current assets		87,511	63,583
Non-current assets			
Right of use assets	9	12,468	13,191
Property, plant and equipment		2,949	2,669
Intangible assets	10&11	10,109	5,230
Deferred tax assets		3,033	1,867
Total non-current assets		28,559	22,957
Total assets		116,070	86,540
Current liabilities			
Trade and other payables		37,912	28,012
Current tax liabilities		1,997	984
Lease liability	9	2,439	2,489
Provisions		4,761	3,345
Total current liabilities		47,109	34,830
Non-current liabilities			
Lease liability	9	11,431	12,109
Provisions		369	409
Total non-current liabilities		11,800	12,518
Total liabilities		58,909	47,348
Net assets		57,161	39,192
Equity			
Issued capital	8	31,488	8,920
Reserves		(8)	86
Retained earnings		25,681	30,186
Total equity		57,161	39,192

The consolidated statement of financial position should be read in conjunction with the Notes to the financial statements.

# **CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

for the half year ended 31 December 2021

	Issued	Retained	Reserves	Total
	capital \$'000	Earnings \$'000	\$'000	\$'000
Balance at 30 June 2020	2,260	26,574	-	28,834
Profit for the period	-	3,066	-	3,066
Other comprehensive income for the period (net of tax)	-	-	(6)	(6)
Total comprehensive income	-	3,066	(6)	3,060
Dividends paid	-	(1,386)	-	(1,386)
Share issue	6,660	-	-	6,660
Balance at 31 December 2020	8,920	28,254	(6)	37,168
Balance at 30 June 2021	8,920	30,186	86	39,192
Profit for the period	-	4,759	-	4,759
Other comprehensive income for the period (net of tax)	-	45	10	55
Total comprehensive income	-	4,804	10	4,814
Dividends paid (note 5)	-	(9,309)	-	(9,309)
Share issue	22,568	-	(104)	22,464
Balance at 31 December 2021	31,488	25,681	(8)	57,161

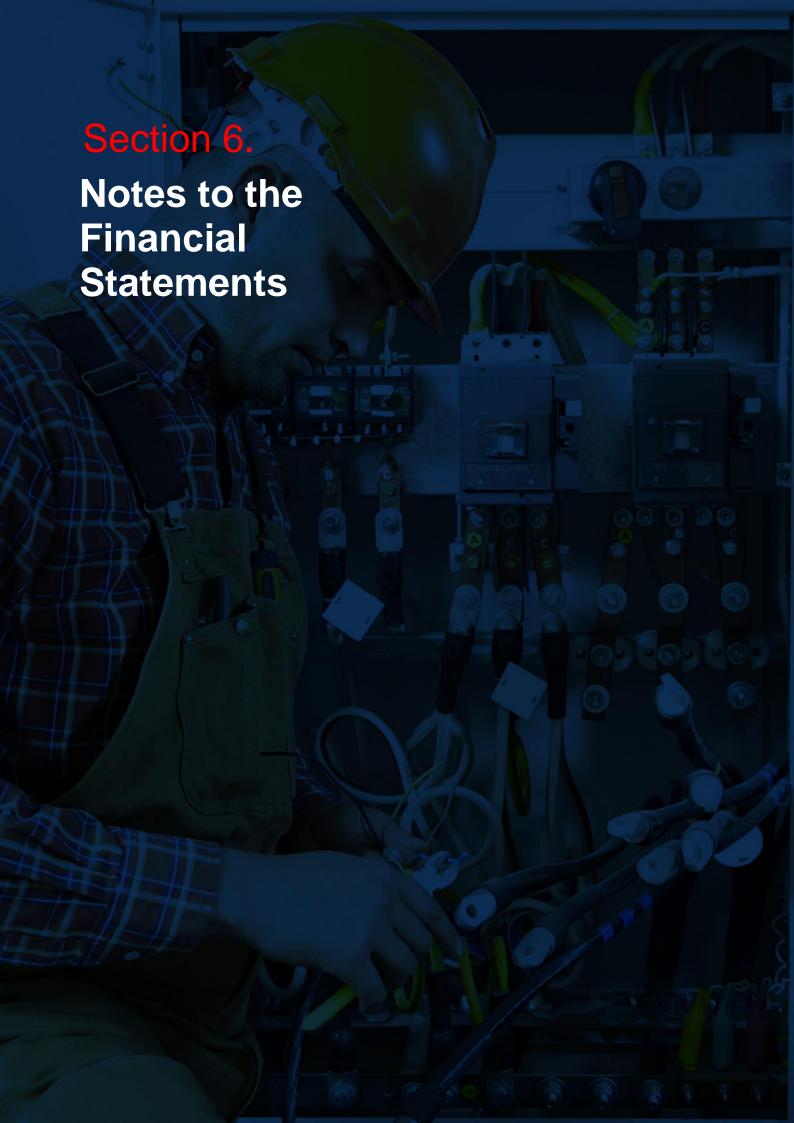
The consolidated statement of changes in equity should be read in conjunction with the Notes to the financial statements.

# **CONSOLIDATED STATEMENT OF CASH FLOWS**

for the half year ended 31 December 2021

	Note	Half year to 31 December 2021 \$'000	Half year to 31 December 2020 \$'000
Cash flows from operating activities			
Receipts from customers		83,789	59,743
Payments to suppliers and employees		(78,264)	(53,018)
Finance costs paid		(329)	(389)
Income taxes paid		(2,109)	(2,106)
Net cash generated by operating activities		3,087	4,230
Cash flows from investing activities			
Proceeds from sale of property, plant and equipment		20	-
Payment for property, plant and equipment		(913)	(242)
Acquisition of Subsidiary, net of cash acquired		(1,983)	(2,810)
Net cash used in investing activities		(2,876)	(3,052)
Cash flows from financing activities			
Payments for the principle portion of lease liabilities		(1,233)	(1,277)
Dividends paid		(9,309)	(1,386)
Issued Capital	8	20,000	-
IPO advisory costs		(2,475)	-
Net cash used in financing activities		6,983	(2,663)
Net increase/(decrease) in cash and cash equivalents		7,194	(1,485)
Cash and cash equivalents at the beginning of the financial period		12,592	11,663
Effects of exchange rate changes on cash			
Cash and cash equivalents at the end of the financial period		19,786	10,178

The consolidated statement of cash flows should be read in conjunction with the Notes to the financial statements.



# NOTES TO THE FINANCIAL STATEMENTS

#### 1. BASIS OF PREPARATION

#### General Information

These general-purpose financial statements for the interim half-year reporting period ended 31 December 2021 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general-purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2021 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### (a) Basis for consolidation

The consolidated financial statements include the financial position and performance of controlled entities from the date on which control is obtained until the date that control is lost.

Intragroup assets, liabilities, equity, income, expenses and cashflows relating to transactions between entities in the consolidated entity have been eliminated in full for the purpose of these financial statements.

Appropriate adjustments have been made to a controlled entity's financial position, performance and cash flows where the accounting policies used by that entity were different from those adopted by the consolidated entity. All controlled entities have a June financial year end.

#### Subsidiaries

Subsidiaries are all entities (including structured entities) over which the parent has control. Control is established when the parent is exposed to, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity.

# (b) Business combinations

Business combinations are accounted for by applying the acquisition method which requires an acquiring entity to be identified in all cases. The acquisition date under this method is the date that the acquiring entity obtains control over the acquired entity.

The fair value of identifiable assets and liabilities acquired are recognised in the consolidated financial statements at the acquisition date.

Goodwill or a gain on bargain purchase may arise on the acquisition date, this is calculated by comparing the consideration transferred and the amount of non-controlling interest in the acquiree with the fair value of the net identifiable assets acquired. Where consideration is greater than the net assets acquired, the excess is recorded as goodwill. Where the net assets acquired are greater than the consideration, the measurement basis of the net assets are reassessed and then a gain from bargain purchase recognised in profit or loss.

All acquisition-related costs are recognised as expenses in the periods in which the costs are incurred except for costs to issue debt or equity securities.

Any contingent consideration which forms part of the combination is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity then it is not remeasured and the settlement is accounted for within equity. Otherwise subsequent changes in the value of the contingent consideration liability are measured through profit or loss.

#### (c) Revenue and other income

#### Revenue from contracts with customers

The core principle of AASB 15 is that revenue is recognised on a basis that reflects the transfer of promised goods or services to customers at an amount that reflects the consideration the Group expects to receive in exchange for those goods or services. Revenue is recognised by applying a five-step model as follows:

- 1. Identify the contract with the customer
- 2. Identify the performance obligations
- 3. Determine the transaction price
- 4. Allocate the transaction price to the performance obligations
- 5. Recognise revenue as and when control of the performance obligations is transferred

Generally the timing of the payment for sale of goods and rendering of services corresponds closely to the timing of satisfaction of the performance obligations, however where there is a difference, it will result in the recognition of a receivable, contract asset or contract liability.

None of the revenue streams of the Group have any significant financing terms as there is less than 12 months between receipt of funds and satisfaction of performance obligations.

#### Specific revenue streams

The revenue recognition policies for the principal revenue streams of the Group are:

#### Sale of goods

Sale of industrial electrical products, including engineered solutions, direct to the "end user" customer and to the electrical wholesale markets. Revenue is recognised when our performance obligations have been satisfied, which is upon delivery of the goods.

#### Rendering of services

Rendering of services relates to the testing, calibration and repair of electrical testing and measurement equipment.

Revenue is recognised when the control of the promised goods and services is passed to the customer, typically upon performance or delivery of such goods and services. Accordingly, for the revenue streams described above, revenue is recognised at the point in time as the goods are delivered and services are performed.

Revenue is measured based on the consideration to which the company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties.

#### Other income

Other income is recognised on an accruals basis when the Group is entitled to it.

# (d) Income Tax

The tax expense recognised in the statement of profit or loss and other comprehensive income comprises current income tax expense plus deferred tax expense.

Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (loss) for the year and is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and laws that have been enacted or substantively enacted by the end of the reporting period. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred tax is provided on temporary differences which are determined by comparing the carrying amounts of tax bases of assets and liabilities to the carrying amounts in the consolidated financial statements.

Deferred tax is not provided for the following:

#### (d) Income Tax (cont'd)

- The initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).
- Taxable temporary differences arising on the initial recognition of goodwill.
- Temporary differences related to investment in subsidiaries, associates and jointly controlled entities to the extent
  that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will
  not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and losses can be utilised.

Current and deferred tax is recognised as income or an expense and included in profit or loss for the period except where the tax arises from a transaction which is recognised in other comprehensive income or equity, in which case the tax is recognised in other comprehensive income or equity respectively.

#### (e) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

#### (f) Goods and services tax (GST)

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payable are stated inclusive of GST.

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

# (g) Inventories

Inventories are measured at the lower of cost and net realisable value. Cost of inventory is determined using the weighted average costs basis and is net of any rebates and discounts received. Net realisable value is estimated using the most reliable evidence available at the reporting date and inventory is written down through an obsolescence provision if necessary.

# (h) 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.

# Land and buildings

Land and buildings are measured using the cost model.

## Plant and equipment

Plant and equipment are measured using the cost model.

# (h) Property, plant and equipment (cont'd)

## Depreciation

Property, plant and equipment, excluding freehold land, is depreciated on a straight-line basis over the assets useful life to the Group, commencing when the asset is ready for use.

Leased assets and leasehold improvements are amortised over the shorter of either the unexpired period of the lease or their estimated useful life.

The estimated useful lives used for each class of depreciable asset are shown below:

Fixed asset classUseful lifePlant and Equipment3 - 10 yearsFurniture, Fixtures and Fittings4 - 10 yearsMotor Vehicles4 - 5 yearsLeasehold improvementsOver the period of the lease

At the end of each annual reporting period, the depreciation method, useful life and residual value of each asset is reviewed. Any revisions are accounted for prospectively as a change in estimate.

#### (i) Financial instruments

Financial instruments are recognised initially on the date that the Group becomes party to the contractual provisions of the instrument.

On initial recognition, all financial instruments are measured at fair value plus transaction costs (except for instruments measured at fair value through profit or loss where transaction costs are expensed as incurred).

# Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

#### Classification

On initial recognition, the Group classifies its financial assets into the following categories, those measured at:

- amortised cost
- fair value through profit or loss FVTPL

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets.

#### Amortised cost

Assets measured at amortised cost are financial assets where:

- the business model is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows are solely payments of principal and interest
  on the principal amount outstanding.

The Group's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

Subsequent to initial recognition, these assets are carried at amortised cost using the effective interest rate method less provision for impairment.

Interest income, foreign exchange gains or losses and impairment are recognised in profit or loss. Gain or loss on derecognition is recognised in profit or loss.

#### (i) Financial Instruments (cont'd)

Fair value through other comprehensive income

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income as described above are measured at FVTPL.

Net gains or losses, including any interest or dividend income are recognised in profit or loss (refer to hedging accounting policy for derivatives designated as hedging instruments.)

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

The Group's financial assets measured at FVTPL comprise market to market instruments in the statement of financial position.

Impairment of financial assets

Impairment of financial assets is recognised on an expected credit loss (ECL) basis for the following assets:

financial assets measured at amortised cost

When determining whether the credit risk of a financial assets has increased significant since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment and including forward looking information.

The Group uses the presumption that an asset which is more than 30 days past due has seen a significant increase in credit risk.

The Group uses the presumption that a financial asset is in default when:

- the other party is unlikely to pay its credit obligations to the Group in full, without recourse to the Group to actions such as realising security (if any is held); or
- the financial assets is more than 90 days past due.

Credit losses are measured as the present value of the difference between the cash flows due to the Group in accordance with the contract and the cash flows expected to be received. This is applied using a probability weighted approach.

Trade receivables and contract assets

Impairment of trade receivables and contract assets have been determined using the simplified approach in AASB 9 which uses an estimation of lifetime expected credit losses. The Group has determined the probability of non-payment of the receivable and contract asset and multiplied this by the amount of the expected loss arising from default.

The amount of the impairment is recorded in a separate allowance account with the loss being recognised in finance expense. Once the receivable is determined to be uncollectable then the gross carrying amount is written off against the associated allowance.

Where the Group renegotiates the terms of trade receivables due from certain customers, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in profit or loss.

Other financial assets measured at amortised cost

Impairment of other financial assets measured at amortised cost are determined using the expected credit loss model in AASB 9. On initial recognition of the asset, an estimate of the expected credit losses for the next 12 months is recognised. Where the asset has experienced significant increase in credit risk then the lifetime losses are estimated and recognised.

#### (i) Financial Instruments (cont'd)

#### Financial liabilities

The Group measures all financial liabilities initially at fair value less transaction costs, subsequently financial liabilities are measured at amortised cost using the effective interest rate method.

The financial liabilities of the Group comprise trade payables, bank and other loans and lease liabilities.

#### (j) Impairment of non financial assets

At the end of each reporting period the Group determines whether there is an evidence of an impairment indicator for non-financial assets.

Where an indicator exists and regardless for goodwill, indefinite life intangible assets and intangible assets not yet available for use, the recoverable amount of the asset is estimated.

Where assets do not operate independently of other assets, the recoverable amount of the relevant cash-generating unit (CGU) is estimated.

The recoverable amount of an asset or CGU is the higher of the fair value less costs of disposal and the value in use. Value in use is the present value of the future cash flows expected to be derived from an asset or cash-generating unit.

Where the recoverable amount is less than the carrying amount, an impairment loss is recognised in profit or loss.

Reversal indicators are considered in subsequent periods for all assets which have suffered an impairment loss, except for goodwill.

## (k) Intangible assets

# Goodwill

Goodwill is carried at cost less accumulated impairment losses. Goodwill is calculated as the excess of the sum of:

- i) the consideration transferred;
- ii) any non-controlling interest; and
- iii) the acquisition date fair value of any previously held equity interest;

over the acquisition date fair value of net identifiable assets acquired in a business combination.

The value of goodwill recognised on acquisition of each subsidiary in which the Group holds less than a 100% interest will depend on the method adopted in measuring the aforementioned non-controlling interest. The Group can elect to measure the non-controlling interest in the acquiree either at fair value ('full goodwill method') or at the non-controlling interest's proportionate share of the subsidiary's identifiable net assets ('proportionate interest method'). The Group determines which method to adopt for each acquisition.

Under the 'full goodwill method', the fair values of the non-controlling interests are determined using valuation techniques which make the maximum use of market information where available.

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill on acquisition of associates is included in investments in associates.

Goodwill is not amortised but is tested for impairment annually and is allocated to the Group's cash generating units or groups of cash generating units, which represent the lowest level at which goodwill is monitored but where such level is not larger than an operating segment. Gains and losses on the disposal of an entity include the carrying amount of goodwill related to the entity sold.

Changes in the ownership interests in a subsidiary are accounted for as equity transactions and do not affect the carrying values of goodwill.

#### (I) Cash and cash equivalents

Cash and cash equivalents comprises cash on hand, demand deposits and short-term investments which are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

Bank overdrafts also form part of cash equivalents for the purpose of the statement of cash flows and are presented within current liabilities on the statement of financial position.

## (m) Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Group has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

# (n) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

#### (o) Leases

At inception of a contract, the Group assesses whether a lease exists - i.e. does the contract convey the right to control the use of an identified asset for a period of time in exchange for consideration.

This involves an assessment of whether:

- The contract involves the use of an identified asset this may be explicitly or implicitly identified within the
  agreement. If the supplier has a substantive substitution right then there is no identified asset.
- The Group has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use.
- The Group has the right to direct the use of the asset i.e. decision making rights in relation to changing how and for what purpose the asset is used.

## Lessee accounting

The non-lease components included in the lease agreement have been separated and are recognised as an expense as incurred.

At the lease commencement, the Group recognises a right-of-use asset and associated lease liability for the lease term. The lease term includes extension periods where the Group believes it is reasonably certain that the option will be exercised.

The right-of-use asset is measured using the cost model where cost on initial recognition comprises of the lease liability, initial direct costs, prepaid lease payments, estimated cost of removal and restoration less any lease incentives received.

The right-of-use asset is depreciated over the lease term on a straight line basis and assessed for impairment in accordance with the impairment of assets accounting policy.

The lease liability is initially measured at the present value of the remaining lease payments at the commencement of the lease. The discount rate is the rate implicit in the lease, however where this cannot be readily determined then the Group's incremental borrowing rate is used.

Subsequent to initial recognition, the lease liability is measured at amortised cost using the effective interest rate method. The lease liability is remeasured whether there is a lease modification, change in estimate of the lease term or index upon which the lease payments are based (e.g. CPI) or a change in the Group's assessment of lease term.

#### (o) Leases (cont'd)

Where the lease liability is remeasured, the right-of-use asset is adjusted to reflect the remeasurement or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Exceptions to lease accounting

The Group has elected to apply the exceptions to lease accounting for both short-term leases (i.e. leases with a term of less than or equal to 12 months) and leases of low-value assets. The Group recognises the payments associated with these leases as an expense on a straight-line basis over the lease term.

# (p) Employee benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to the end of the reporting period. Employee benefits that are expected to be wholly settled within one year have been measured at the amounts expected to be paid when the liability is settled.

Employee benefits expected to be settled more than one year after the end of the reporting period have been measured at the present value of the estimated future cash outflows to be made for those benefits. In determining the liability, consideration is given to employee wage increases and the probability that the employee may satisfy vesting requirements. Cashflows are discounted using market yields on high quality corporate bond rates incorporating bonds rated AAA or AA by credit agencies, with terms to maturity that match the expected timing of cashflows. Changes in the measurement of the liability are recognised in profit or loss.

#### (q) Warranty provisions

Warranty provisions are recognised when the Group 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.

Provisions are measured at the present value of management's best estimate of the outflow required to settle the obligation at the end of the reporting period. The discount rate used is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the unwinding of the discount is taken to finance costs in the statement of profit or loss and other comprehensive income.

## (r) Issued capital

Ordinary shares are classified as equity.

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

# (s) Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the Group.

#### (t) Foreign currency transactions and balances

#### Transaction and balances

Foreign currency transactions are recorded at the spot rate on the date of the transaction.

At the end of the reporting period:

- Foreign currency monetary items are translated using the closing rate;
- Non-monetary items that are measured at historical cost are translated using the exchange rate at the date of the transaction; and
- Non-monetary items that are measured at fair value are translated using the rate at the date when fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition or in prior reporting periods are recognised through profit or loss, except where they relate to an item of other comprehensive income or whether they are deferred in equity as qualifying hedges.

#### (u) Adoption of new and revised accounting standards

The Group has adopted all standards which became effective for the first time at 30 June 2021, the adoption of these standards has not caused any material adjustments to the reported financial position, performance or cash flow of the Group.

#### 3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The directors make estimates and judgements during the preparation of these financial statements regarding assumptions about current and future events affecting transactions and balances.

These estimates and judgements are based on the best information available at the time of preparing the financial statements, however as additional information is known then the actual results may differ from the estimates.

The significant estimates and judgements made have been described below.

# Key estimates - impairment of goodwill

In accordance with AASB 136 Impairment of Assets, the Group is required to estimate the recoverable amount of goodwill at each reporting period.

The group test annual, or more frequently if events or changes in circumstances indicate impairment, whether goodwill has suffered any impairment, in accordance with the accounting policy stated in note 2. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

#### Key estimates - share based payments

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using either the Binomial or Back-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

#### Key estimates - provisions

As described in the accounting policies, provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the reporting period. These estimates are made taking into account a range of possible outcomes and will vary as further information is obtained.

# Key estimates - inventory

Each item on inventory is reviewed on a semi-annual basis to determine whether it is being carried at higher than its net realisable value. During the year, management have written down inventory based on best estimate of the net realisable value, although until the time that inventory is sold this is an estimate.

#### Key estimates - warranty provision

The directors' estimate of the warranty provision is based on the expectation of potential product failure and future warranty claims. Any reassessment of expected future claims will impact the carrying amount of the provision and cost of goods sold.

## Key estimates - allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss for each group. These assumptions include recent sales experience, historical collection rates, the impact of the Coronavirus (COVID-19) pandemic, and forward-looking information that is available. The allowance for expected credit losses is calculated based on the information available at the time of preparation. The actual credit losses in future years may be higher or lower.

# Key estimates - business combinations

As discussed in note 2, business combinations are initially accounted for on a provisional basis. The fair value of assets acquired, liabilities and contingent liabilities assumed are initially estimated by the Group taking into consideration all available information at the reporting date. Fair value adjustments on the finalisation of the business combination accounting is retrospective, where applicable, to the period the combination occurred and may have an impact on the assets and liabilities, depreciation and amortisation reported.

## 4. SEGMENT INFORMATION

Operating segments are reported in a manner which is consistent with the internal reporting provided to the chief operating decision makers. The chief operating decision makers have been identified as the Board of Directors for the Group.

The internal reports reviewed by the Board, which are used to make strategic decisions, are separated into the Group's key market segments Products division and Services Division:

Secondary operating segments have been defined as:

- Products division core focus in the products division is the sale of electrical infrastructure products to customers
  including switchboard manufacturers, electrical wholesalers, electrical contractors, power utilities, OEMs and system
  integrators
- Services Division provision of services, including installation and commissioning, calibration and testing, maintenance and repairs and refurbishment

The accounting policies of the reportable secondary segments are the same as Group's accounting policies.

Half year ended 31 December 2021	Products division	Services division	Total \$'000
	\$'000	\$'000	Ψοσο
Revenue from external customers	72,771	8,972	81,743
Other revenue / income	15	469	484
Total revenue from ordinary activities	72,786	9,441	82,227
Earnings before Interest, Tax, Depreciation and Amortisation	8,085	742	8,827
Depreciation and amortisation expense			1,820
Interest expense			247
Profit before income tax			6,760
Income Tax			2,001
Net profit after income tax			4,759
Half-range and al 24 December 2000	Products	Services	Total
Half year ended 31 December 2020	division \$'000	division \$'000	\$'000
Revenue from external customers	45,925	7,194	53,119
Other revenue / income	52	23	75
Total revenue from ordinary activities	45,977	7,217	53,194
Earnings before Interest, Tax, Depreciation and Amortisation	6,221	481	6,702
Depreciation and amortisation expense			2,003
Interest expense			291
Profit before income tax			4,408
Income Tax			1,342
Net profit after income tax			3,066

The Group's assets were not split by reportable secondary operating segment as the chief operating decision makers do not utilise this information for the purposes of resource allocation and assessment of segment performance.

## 5. DIVIDENDS

There have been no dividends declared or paid subsequent to the half year ended 31 December 2021.

On 6 August 2021, the IPD Group paid the 2021 financial year end dividend of \$1,783,000 which was equivalent to 2.3 cents per share fully franked.

On 3 December 2021, IPD Group paid a special pre-IPO dividend of \$7,526,000 equivalent to 11.4 cents per share fully franked.

The cents per share from the dividends paid during the half year ended 31 December 2021 have been recalculated to reflect the proportion of shares post share split.

#### 6. IPO EXPENDITURE

IPO net costs of \$2,464,000 were incurred by the company for the successful listing on the Australian Securities Exchange. In accordance with AASB 132 the proportion of costs that are directly attributable to raising new share capital, amounting to \$871,000, have been capitalised against the newly raised equity, with the remaining balance of \$1,593,000 being taken up as an expense in the consolidated statement of profit or loss.

## 7. EARNINGS PER SHARE

	Half year to	Half year to
	31 December	31 December
	2021	2020
	Cents per share	Cents per share
Basic earnings per share	6.9	5.1
Diluted earnings per share	6.9	5.1
Reconciliation of earnings used in calculating earnings per share		
	Half year to	Half year to

	31 December	31 December
	2021	2020
	\$'000	\$'000
Net profit	4,759	3,066

# Reconciliation of shares used in calculating earnings per share

	Half year to	Half year to
	31 December	31 December
	2021	2020
	No.	No.
Opening and closing balance of shares for the period	65,785,816	55,179,810
Shares issued	20,499,946	10,606,006
Closing balance of shares for the period	86,285,762	65,785,816
Weighted average number of ordinary shares used in the calculation of	68,846,052	60,482,813
basic earnings per share		
Shares deemed to be issued for no consideration in respect of:		
Employee performance Rights	240,110	-
Closing number of shares deemed to be issued for the period	86,525,872	65,785,816
Weighted average number of ordinary shares used in the calculation of diluted earnings per share	68,915,214	60,482,813

The weighted average number of shares for the half year ended 31 December 2020 has been restated to reflect the proportion of shares post share split that were on hand during the prior financial period

# 8. ISSUED CAPITAL

		31 December	30 June
		2021	2021
		\$'000	\$'000
86,285,762 fully paid	ordinary shares (2021: 2,503,637)	31,488	8,920
Date	Details	\$'000	Number of Shares
1 July 2021	Opening balance	8,920	2,503,637
	Movement:		
9 September 2021	FY21 Performance Rights – Shares Issued	76	5,000
1 October 2021	Shares issued as consideration for HTC acquisition	2,865	119,375
9 November 2021	Share Split prior to IPO	-	66,425,893
13 December 2021	FY21 Performance Rights advanced vesting – Shares Issued	135	262,761
17 December 2021	New Capital raised on market	20,000	16,666,667
17 December 2021	Employee gift offer Shares Issued	213	177,429
17 December 2021	Non-Exec Director Shares Issued	150	125,000
17 December 2021	Share issue costs (net of tax)	(871)	-
31 December 2021	Closing Balance	31,488	86,285,762

# 9. LEASES

# Right-of-use assets

	Buildings \$'000	Motor Vehicles \$'000	Total \$'000
Year ended 31 December 2021	<del> </del>	<del>, , , , , , , , , , , , , , , , , , , </del>	7 000
Balance at beginning of year	13,027	164	13,191
Additions to right-of-use assets	958		958
Reductions in right-of-use assets due to changes in lease			
liability	(453)		(453)
Depreciation charge	(1,149)	(79)	(1,228)
Balance at end of year	12,383	85	12,468
Year ended 31 December 2020			
Balance at beginning of year	13,570	344	13,914
Additions to right-of-use assets	2,581	23	2,604
Reductions in right-of-use assets due to changes in lease			
liability	-	-	-
Depreciation charge	(1,264)	(95)	(1,359)
Balance at end of year	14,886	272	15,158

# Lease liabilities

	< 1 year \$'000	1 - 5 years \$'000	> 5 years \$'000	Total undiscounted lease liabilities \$'000	Lease liabilities included in this Statement of Financial Position \$'000
December 2021					
Lease liabilities	2,439	8,065	3,366	15,407	13,870
December 2020					
Lease liabilities	2,741	8,796	4,949	18,577	16,486

## 10. BUSINESS COMBINATION

On 01 October 2021, IPD Group acquired 100% interest of High Technology Control Pty Ltd (HTC) and resulted in IPD Group Ltd obtaining control of High Technology Control Pty Ltd. This acquisition is expected to increase the Group's share of this market and reduce costs through economies of scale.

The following table shows the assets acquired, liabilities assumed and the purchase consideration at the acquisition date.

	Acquiree's carrying amount \$'000	Fair Value \$'000
Purchase Consideration		
Cash		2,625
Shares issues		2,865
Total purchase consideration		5,490
Assets or liabilities acquired		
Cash	641	641
Trade receivables	2,066	2,066
Inventories	1,021	1,021
Plant and equipment	7	7
Other assets	2	2
Trade payables	(2,732)	(2,732)
Provisions	(394)	(394)
Total net identifiable assets	611	611
Identifiable assets acquired and liabilities assumed	611	611
Consideration		5,490
Less: Identifiable assets acquired		(611)
Goodwill		4,879
11. INTANGIBLE ASSETS		
	31 December 2021 \$'000	30 June 2021 \$'000
Goodwill at cost	10,109	5,230
Date		\$'000
Opening balance		5,230
Goodwill on acquisition of HTC		4,879
Closing Balance		10,109

#### 12. EVENTS AFTER THE REPORTING DATE

The impact of the Coronavirus (COVID-19) pandemic is ongoing and it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

Except for the above, no other matters or circumstances have arisen since the end of the financial year which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

