Superloop Limited ABN 96 169 263 094 Appendix 4D Half Year Financial Report

Results for announcement to the market

For the half-year ended 31 December 2016 (Previous corresponding period to 31 December 2015)

SUMMARY OF FINANCIAL INFORMATION

	31 Dec 2016 \$	31 Dec 2015 \$	Change \$	Change %
Revenue from ordinary activities	8,765,003	1,943,534	6,821,469	350.98%
Loss from ordinary activities after income tax for the period attributable to members	(1,977,873)	(3,988,645)	2,010,772	(50.41%)
Loss after income tax attributable to members	(1,977,873)	(3,988,645)	2,010,772	(50.41%)

Dividends

No dividend has been proposed or declared in respect of the period ended 31 December 2016.

Explanation of revenue

Superloop's revenue from ordinary activities for the period ended 31 December 2016 was \$8.8 million, up \$6.8 million from the previous corresponding period. Revenue from customers grew \$6.3 million from the previous corresponding period and included \$2.2 million from BigAir Group Limited which was acquired on 21 December 2016. The Group's Australian businesses, which includes BigAir Group, CINENET Systems and APEXNetworks, contributed revenue of \$7.0 million, an increase of \$5.3 million over the previous corresponding period. Singapore contributed revenue of \$1.1 million, an increase of \$0.9 million over the previous corresponding period and Hong Kong commissioned its first service during the period to contribute \$28k in revenue.

Explanation of profit/(loss) from ordinary activities after tax

The Group incurred a loss before tax of \$8.2 million for the period, which included one-off costs of \$4.3 million associated with the acquisition of the BigAir Group. Net loss after tax for the period was \$2.0 million and reflects the benefit of recognising tax credits for temporary timing differences and tax losses previously not recognised.

Profit after direct costs for the period was \$3.1 million, up from \$0.4 million for the previous corresponding period, with revenue of \$8.2 million offset by direct costs of \$5.1 million. Profit after direct costs for the period also includes \$0.3 million of network costs in Hong Kong as the Group continues to develop its initial network which was launched in December 2016.

Operating expenses for the period were \$10.2 million including \$4.3 million in one-off costs associated with the acquisition of BigAir Group. Employee costs grew \$1.7 million compared to the previous corresponding period as the Group continues to invest in its workforce including sales and business development resources to leverage the Group's investment in its products and networks.

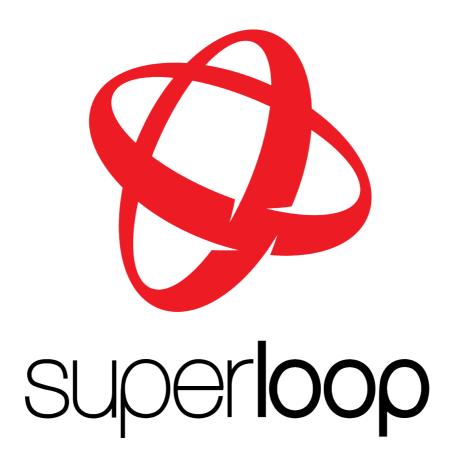
NTA Backing

	31 Dec 2016	31 Dec 2015
Net tangible asset backing per ordinary share	\$0.66	\$0.75

The number of Superloop shares on issue at 31 December 2016 was 208,490,207.

Additional Information

Additional Appendix 4D Disclosures can be found in the attached audited Financial Report.



SUPERLOOP LIMITED

ABN 96 169 263 094

CONDENSED CONSOLIDATED HALF YEAR FINANCIAL REPORT

For the period ended 31 December 2016

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Directors' Report

The Directors present their report on the consolidated entity (referred to hereafter as 'Superloop' or 'the Group') consisting of Superloop Limited and the entities it controlled at the end of, or during, the half year ended 31 December 2016.

DIRECTORS

The following persons were directors of the Group during the period or since the end of the period:

- Bevan Slattery
- Greg Baynton
- Louise Bolger
- Michael Malone
- Richard Clark
- > Jason Ashton (appointed 21 December 2016)
- Vivian Stewart (appointed 21 December 2016)
- Daniel Abrahams (resigned 18 November 2016)

PRINCIPAL ACTIVITIES

Superloop is a leading independent provider of digital services in the Asia Pacific region. During the period, the principal activities of the Group consisted of the development and operation of independent telecommunications infrastructure throughout the Asia Pacific region, and the provision of complete high-performance network solutions. Following the Group's acquisition of BigAir Group Limited (BigAir), the Group's principal activities now extend to the provision of connectivity and digital services through fixed wireless broadband networks, community broadband and cloud and managed services.

FINANCIAL AND OPERATING REVIEW

During the period, the Group continued to invest in the expansion of its Singapore network and the development of its Hong Kong network.

Reflecting the relatively short timeframe its networks have been operational, the Group made an operating loss before tax of \$8.2 million and earnings before interest-paid, tax, depreciation and amortisation (EBITDA) loss of \$6.5 million. Both results have been impacted by large one-off costs associated with the acquisition of BigAir.

Profit after direct costs for the period was \$3.1 million, up from \$0.4 million for the previous corresponding period, with revenue of \$8.2 million offset by direct costs of \$5.1 million.

Revenue from customers grew \$6.3 million compared to the previous corresponding, including \$2.2 million from BigAir. Profit after direct costs for the period also includes \$0.3 million of network costs in Hong Kong as the Group continues to develop its network which was launched in December 2016.

Operating expenses for the period were \$10.2 million and include \$4.3 million of one-off costs associated with the acquisition of BigAir. Employee costs grew \$1.7 million compared to the previous corresponding period as the Group continues to invest into its workforce including sales and business development resources to leverage the Group's investment in its products and networks.

As at 31 December 2016, the Group held \$14.7 million in cash and cash equivalents. During the period, the Group entered into a three year revolving debt facility of \$80.0 million, with \$15.0 million of the facility utilised at balance date. The Group has sufficient funding flexibility for its upcoming planned projects.

The Group continued to invest into its network assets with Property, Plant and Equipment increasing by \$25.0 million (excluding acquisitions) in the period.

As at 31 December 2016, the Group held intangible assets of \$199 million including the Group's right to access (via an Indefeasible Rights to Use (IRU)) its Australian networks as well as intangible assets arising from the acquisitions of APEXN Pty Ltd, CINENET Systems Pty Ltd and BigAir Group Limited.

During the period, Superloop:

- Completed retail component of entitlement offer raising \$12.8 million,
- Completed the acquisition of the BigAir Group Limited via a scheme of arrangement,
- Raised \$65.0 million by way of institutional placement to partly fund the acquisition of BigAir,
- > Entered into a 3 year \$80.0 million revolving debt facility,
- Continued to develop Superloop 360 customer provisioning and network management portal,
- Completed the expansion of the Singapore network to strategic locations including the IO, NTT and Singapore Exchange data centres,
- Continued the rollout of Project Red Lion in Singapore, with 30 commercial buildings connected to the network,
- Completed installation and testing of the first 110km backbone fibre cable network (1,000 cores) for launch of the initial Hong Kong network,
- Progressed the TKO Express project in Hong Kong for the construction of a domestic submarine cable to connect Chai Wan to Tseung Kwan O Industrial Estate. Construction of the cable is now complete and is expected to be available for customer access during March 2017, and
- Entered into an agreement for access to certain network infrastructure assets via a 15 year Indefeasible Right of Use agreement.

BUSINESS STRATEGIES AND PROSPECTS FOR FUTURE FINANCIAL YEARS

Superloop's networks are strategically positioned to capitalise on market dynamics, driven by strong data growth, growth in data centre demand and the need for interconnectivity services with a focus on the Asia Pacific region.

The Group's entry into the Hong Kong market, when combined with its operating networks in Australia and Singapore, uniquely positions the Group as a true Pan Asian fibre network owner and operator.

This increase in network coverage across the Asia Pacific region, combined with the recent acquisition of BigAir enables existing and new customers access to a greater range of products and services.

Superloop intends to continue to invest in metropolitan fibre optic networks and digital products and services in markets where the Board and management believe the demand for services will deliver an attractive return for Shareholders.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no other significant changes in the state of affairs of Superloop other than those listed in the Operating and Financial review.

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL PERIOD

On 30 December 2016, the Company made a conditional part payment to enter into an agreement for access to certain network infrastructure assets, recognised as an other current asset. On 21 February 2017, final agreement was reached for a 15 year Indefeasible Right of Use of national and international network infrastructure. The asset will be recognised as an identifiable intangible asset and amortised over its life.

DIVIDENDS

Dividends were neither paid nor declared during the period.

ROUNDING OF AMOUNTS

The Group is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the financial report. Amounts in the half year financial report have been rounded off in accordance with that Class Order to the nearest whole dollars.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 5.

The report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors

Bevan Slattery Executive Chairman

Brisbane 27 February 2017

Deloitte.

Deloitte Touche Tohmatsu ABN 74 490 121 060 Level 25 and 26, Riverside Centre 123 Eagle Street Brisbane, QLD, 4000 Australia

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The Board of Directors Superloop Limited 7/333 Ann Street Brisbane QLD 4006

27 February 2017

Dear Board Members

Superloop Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Superloop Limited.

As lead audit partner for the review of the financial statements of Superloop Limited for the half-year ended 31 December 2016, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely

DELOITTE TOUCHE TOHMATSU

Debitte larde Tolmater

R G Saayman Partner

Chartered Accountants

Condensed Interim Financial Report

31 December 2016

These financial statements are the condensed consolidated financial statements of the consolidated entity consisting of Superloop Limited (ABN 96 169 263 094) and its subsidiaries.

Superloop Limited is a company limited by shares, incorporated and domiciled in Australia. These financial statements are presented in Australian dollars.

Superloop's registered office is Level 17, 333 Ann Street, Brisbane, QLD, 4000.

A description of the nature of the consolidated entity's operations and its principal activities is included in the Directors' Report on page 3, which is not part of these financial statements.

The financial statements were authorised for issue by the Directors on 27 February 2017. The Directors have the power to amend and reissue the financial statements

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Condensed Consolidated Statement of Comprehensive Income

For the half-year ended 31 December 2016

	Note	31 Dec 2016	31 Dec 2015
		\$	\$
REVENUE FROM CONTINUING OPERATIONS			
Revenue		8,197,217	1,876,015
Direct costs		(5,118,303)	(1,467,336)
Profit after direct costs		3,078,914	408,679
OTHER REVENUE			
Interest income		503,900	22,844
Other income		63,886	44,675
Total other revenue		567,786	67,519
OPERATING EXPENSES			
Employee benefits expense		(3,784,815)	(2,038,550)
Professional fees		(4,509,836)	(1,065,468)
Marketing costs		(422,959)	(171,592)
Office and administrative expenses		(1,442,962)	(709,951)
Total operating expenses		(10,160,572)	(3,985,561)
Earnings before interest-paid, tax, depreciation, amortisation and foreign exchange gains/losses (EBITDA)		(6,513,872)	(3,509,363)
Depreciation and amortisation expense		(1,716,058)	(648,506)
Finance costs		(76,808)	(18,200)
Foreign exchange gains / (losses)		153,291	187,424
Loss before income tax		(8,153,447)	(3,988,645)
Income tax benefit / (expense)	4	6,175,574	-
Loss for the period after tax		(1,977,873)	(3,988,645)
Other Comprehensive Income, net of income tax			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operations		(889,235)	(364,345)
Fair value gain (loss) on hedging transactions entered into the cash flow hedge reserve		455,356	-
Total Other Comprehensive Income, net of income tax		(433,879)	(364,345)
Total Comprehensive Loss for the period		(2,411,752)	(4,352,990)
Loss for the year attributable to:			
> Owners of Superloop Limited		(1,977,873)	(3,988,645)
5 Whors or outportoop Elittica		(1,977,873)	(3,988,645)
Total comprehensive loss for the period:		(1,011,010)	(0,000,040)
Attributable to:			
> Owners of Superloop Limited		(2,411,752)	(4,352,990)
5oro or ouponoop Emilion		(2,411,752)	(4,352,990)
		(4,711,134)	(7,552,550)

	Note	Cents	Cents
Loss per share attributable to the ordinary equity holders of the Group:			
Basic losses per share	12	(1.33)	(4.29)
Diluted losses per share	12	(1.33)	(4.29)

Condensed Consolidated Statement of Financial Position

As at 31 December 2016

	Note	31 Dec 2016 \$	30 Jun 2016 \$
ASSETS			Ψ
CURRENT ASSETS			
Cash and cash equivalents		14,719,109	45,854,135
Trade and other receivables		9,962,812	1,397,290
Current tax assets		2,210,795	-
Other current assets		14,956,794	471,550
Total Current Assets		41,849,510	47,722,975
NON-CURRENT ASSETS			
Property, plant and equipment	5	127,060,065	66,850,737
Other non-current assets		309,552	17,180
Intangible assets	6	199,196,820	12,542,355
Deferred tax assets	7	5,278,799	-
Total Non-Current Assets		331,845,236	79,410,272
TOTAL ASSETS		373,694,746	127,133,247
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables		18,370,242	6,579,093
Provisions		1,991,141	342,124
Deferred revenue		156,301	204,314
Interest-bearing borrowings	8	104,489	
Total Current Liabilities		20,622,173	7,125,531
NON-CURRENT LIABILITIES			
Provisions		1,189,389	69,303
Deferred revenue	_	3,009,937	22,458
Interest-bearing borrowings	8	11,595,778	-
Deferred tax liabilities	9	-	236,700
Total Non-Current Liabilities		15,795,104	328,461
TOTAL LIABILITIES		36,417,277	7,453,992
NET ASSETS		337,277,469	119,679,255
EQUITY			
Contributed equity	10	350,631,405	131,186,364
Reserves		366,077	235,031
Other equity		(3,327,034)	(3,327,034)
Accumulated losses		(10,392,979)	(8,415,106)
TOTAL EQUITY		337,277,469	119,679,255

Condensed Consolidated Statement of Changes in Equity

For the half-year ended 31 December 2016

	Note	Contributed equity	Reserves	Other equity	Accumulated losses	Total equity
		\$	\$	\$	\$	\$
Balance at 30 June 2016		131,186,364	235,031	(3,327,034)	(8,415,106)	119,679,255
Loss for the period		-	-	-	(1,977,873)	(1,977,873)
Other comprehensive income for the period		-	(433,879)	-	-	(433,879)
Total comprehensive income for the period		-	(433,879)	-	(1,977,873)	(2,411,752)
Share based payments		-	564,925	-	-	564,925
Issue of ordinary share capital	10	221,599,688	-	-	-	221,599,688
Share issue costs	10	(2,154,647)	-	-	-	(2,154,647)
Balance at 31 December 2016		350,631,405	366,077	(3,327,034)	(10,392,979)	337,277,469

	Note	Contributed equity	Reserves	Other equity	Accumulated losses	Total equity
	Note	\$	\$	\$	\$	\$
Balance at 30 June 2015		58,144,794	145,592	(3,327,034)	(1,193,442)	53,769,910
Loss for the period		-	-	-	(3,988,645)	(3,988,645)
Other comprehensive income for the period		-	(364,345)	-		(364,345)
Total comprehensive income for the period		-	(364,345)	-	(3,988,645)	(4,352,990)
Issue of ordinary share capital		52,866,024	-	-	-	52,866,024
Share issue costs		(1,382,679)	-	-	-	(1,382,679)
Balance at 31 December 2015		109,628,139	(218,753)	(3,327,034)	(5,182,087)	100,900,265

Condensed Consolidated Statement of Cash Flows

For the half-year ended 31 December 2016

	N-4	31 Dec 2016	31 Dec 2015
	Note	\$	\$
OPERATING ACTIVITIES			<u> </u>
Receipts from customers (inclusive of GST)		8,948,772	1,535,472
Payments to suppliers and employees (inclusive of GST)		(13,636,339)	(6,036,763)
Interest paid		(1,477)	(18,200)
Net cash outflow from operating activities		(4,689,044)	(4,519,491)
INVESTING ACTIVITIES			
Interest received		503,900	22,844
Payments for property, plant and equipment		(26,044,428)	(21,277,035)
Payments for intangible assets		(461,830)	-
Conditional part payment for intangible assets	14	(13,000,000)	-
Net cash outflow on acquisition of subsidiaries	13	(43,669,912)	(4,648,685)
Transaction costs associated with acquisitions		(524,441)	-
Net cash inflow / (outflow) from investing activities		(83,196,711)	(25,902,876)
FINANCING ACTIVITIES			
Proceeds from issues of shares	10	77,830,239	49,366,024
Transaction costs paid in relation to issue of shares	10	(2,154,647)	(1,382,679)
Payment of pre-acquisition financing		-	(518,134)
Proceeds from borrowings (net of fees)		11,595,778	-
Repayment of borrowings		(29,950,530)	-
Net cash inflow from financing activities		57,320,840	47,465,211
Net increase / (decrease) in cash and cash equivalents		(30,564,915)	17,042,844
Cash and cash equivalents at the beginning of the period		45,854,135	18,011,900
Foreign exchange movement in cash		(570,111)	-
Cash and cash equivalents at the end of the period		14,719,109	35,054,744

Notes to the Condensed Interim Consolidated Financial Report

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1 Significant accounting policies

These general purpose financial statements for the half-year reporting period ended 31 December 2016 have been prepared in accordance with Australian Accounting Standard AASB134 'Interim Financial Reporting' and the Corporations Act 2001. The financial statements are for the consolidated entity consisting of Superloop Limited and its subsidiaries (together referred to as 'Superloop'). Superloop is a public company limited by shares, incorporated and domiciled in Australia.

These condensed financial statements do not include all the notes normally included in the annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2016 and any public announcements made by Superloop 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 ended 30 June 2016, except for the following additions:

INTANGIBLE ASSETS

Spectrum licences

Spectrum licence assets acquired as part of a business combination are measured at their fair value at the date of acquisition less accumulated amortisation and impairment charges. The amortisation of spectrum licence assets is calculated on a straight-line basis over the expected useful life of the asset based on the current renewal dates of each licence.

Customer acquisition costs

Direct customer acquisition costs in relation to customer contracts are recognised as an asset where it is probable that the future economic benefits arising as a result of the costs incurred will flow to the Group. Customer acquisition costs recognised as an asset are amortised from the inception of the contract over the lesser of the period of the contract and the period during which the future economic benefits are expected to be obtained, and reviewed for impairment at the end of the financial year. Customer acquisition costs not recognised as an asset are expensed as incurred.

RESEARCH AND DEVELOPMENT TAX OFFSET

The Group applies AASB 120 Accounting for Government Grants and Disclosure of Government Assistance in accounting for the Research & Development (R&D) Tax Offset, whereby a credit is recognised in profit before tax over the periods necessary to match the benefit of the credit with the costs for which it is intended to compensate. Such periods will depend on whether the R&D costs are capitalised or expensed as incurred. Where R&D costs are capitalised, the government grant income is deferred and recognised over the same period that such costs are amortised.

Superloop has not elected to early adopt any new Accounting Standards or Interpretations that have been announced but are not yet effective.

2 Critical accounting estimates and judgement

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong.

In preparation of the interim financial report, the significant judgements made by management in applying Superloop's accounting policies and key sources of estimation uncertainty were the same as that applied to the financial report as at the year ended 30 June 2016, except for the following:

DEFERRED TAXATION

Deferred tax assets are recognised where it is considered probable that they will be recovered in the future, and, as such, are subjective. Due to the early nature of Superloop's business operations in each of the key markets and tax jurisdictions of Australia, Singapore and Hong Kong, Superloop has previously not recognised any deferred tax assets in the statement of financial position, as a significant portion of the deferred tax assets relate to tax credits for tax losses. Following the acquisition of BigAir, combined with the development progress in the Singapore and Hong Kong markets, Superloop has elected to recognise the value of deferred tax assets at 31 December 2016, including tax credits for prior period tax losses (refer to note 7).

3 Segment information

(A) DESCRIPTION OF SEGMENTS

Superloop is a leading independent provider of connectivity services in the Asia Pacific region. During the period, the principal activities of the Group consisted of the development and operation of independent connectivity infrastructure and services throughout the Asia Pacific region. Superloop currently operates in three strategic markets of Australia, Singapore and Hong Kong and the operations of the Group are reported in these segments to Superloop's executive management team (chief operating decision maker).

On 21 December 2016, Superloop completed the acquisition of the BigAir Group. At balance date, the Board and Senior Executive are working through integration planning, including the structuring of the business unit segments for the combined Group. As a result at 31 December 2016, BigAir's results for the period from the date of acquisition have been shown as a separate operating segment. The BigAir Group contributed revenue of \$2.2 million and EBITDA of \$0.3 million for this period, which has been impacted by seasonality. If BigAir had been acquired at the start of the financial period, it would have contributed revenue of \$39.6 million and underlying EBITDA of \$9.7 million after adjusting for transaction costs for the six months ended 31 December 2016.

(B) SEGMENT INFORMATION PROVIDED TO MANAGEMENT

The segment information provided to management for the reportable segments is as follows:

	Australia	Singapore	Hong Kong	BigAir Group	Total Segments
	\$	\$	\$	\$	\$
31-Dec-16					
Revenue - customers	4,817,117	1,133,831	28,331	2,217,938	8,197,217
Direct costs	(3,134,949)	(537,660)	(340,891)	(1,104,803)	(5,118,303)
Profit after direct costs	1,682,168	596,171	(312,560)	1,113,135	3,078,914
Other revenue	17,629	-	-	328	17,957
Employee benefits expense	(1,396,090)	(403,553)	(257,037)	(590,232)	(2,646,912)
Other expenses	(637,591)	(191,715)	(149,482)	(194,792)	(1,173,580)
EBITDA	(333,884)	903	(719,079)	328,439	(723,621)
Depreciation and amortisation	(439,770)	(748,120)	(427)	(263,807)	(1,452,124)
Foreign exchange gains / (losses)	(5,253)	(19,191)	(216,299)	2	(240,741)
Profit / (loss) before income tax	(778,907)	(766,408)	(935,805)	64,634	(2,416,486)
Corporate revenue					549,829
Operating expenses					(6,340,080)
Depreciation and amortisation					(263,934)
Finance charges					(76,808)
Foreign exchange gains					394,032
Loss before income tax					(8,153,447)

	Australia	Singapore	Hong Kong	BigAir Group	Total Segments
	\$	\$	\$	\$	\$
31-Dec-16					
Segment assets					
Cash at bank	915,455	406,522	7,013,010	1,620,540	9,955,527
Current assets	14,110,450	1,125,359	174,384	10,207,523	25,617,716
Property, plant & equipment	4,114,345	41,455,681	44,067,899	37,422,140	127,060,065
Intangible assets	4,000,790	207,019	19,917	5,982,072	10,209,798
Non-current assets	7,180	1,142,591	287,189	1,003,603	2,462,706
Total segment assets	23,148,220	44,337,172	51,562,399	56,235,878	175,283,669
Unallocated assets					198,411,077
Total assets					373,694,746

3 Segment information (cont)

	Australia	Singapore	Hong Kong	BigAir Group	Total Segments
	\$	\$	\$	\$	\$
31-Dec-15					
Revenue - customers	1,709,087	166,928	-	-	1,876,015
Direct costs	(1,079,772)	(387,564)	-	-	(1,467,336)
Profit after direct costs	629,315	(220,636)	-	-	408,679
Other revenue	402	44,508	-	-	44,910
Employee benefits expense	(640,198)	(630,653)	(185,056)	-	(1,455,907)
Other expenses	(294,905)	(166,567)	(408,724)	-	(870,196)
EBITDA	(305,386)	(973,348)	(593,780)	-	(1,872,514)
Depreciation and amortisation	(193,571)	(454,935)	-	-	(648,506)
Finance charge	(18,200)	-	-	-	(18,200)
Foreign exchange gains / (losses)	(1,057)	207,792	(22,769)	-	183,966
Loss before income tax	(518,214)	(1,220,491)	(616,549)	-	(2,355,254)
Corporate revenue					22,609
Operating expenses					(1,659,458)
Foreign exchange gains					3,458
Loss before income tax					(3,988,645)

	Australia	Singapore	Hong Kong	BigAir Group	Total Segments
	\$	\$	\$	\$	\$
31-Dec-15					
Segment assets					
Cash at bank	859,922	4,253,197	20,509,343	-	25,622,462
Current assets	1,083,325	243,269	125,268	-	1,451,862
Property, plant & equipment	1,276,718	33,904,952	19,390,264	-	54,571,934
Intangible assets	12,420,429	-	-	-	12,420,429
Total Assets	15,640,394	38,401,418	40,024,875	-	94,066,687
Unallocated assets					9,482,607
Total assets					103,549,294

4 Income Tax Expense

	31-Dec-16	31-Dec-15
	\$	\$
(a) Current tax		
- In respect of the current period	(2,234,986)	-
- In respect of prior years	(3,940,588)	-
Sub-total	(6,175,574)	-
Deferred income tax revenue include in income tax credit comprises:		
- Decrease / (increase) in deferred tax asset (note 7)	(6,258,248)	-
- (Decrease) / increase in deferred tax liability (note 9)	66,789	-
- Foreign exchange translation	15,885	-
	(6,175,574)	-
(b) Numerical reconciliation of income tax credit to prima facie tax payable		
Loss from continuing operations before income tax expense	(8,153,447)	(3,988,645)
Tax credit at the Australian tax rate of 30%	2,446,034	1,196,594
Effect of income that is exempt from taxation @ 30%	-	32,288
Capital raising costs deductible over 5 years	101,911	-
Non-deductible entertainment expenses	(5,844)	-
Non-deductible share based payments	(93,582)	-
Effect of different tax rates of subsidiaries operating in other jurisdictions	(213,533)	(195,591)
Effect of current year tax losses for which no deferred tax asset has been recognised	-	(803,094)
Effect of current year timing differences for which no deferred tax asset has been recognised	-	(230,197)
Deferred tax credits in respect of temporary differences and unused tax losses not recognised in prior years	3,940,588	-
Income tax benefit	6,175,574	-

5 Property, plant and equipment

	31-Dec-16	30-Jun-16
	\$	\$
Carrying amounts of:		
Assets in the course of construction	44,934,217	27,047,827
Network assets	43,850,238	38,529,019
Communication assets	37,142,478	1,071,651
Other	1,133,132	202,240
Total	127,060,065	66,850,737

	Assets in the course of construction	Network assets	Communication assets	Other assets	TOTAL
	\$	\$	\$	\$	\$
Cost or valuation:					
Balance at 30 June 2016	27,047,827	40,185,296	1,164,222	308,591	68,705,936
Additions	24,581,243	-	5,514	45,045	24,631,802
Additions through business combinations (note 13)	515,026	521,840	35,706,557	889,132	37,632,555
Movement in foreign exchange	613,373	(1,546,643)	(7,049)	(1,765)	(942,084)
Transfer	(7,823,252)	7,005,319	751,691	66,242	-
Balance at 31 December 2016	44,934,217	46,165,812	37,620,935	1,307,245	130,028,209
Accumulated depreciation:					
Balance at 30 June 2016	-	(1,656,277)	(92,571)	(106,351)	(1,855,199)
Depreciation charge (YTD)	-	(717,654)	(386,085)	(77,064)	(1,180,803)
Movement in foreign exchange	-	58,357	199	9,302	67,858
Balance at 31 December 2016	-	(2,315,574)	(478,457)	(174,113)	(2,968,144)
Carrying Value - 30 June 2016	27,047,827	38,529,019	1,071,651	202,240	66,850,737
Carrying Value - 31 December 2016	44,934,217	43,850,238	37,142,478	1,133,132	127,060,065

Assets in the course of construction:

Superloop has entered into a legally binding agreement to establish a fibre optic telecommunications network in Hong Kong. The fibre optic telecommunications network comprises an initial network of approximately 110 kilometers across Hong Kong's key data centre campuses and enterprise buildings. Superloop holds a 25 year indefeasible right of use over the infrastructure, with two (2) further five (5) year options to extend the length of the agreement. As at the date of this report, Superloop had made installment payments due under the agreement of \$37 million. These installment payments have been recognised as an asset in the course of construction within the Statement of Financial Position. The remaining payments of \$8 million are linked to performance milestones associated with the construction timeline and are included in note 11 of this report.

6 Intangible assets

	31-Dec-16	30-Jun-16
	\$	\$
Carrying amounts of:		
Development costs	34,654	23,820
Rights and licences	4,018,921	4,185,744
Software	1,693,591	1,576,957
Customer relationships, brands and trademarks	7,426,406	1,432,692
Goodwill	186,023,248	5,323,142
Total intangible assets	199,196,820	12,542,355

Movements	Develop- ment Costs	Rights and licences	Software	Customer, brand & trademarks	Goodwill	Total
	\$	\$	\$	\$	\$	\$
Cost or valuation:						
Balance as at 30 June 2016	23,820	4,567,149	1,811,776	1,520,000	5,323,142	13,245,887
Additions	10,834	-	360,048	90,731	-	461,613
Additions through business combinations (note 13)	-	-	-	6,033,944	180,700,106	186,734,050
Movement in foreign exchange	-	(7,769)	-	1,609	-	(6,160)
Balance as at 31 December 2016	34,654	4,559,380	2,171,824	7,646,284	186,023,248	200,435,390
Accumulated amortisation:						
Balance as at 30 June 2016		(204 405)	(224 940)	(97.209)		(702 522)
	-	(381,405)	(234,819)	(87,308)	-	(703,532)
Amortisation charge (YTD)	-	(159,341)	(256,857)	(132,570)	-	(548,768)
Movement in foreign exchange	-	287	13,443	-	-	13,730
Balance as at 31 December 2016	-	(540,459)	(478,233)	(219,878)	-	(1,238,570)
Carrying Value - 30 June 2016	23,820	4,185,744	1,576,957	1,432,692	5,323,142	12,542,355
Carrying Value - 31 December 2016	34,654	4,018,921	1,693,591	7,426,406	186,023,248	199,196,820

The values of assets identified in relation to the acquisition of the BigAir Group are provisional as at the reporting date 31 December 2016.

7 Deferred tax assets

	31-Dec-16	30-Jun-16
	\$	\$
Deferred tax assets attributable to:		
Expenses deductible in future years	673,841	71,245
Employee benefits	136,939	100,265
Provision for doubtful debts	945,089	-
Prepayments	115,780	-
Expenses deductible over 5 years	1,213,575	-
Tax credits from tax losses	3,906,398	2,707,313
Total deferred tax assets	6,991,622	2,878,823
Set-off of deferred tax liabilities pursuant to set-off provisions (note 9)	(1,712,823)	(48,329)
Deferred tax assets not recognised	-	(2,830,494)
Deferred tax assets recognised in the statement of financial position	5,278,799	-

8 Interest-bearing liabilities

During the period the Company entered into a \$25 million three year revolving debt facility with the ANZ Bank. This facility was subsequently replaced with an \$80 million three year revolving facility. The facility can be used for working capital, capital expenditure and permitted acquisitions and is available to be drawn in multiple currencies.

		31-Dec-16	30-Jun-16
	Note	\$	\$
Current			
Finance lease	(A)	104,489	-
Total current		104,489	-
Non-current			
Revolving debt facility – drawn	(B)	11,595,778	-
Total non-current		11,595,778	-
Bank guarantee facilities – accessible		-	604,394
Bank guarantee facilities – utilised		-	295,606

- (A) The finance lease was acquired through the acquisition of BigAir (refer note 13). At the date of acquisition, BigAir Group Limited had debt outstanding of \$30,055,019 which was repaid by Superloop from its existing cash reserves.
- (B) The drawn debt amount is recognised net of transactions costs which are amortised over the term of the facility using the effective interest rate method.

9 Deferred tax liabilities

	31-Dec-16	30-Jun-16
	\$	\$
Deferred tax liabilities attributable to:		
Prepayments	-	3,803
Intangible assets	1,712,823	281,226
Total deferred tax liabilities	1,712,823	285,029
Set-off of deferred tax liabilities pursuant to set-off provisions (Note 7)	(1,712,823)	(48,329)
Deferred tax liabilities recognised in the statement of financial position	-	236,700

10 Contributed equity

(A) SHARE CAPITAL

	Note	31-Dec-16 Number of Shares	30-Jun-16 Number of Shares	31-Dec-16 \$	30-Jun-16 \$
Fully paid ordinary shares	(C)	208,490,207	128,243,301	355,705,835	134,106,147
Total share capital		208,490,207	128,243,301	355,705,835	134,106,147
Less: Issue costs		-	-	(5,074,430)	(2,919,783)
Contributed Equity		208,490,207	128,243,301	350,631,405	131,186,364

(B) MOVEMENTS IN ORDINARY SHARE CAPITAL

Date	Details	Number of Shares	Issue Price \$	Value \$
30-Jun-16	Balance	128,243,301		134,106,147
19-Jul-16	Entitlement offer (retail component)	6,109,637	2.10	12,830,238
19-Sep-16	Share placement	21,666,667	3.00	65,000,001
21-Dec-16	Shares issued as consideration for acquisition of BigAir Group ⁽¹⁾	52,470,602	2.74	143,769,449
31-Dec-16	Balance	208,490,207		355,705,835

⁽¹⁾ These shares issued were non-cash transactions (refer to Note 13).

(C) ORDINARY SHARES

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Group in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote. Ordinary shares have no par value and the Group does not have a limited amount of authorised capital.

(D) DIVIDEND REINVESTMENT PLAN

The Group does not have a dividend reinvestment plan in place.

11 Commitments and contingencies

(A) CAPITAL COMMITMENTS

Capital expenditure contracted for at the end of each reporting period but not recognised as liabilities is as follows:

	31-Dec-16	30-Jun-16
	\$	\$
Property, plant and equipment	14,835,064	24,953,584
Total capital commitments	14,835,064	24,953,584

Capital commitments disclosed above relate to contracted capital commitments associated with network expansion including a total of \$8m to complete payment for the Hong Kong network.

(B) CONTINGENT ASSETS

The Group did not have any contingent assets during the period or as at the date of this report.

(C) CONTINGENT LIABILITIES

The Group did not have any contingent liabilities during the period or as at the date of this report.

12 Earnings per share

(A) LOSSES PER SHARE

	31-Dec-16 Cents	31-Dec-15 Cents
Total basic losses per share attributable to the ordinary equity holders of the Group	(1.33)	(4.29)

(B) DILUTED LOSSES PER SHARE

	31-Dec-16 Cents	31-Dec-15 Cents
Total diluted losses per share attributable to the ordinary equity holders of the Group	(1.33)	(4.29)

(C) RECONCILIATIONS OF EARNINGS USED IN CALCULATING EARNINGS PER SHARE

	31-Dec-16 \$	31-Dec-15 \$
BASIC EARNINGS PER SHARE		
Loss attributable to the ordinary equity holders of the Group used in calculating basic losses per share	(1,977,873)	(3,988,645)
DILUTED EARNINGS PER SHARE		
Loss from continuing operations attributable to the ordinary equity holders of the Group:	(1,977,873)	(3,988,645)

(D) WEIGHTED AVERAGE NUMBER OF SHARES USED AS THE DENOMINATOR

	31-Dec-16 Number of Shares	31-Dec-15 Number of Shares
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	148,702,338	92,902,565
Plus potential ordinary shares	387,304	-
Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating diluted earnings per share	149,089,642	92,902,565

13 Controlled entities acquired or disposed

During the period Superloop Limited acquired the following entities:

BigAir Group Limited 21 December 2016

If the entity had been acquired at 1 July 2016, the Group would have generated total revenue of \$39.6 million and an underlying net profit before tax (NPAT) of \$4.4 million for the period ended 31 December 2016, after adjusting for transaction costs and based on unaudited financial information for the period prior to the date of acquisition.

Goodwill arose from the acquisition of BigAir Group Limited because the consideration paid included amounts in relation to the benefit of expected synergies, revenue growth, enhanced capability, future market development and the assembled workforce. These benefits are not recognised separately from goodwill because they do not meet the recognition criteria for identifiable intangible assets.

BigAir Group Limited

On 21 December 2016, Superloop Limited acquired 100% of BigAir Group Limited for a total consideration of \$189.6 million, paid as \$45.8 million in cash and \$143.8 million in Superloop Limited shares issued at \$2.74 per share. The acquisition of BigAir allows Superloop to leverage its fibre network plus provide the Group with new wireless capabilities to deliver low cost gigabit connectivity. Goodwill of \$180.7 million represents the residual value of the purchase price over the fair value of the identifiable assets shown below. The acquired business contributed revenues of \$2.2 million during the period and profit before tax of \$64,634.

The values identified below are provisional as at the reporting date, 31 December 2016. Details of the acquisition are:

	Provisional Fair Value \$
a) Identifiable assets acquired and liabilities assumed	
Cash	2,134,644
Customer receivables	7,482,719
Current tax assets	2,232,938
Other assets	1,729,896
Deferred tax assets	711,231
Network equipment: net cost	36,743,423
Computer Equipment: net cost	889,132
Customer relationships	6,033,944
Payables	(9,551,126)
Deferred revenue	(2,899,681)
Provisions	(2,654,448)
Deferred tax liabilities	(1,409,334)
Other liabilities	(2,514,420)
Term debt funding	(30,055,019)
Net identifiable assets acquired ⁽¹⁾	8,873,899
b) Identifiable assets acquired and liabilities assumed	
Cash paid	45,804,556
Shares	143,769,449
Total consideration	189,574,005

⁽¹⁾ These assets have been provisionally accounted for and require further fair value assessment and identification of goodwill, customer contracts and relationships, brands and other intangible assets.

13 Controlled entities acquired or disposed (cont)

	Provisional Fair Value \$
c) Goodwill on acquisition	
Consideration transferred	189,574,005
Less: net identifiable assets acquired	8,873,899
Goodwill on acquisition	180,700,106
d) Net cash outflow on acquisition	
Consideration paid in cash	45,804,556
Less: cash and cash equivalent balances acquired	2,134,644
Net cash outflow on acquisition	43,669,912

CINENET Systems Pty Ltd

On 30 November 2015, Superloop Limited acquired 100% of CINENET Systems Pty Ltd for a total consideration of \$3 million, paid as \$1.5 million in cash and \$1.5 million in Superloop Limited shares issued at \$2.213. At 30 June 2016, the fair value of the assets acquired and liabilities assumed were recognised on a provisional basis. In the current financial period, the fair value of assets acquired and the liabilities assumed has been finalised and the effect on the financial statements has been summarised below. The goodwill of \$2,125,297 represents the residual value of the purchase price over the fair value of the identifiable assets.

	Provisional fair value at 30 June 2016	Purchase price adjustments	Final fair value at 31 December 2016
	\$	\$	\$
a) Goodwill arising on acquisition			
Purchase consideration	3,000,000	-	3,000,000
Less: fair value net identifiable assets	172,403	702,300	874,703
Goodwill on acquisition	2,827,597	(702,300)	2,125,297
b) Identifiable assets acquired and liabilities assumed			
Assets			
Cash and cash equivalents	370,921	-	370,921
Trade and other receivables	284,413	-	284,413
Property, plant and equipment	182,820	-	182,820
Intangible assets	-	939,000	939,000
	838,154	939,000	1,777,154
Liabilities			
Trade and other payables	(613,277)	-	(613,277)
Provisions	(52,474)	0	(52,474)
Deferred tax liabilities	0	236,700	(236,700)
	(665,751)	236,700	(902,451)
Total identifiable net assets acquired recognised at fair value	172,403	702,300	874,703

14 Events occurring after the reporting period

On 30 December 2016, the Company made a conditional part payment to enter into an agreement for access to certain network infrastructure assets, recognised as an other current asset. On 21 February 2017, final agreement was reached for a 15 year Indefeasible Right of Use of national and international network infrastructure. The asset will be recognised as an identifiable intangible asset and amortised over its life.

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; and
- b. 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.

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

On behalf of the Directors

Bevan Slattery Executive Chairman

Brisbane 27 February 2017



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Independent Auditor's Review Report to the Members of Superloop Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Superloop Limited, which comprises the condensed consolidated statement of financial position as at 31 December 2016, and the condensed consolidated statement comprehensive income, the condensed consolidated statement of cash flows and the condensed consolidated statement of changes in equity for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the end of the half-year or from time to time during the half-year as set out on pages 6 to 24.

Directors' Responsibility for the Half-Year Financial Report

The directors of the company are responsible for the preparation of the half-year 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 half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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 2016 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Megaport Limited, 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.

Auditor's Independence Declaration

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

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 Superloop Limited is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2016 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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DELOITTE TOUCHE TOHMATSU

R G Saayman

Partner

Chartered Accountants

Brisbane, 27 February 2017

Corporate Directory

DIRECTORS

Bevan Slattery
Executive Chairman

Greg Baynton Non-executive director

Louise Bolger
Non-executive director

Michael Malone Non-executive director

Richard Anthony (Tony) Clark Non-executive director

Vivian Stewart Non-executive director

Jason Ashton Executive director

COMPANY SECRETARIES

Paul JobbinsGM, Corporate & Strategy

Gregory Bryant
Chief Financial Officer

REGISTERED OFFICE

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 Tel: +61 (7) 3088 5999

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www.superloop.com

AUDITOR

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SOLICITORS

McCullough Robertson Level 11, Central Plaza Two 66 Eagle Street Brisbane QLD 4000 www.mccullough.com.au

SHARE REGISTER

Link Market Services Limited Level 15, 324 Queen Street Brisbane QLD 4000 www.linkmarketservices.com.au

STOCK EXCHANGE LISTING

Superloop Limited shares are listed on the Australian Securities Exchange (ASX) under ticker code SLC