

12 November 2021

Interim results for the period ended 30 September 2021

Infratil performs strongly with half year profit buoyed by Tilt sale

Infratil Limited today announced a Net Parent Surplus from Continuing Operations of \$1.086 billion, for the six months ended 30 September 2021, which is the largest net surplus that Infratil has recorded in its 27-year history.

Infratil chief executive Jason Boyes said the financial performance was buoyed by the sale of Tilt Renewables, which contributed a \$1.015 billion gain, while the overall result showed the business performing strongly and demonstrating resilience despite the ongoing challenges posed by the Covid pandemic.

Proportionate EBITDAF was \$253.6 million, a 28.2% rise on the \$197.9 million for the same period the previous year - reflecting good performances across Infratil's investments. Proportionate EBITDAF for the year to 31 March 2022 is forecast to be between \$500 million and \$530 million (previous guidance was \$505 million to \$550 million), with the narrower range primarily reflecting the addition of Gurin Energy and Kao Data to the Group, together with the estimated full year impact of Covid-19 on Wellington Airport and Infratil's Diagnostic Imaging businesses.

"It is pleasing to see the positive results and outlook from assets across the portfolio, despite all the challenges which have impacted businesses over the past six months.

"In terms of our returns to shareholders, we will pay an interim dividend of 6.5 cents per share, a 4% increase from the comparative period. The dividend will also be fully imputed. Infratil's share price also rose from \$7.13 to \$7.96 over the period, with an after-tax return to shareholders over the last five years of 26.0% and 19.0% over the full 27.5 years since Infratil listed."

Mr Boyes said Infratil's profit for the period and financial circumstances could have allowed a special dividend, but as noted in the 31 March 2021 annual report, we do not view special dividends as the best use of funds. We do however anticipate dividends increasing further in line with cash earnings from CDC Data Centres, Vodafone and our Diagnostic Imaging businesses.

"This approach provides our shareholders with a solid and sustainably rising dividend and enables us to continue to prudently and productively deploy the capital in ideas that matter.

"Over the six months, we deployed \$833.8 million across digital infrastructure, global renewables, and social infrastructure, including our \$313.6 million investment in Pacific Radiology. Along with our investment last year in Qscan and our more recent purchase of a stake in Auckland Radiology Group, we expect to generate meaningful synergies and reinvestment opportunities from our health businesses in the coming years.

"In September we announced the establishment of Singapore-based Gurin Energy to develop renewable generation in Asia with a commitment of US\$233 million. This means we are now active in renewables in Australasia, North America, Europe, and Asia. All told the Infratil group has built 3,530MW of solar, wind, and hydro generation capacity and we expect to more than double that over the next decade.

"CDC Data Centres is significantly expanding its capacity with over A\$1 billion of investment across four sites, including two new facilities in Auckland. When we acquired 48% of CDC Data Centres in 2017 for \$411.5 million the company had 39MW of capacity and earnings of \$50.4 million. The most recent independent valuation of CDC Data Centres at 30 June 2021 valued Infratil's investment in the range of A\$2.3-2.5 billion. Post this half-year period, we announced the purchase of 40% of London data centre business Kao Data. We see significant growth potential for this sector.

"The market continues to value assets in the digital infrastructure and renewables sectors at significant premiums to Infratil's carrying values. We expect to see a growing awareness that healthcare assets are also becoming the next set of premium infrastructure assets."

Upon completion of the Tilt Renewables' disposal, Infratil fully repaid its drawn bank debt facilities of \$840 million, leaving a net cash balance of more than \$1.1 billion. Infratil's gearing reduced to 4.6% of Infratil's total capital with total liquidity available of approximately \$2 billion. Infratil also took this opportunity to fully refinance and extend all of its bank facilities with a range of maturity dates out to July 2026.

Across the portfolio during the period:

- CDC Data Centres continued to progress the 4 facilities it has under construction (totalling 70MW of capacity), while also adding an additional 150MW of capacity in Melbourne to its development pipeline.
- Vodafone's cost efficiency programme is creating headroom to reinvest and helping improve margins, while product simplification is driving down the cost to serve and making the customer experience simpler.
- Trustpower announced the conditional sale of its retail business to Mercury Energy for \$441 million, while
 its generation business produced a strong result driven largely by higher generation volumes and
 wholesale prices.
- Longroad Energy completed construction of a further 530MW of utility scale solar and commenced construction of a 26MW distributed generation project in Maine.
- Galileo Green Energy continued to expand its business development activities, resulting in a pipeline expansion over the half year to 2.1GW of dedicated projects.
- RetireAustralia enjoyed a strong half year with 296 sales of villas and apartments during the period and overall village occupancy increasing to 91%. After pausing development for a period last year, RetireAustralia now has construction underway at four sites.
- As essential healthcare providers, both Qscan and Pacific Radiology continued to provide critical imaging services despite lockdowns across New Zealand and Australia. Qscan has three new PET-CT clinics due to open in FY2022, while Pacific Radiology has a new purpose-built imaging facility under construction in Frankton, Queenstown.

Investor briefing

There will be a briefing for institutional investors, analysts and media commencing at 10.00am.

A webcast of the presentation will be available live at: https://edge.media-server.com/mmc/p/anoj6ayw

Any enquiries should be directed to:

Mark Flesher, Investor Relations mark.flesher@infratil.com



For the period ending 30 September 2021

12 November 2021



Digital Infrastructure

Renewables

Airports

Social Infrastructure

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Disclaimer

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Further information on how Infratil calculates Proportionate EBITDAF can be found at Appendix I.

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Infratil Interim Results Announcement **Record net** parent surplus of \$1.1 billion and resilient operating performance despite Covid-19 challenges

Presenters



Jason Boyes – Infratil CEO



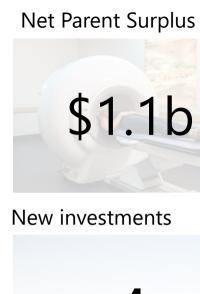
Phillippa Harford - Infratil CFO

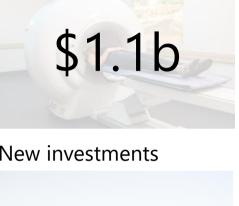
Programme

- Introduction
- Six Month Overview
- Portfolio Composition
- Guidance & Dividend
- Operating Businesses
- Financial Results
- Close & Questions

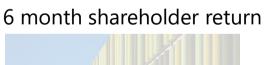


Six **Month Overview Record net** parent surplus of \$1.1 billion and resilient operating performance despite Covid-19 challenges











Proportionate EBITDAF



Capital expenditure & investment



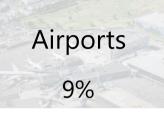
Fully-imputed interim dividend



Portfolio Composition High conviction investment approach provides exposure to four significant platforms and geographic diversification





































Portfolio Composition Material progress in building out our existing platforms, with four significant investments in the period

Racific Radiology



- Agreement to partner with Auckland Radiology, creating a national diagnostic imaging business, with 15 Auckland clinics

service provider in New Zealand, operating 46 clinics in the

Acquisition of Pacific Radiology, the largest diagnostic imaging

Alongside Qscan these businesses create a meaningful Australasian healthcare platform

South Island and lower North Island

gurin energy*



- Establishment of Gurīn Energy, headquartered in Singapore, to develop renewable generation projects across Asia
- Enables Infratil to further diversify its growth and risk profile, both from geographic and technology perspectives
- Extends Infratil's global commitment to renewables
- Targeting a steady state run rate of 300MW of projects per annum

III KAO DATA



- Commitment of £120-130 million of growth capital to London data centre business Kao Data, alongside high quality partners Legal & General Group and the Noé Group
- Kao Data develops and operates technically advanced, highly sustainable colocation data centres
- Further value accretive growth potential through pipeline of development opportunities beyond the existing site (50MW+)

Guidance and Interim **Dividend Guidance range** narrowed and interim dividend of 6.5 cents per share, fully imputed



Guidance

- FY2022 Proportionate EBITDAF guidance range is narrowed to \$500-\$530 million (previously \$505-\$550 million)
- The top end of the range has been revised to reflect the acquisitions of Kao Data and Gurin Energy during the period, which are forecast to be a net cost of \$12 million, and to reflect the current estimates of the full year impact of Covid-19 on Wellington Airport and Infratil's diagnostic imaging businesses
- The guidance range has not been adjusted for the possible impact of the IFRIC clarification relating to the accounting treatment of softwareas-a-service and assumes a full year contribution from Trustpower retail

Dividend

- A fully imputed interim dividend of 6.5 cps has been announced as part of the interim result
- The FY2022 interim dividend is a 4.0% increase (excluding imputation credits) from the comparative period and reflects confidence in forecast cashflows
- The record date will be 6 December 2021, with payment on 23 December 2021
- The dividend reinvestment plan will be activated for this dividend
- The dividend outlook is for modest continued growth, reflecting expected growth in operating earnings from CDC Data Centres and Vodafone and the addition of Qscan and Pacific Radiology to the Group



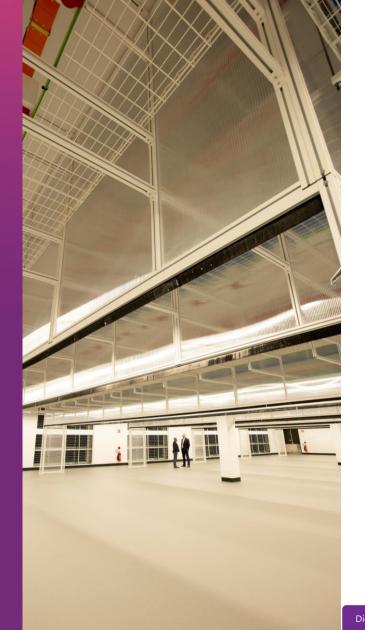








CDC Data Centres Continued strong offering, execution and outlook, including expansion to a fourth geography





Operating Performance

- EBITDA for the period was A\$75.2 million, a A\$1.4 million (1.9%) increase on the comparative period
- Focus remains on \$1 billion of construction currently underway across four sites, which remain on track for commissioning in CY2022
- The business is ramping up for the next phase of growth, with a 46% increase in employees since this time last year

Outlook

- Differentiated offering, as CDC builds to the highest security, availability and resilience standards. Only large-scale provider to achieve a 'Certified Strategic' accreditation for all of its data centres
- Plans to enter Melbourne market adding 150MW of capacity to the development pipeline, enabling CDC to reach a total of over 700MW of combined operating and development capacity
- On track to meet FY2022 EBITDA guidance of A\$160 A\$170 million, and medium-term growth targets through the commissioning of capacity currently under construction

Digital Infrastructure Renewables Airports Social Infrastructure

Vodafone

Transformation progressing and solid foundations being laid to improve performance and create value





Operating Performance

- EBITDA for the period was \$251.8 million, a \$27.1 million (12.1%) increase on the comparative period
- Cost efficiency programme is creating headroom to reinvest and improving margins, while product simplification is driving down the cost to serve and making the customer experience simpler
- Investment in talent in growth areas including digitisation, automation, data analytics, enterprise ICT, cyber-security and CX
- Covid-19 continues to impact retail stores, roaming and pre-pay revenues and the broadband market remains highly competitive and commoditised

Outlook

- Transformation continues, and expected to deliver further margin and CX improvements over the medium term
- Investment continues in both 4G and 5G capability with improved utilisation through the expansion of wholesale activity
- Network sharing is proving particularly necessary to improve rural connectivity, and telecommunications companies are working to bring this about while preserving the benefits of competition
- Vodafone continues to explore the possibility of further infrastructure sharing arrangements and network capital release options

l Infrastructure

Longroad **Energy** Established as a leading U.S. renewables developer, owner & operator, preparing for a step change in scale





Operating Performance

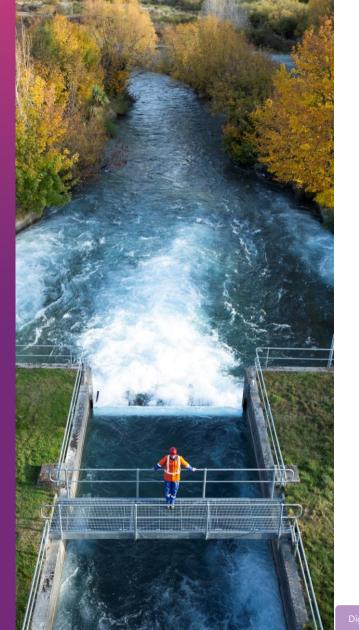
- Longroad continues to demonstrate its capability with the commissioning of 530MW of solar generation in the last six months
- Sun Streams 2 (199MW), commissioned in July with a 20-year agreement with Microsoft for the energy and renewable credits
- Prospero 2 (331MW), commissioned in August with two 15-year power purchase agreements in place
- Both completed on time and on budget despite Covid-19 related restrictions and supply constraints

Outlook

- Commenced construction of a 26MW distributed generation project in Maine with operations expected by the end of CY2021
- Several Biden Administration led initiatives are currently being considered by Congress which, if passed, will stimulate investment in renewable generation
- Expected to retain a greater proportion of assets developed, and evaluating inorganic growth and partnering opportunities to accelerate growth
- Strong investor appetite for high-quality renewable development platforms with operating portfolios

cial Infrastructure

Trustpower Portfolio of flexible and geographically diverse generation schemes responded well to favourable hydrology conditions





Operating Performance

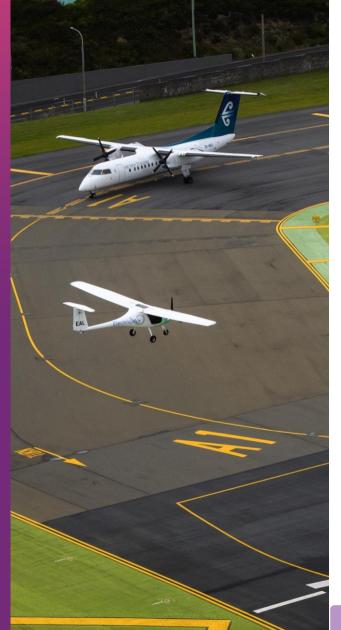
- Generation EBITDA for the period was \$106.4 million,
 a \$14.3 million (15.5%) increase on the comparative period
- Covid-19 lockdowns have been addressed with minimal impact; Generation operations have been relatively unaffected and retail customers continue to be supported
- Wholesale prices along with a return to normal inflows in the second quarter contributed to a solid generation result
- Conditional sale of the retail business (excluding Commercial and Industrial customers) to Mercury Energy for \$441 million, with two of the three conditions met to date

Outlook

- Focus remains on the current business while also building capability to support a standalone 'Manawa Energy'
- Improved asset reliability has been delivered by targeted routine maintenance and longer-term asset investment
- \$83 million forecast capex over the next 5 years to undertake material enhancements to existing assets, expected to generate an additional 67GWh of energy per annum
- Expanding development team, with new development options secured in both the North and South islands

astructure Renewables Airports Social Infrastructure 12

Wellington Airport Short term challenges, long term recovery and value





Operating Performance

- EBITDA for the period was \$31.5 million, a \$20.6 million (189%) increase on the comparative period, and cashflow positive, including interest and capital expenditure
- July's 424,000 domestic passengers reflected strong recovery of local travel, with AirNZ, JetStar, SoundsAir and regional airlines operating near full schedules
- Following re-imposition of travel restrictions, traffic in September was back to 1/3rd of pre-Covid 19 levels
- Programme of safety and resilience capital works maintained, including earthquake strengthening, seawall and airfield remediation
- New bond issue of \$125 million in September (with a 10-year maturity), enabling the repayment of all drawn bank debt

Outlook

- Air travel (international and domestic) is expected to quickly recover as soon as travel restrictions are lifted, and people feel safe
- The Airport welcomed its first electric aircraft (see picture) and is in discussion with the Regional Council about restarting public transport links with electric buses

Social Infrastructure

Retire **Australia** Strong rebound in performance, reflecting positive sentiment towards retirement villages and the business's ability to respond





Operating Performance

- Underlying Profit for the period was A\$22.8 million, a A\$9.5 million (71.4%) increase from the comparative period
- Priority continues to be the health and wellbeing of RetireAustralia's residents and its staff
- 296 sales of villas and apartments during the period, comprising 255 resales and 41 new sales, compared to 343 achieved in the full year to 31 March 2021
- 15 of RetireAustralia's 28 villages now operate waiting lists and average village occupancy increased to 91%, against the Australian industry average of 87%

Outlook

- After pausing development for a period last year, RetireAustralia now has construction underway at four sites
- 34 apartments will be added at The Rise at Wood Glen, and 22 units at Forresters Beach - both on the NSW Central Coast
- In Southeast Queensland, construction of 66 apartments is underway at The Verge, and at the new 94 apartment village, The Green
- Several other projects at the feasibility stage or with development applications underway

Imaging A new platform providing opportunities for further investment and strong cashflows





Operating Performance

- As essential healthcare providers, both businesses continued to provide critical imaging services despite lockdowns across New Zealand and Australia
- The year-to-date EBITDA impact of Covid-19 is estimated at ~\$7 million across both businesses, although some recovery is likely over the balance of the year as pent-up volume returns
- Qscan has three new PET-CT clinics due to open in FY2022, while Pacific Radiology has a new purpose-built imaging facility under construction in Frankton, Queenstown

Outlook

- Since period end, Pacific Radiology has executed an agreement to partner with Auckland Radiology, creating a national diagnostic imaging business
- Auckland Radiology operates 15 strategically located clinics in the greater Auckland area, employing 32 radiologists
- The partnership alongside Qscan will, over time, translate into enhanced offerings to patients and referrers across Australasia, including access to a larger pool of sub-specialty radiologists, potential for improved afterhours services and load sharing, and the introduction of new services

Social Infrastructure



Results Summary Record net surplus for the period largely reflecting the gain recorded on the sale of Tilt Renewables



30 September (\$Millions)	2021	2020
Operating revenue	541.1	244.1
Operating expenses	(289.8)	(76.7)
Operating earnings	251.3	167.4
Incentive fee	(9.4)	(57.7)
Depreciation & amortisation	(43.2)	(24.2)
Net interest	(80.0)	(65.9)
Tax expense	(58.1)	9.4
Realisations and revaluations	75.8	(5.4)
Net surplus/(loss) continuing	136.4	23.6
Discontinued operations ¹	993.9	33.4
Net surplus/(loss)	1,130.3	57.0
Minority earnings	(49.7)	(29.2)
Net parent surplus/(loss)	1,080.6	27.8

- Operating revenue reflects the addition of Qscan and Pacific Radiology and a higher contribution from associates. The comparative period also included the initial impacts of Covid-19 on Wellington Airport
- The incentive fee largely reflects an accrual for the annual incentive fee for the year ended 31 March 2022
- Net increase in depreciation & amortisation and net interest primarily due to the addition of Qscan and Pacific Radiology
- The increase in tax expense is largely due to Trustpower's increased net profit before tax and the addition of Qscan and Pacific Radiology
- Realisations and revaluations largely reflect movements in electricity derivatives, partially offset by interest rate swap movements and property revaluations
- Discontinued operations relate to Tilt Renewables and Trustpower's Retail business, and include the \$1,014.7 million gain on the sale of Tilt Renewables

Notes:

. Discontinued operations represent businesses that have been divested, or businesses which will be recovered principally through a sale transaction rather than through continuing use. The realised incentive fee in relation to Tilt Renewables (\$122.1 million) is included in the gain on sale that is recorded as part of discontinued operations

Proportionate EBITDAF Solid contributions overall and an





2021	2020
38.3	38.0
125.6	112.1
54.4	47.0
13.7	9.4
20.8	7.2
18.7	-
12.4	-
6.3	5.1
(36.6)	(20.9)
253.6	197.9
15.8	31.6
269.4	229.5
	38.3 125.6 54.4 13.7 20.8 18.7 12.4 6.3 (36.6) 253.6 15.8

- Increased CDC operating expenses have offset much of the 6.6% revenue growth as the business ramps up for the delivery of H5, EC4, AKL1 and AKL2 in the first half of CY2022
- Vodafone's cost out programme and efficiency gains have contributed to improved EBITDA
- Trustpower's generation EBITDAF reflects higher generation volumes and prices along with a revaluation of carbon credits
- Wellington Airport saw an increase in passenger traffic with the recovery from the initial impacts of Covid-19
- Longroad uplift reflects the commissioning of material solar projects
- New contributions from Oscan (acquired 22 December 2020) and Pacific Radiology Group (acquired 31 May 2021)
- Corporate expenses reflect increased management fees driven by Infratil share price appreciation and higher other corporate costs
- Discontinued operations relate to operating results of Tilt Renewables and Trustpower Retail in both periods

Notes:

Proportionate EBITDAF represents Infratil's share of the consolidated net earnings before interest, tax, depreciation, amortisation, financial derivative movements, revaluations, gains or losses on the sales of investments, and excludes the impact of International Portfolio Incentive Fees. A reconciliation of NPAT to Proportionate EBITDAF is contained in Appendix I.

Proportionate Capital Expenditure & Investment **Significant** investment in Infratil's existing assets will continue to fuel growth



30 September (\$Millions)	2021	2020
CDC Data Centres	99.8	77.4
Vodafone New Zealand	110.5	44.9
Trustpower	7.8	7.9
Tilt Renewables	21.9	200.3
Longroad Energy	189.1	113.9
Wellington Airport	4.7	7.6
Qscan Group	3.1	-
RetireAustralia	6.9	15.4
Other	-	13.9
Capital Expenditure	443.8	481.3
Pacific Radiology acquisition	313.6	-
Kao Data acquisition	73.6	-
Other	2.8	7.6
Investments	390.0	7.6
Proportionate Capex & Investment	833.8	488.9

- CDC Data Centres' ongoing construction of H5, EC4, AKL1 and AKL2 totalling 104MW
- Vodafone expansion of 4G and 5G, especially in regional New Zealand, with Manawatū, Bay of Plenty, Southland and Taranaki complete or underway
- Growth capital projects suspended at Wellington Airport, however, safety and resilience capital works are tracking well
- After pausing development for a period last year, RetireAustralia now has construction underway at four sites
- Longroad Energy completed construction of 530MW of Solar projects in the period in Arizona and Texas
- Acquisition of stakes in Pacific Radiology Group and Kao Data in the period

Notes:

The table shows Infratil's share of the investment spending of investee companies. In a period where Infratil acquires a new investment, the consideration paid is shown as the investment for that period. In May 2021, Infratil acquired a 56.0% share of Pacific Radiology Group for \$313.6 million, and therefore this is show as the investment spending. Next period, Infratil's share of Pacific Radiology's capital expenditure would be presented.

International Portfolio Incentive Fees Performance fees largely driven by realisation of Tilt Renewables



30 September (\$Millions)	FY2021	Capital	Distributions	Hurdle ¹	Valuation	Annual Fee	IRR ²
CDC Data Centres	2,401.4	(11.1)	5.8	(144.7)	2,568.9	3.5	37.7%
Longroad Energy	136.2	8.3	1.5	(7.5)	156.6	4.5	39.3%
RetireAustralia	361.0	-	-	(21.7)	392.7	2.0	3.5%
	FY2021	Capital	Distributions	Hurdle ¹	Proceeds	Realised Fee	IRR ²
Tilt Renewables	1,317.5	-	22.3	(53.7)	1,959.3	122.1	35.2%
ASIP	45.6	-	-	(2.0)	44.3	(0.7)	10.3%
	4,261.7	(2.8)	29.6	(229.6)	5,121.8	131.4	

- The CDC Data Centres accrual is based on an independent valuation as of 30 June 2021, which valued Infratil's investment at A\$2,313 million A\$2,469 million
- The RetireAustralia accrual is based on an independent valuation as of 30 June 2021, which valued Infratil's investment at A\$308.3 million - A\$364.1 million
- The Longroad accrual is based on the most recent independent valuation as of 30 June 2021, adjusted for movements in foreign exchange and capital movements since that valuation date
- The FY2022 annual incentive fee, if ultimately payable, will be payable in three annual tranches, with payment of the second and third tranche being subject to the total value of the assets being maintained at the relevant date
- No initial incentive fee accrual has been accrued as at 30 September, however the performance of Galileo Green Energy will be assessed at 31 March 2022

Notes:

- 1. The hurdle rate is calculated on a daily basis compounding, and adjusted for any capital movements and distributions during the period
- 2. IRR calculated in NZD after incentive fees and calculated as at 30 September 2021

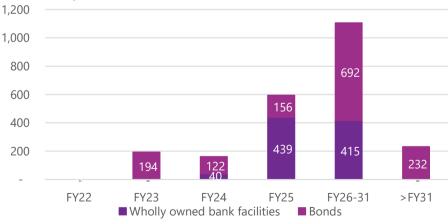
Debt Capacity & Facilities Well positioned for capital deployment with \$1.0 billion of Tilt proceeds remaining and significant fully refinanced undrawn bank facilities



(A. 4.11)	44.51	24.54 2024	
(\$Millions)	11 November	31 March 2021	
Net bank debt/(cash)	(1,029.2)	328.2	
Infratil Infrastructure bonds	1,163.7	1,155.2	
Infratil Perpetual bonds	231.9	231.9	
Total net debt	366.4	1,715.3	
Market value of equity	5,921.0	5,151.0	
Total capital	6,287.4	6,866.3	
Gearing ¹	5.8%	25.0%	
Infratil wholly owned undrawn bank facilities ²	894.0	353.0	
100% subsidiaries cash	1,029.2	13.8	
Liquidity available	1,923.2	366.8	

- Upon completion of the Tilt Renewables' disposal, Infratil fully repaid its drawn bank debt facilities, leaving a net cash balance of ~\$1.0 billion
- While undrawn Infratil has fully refinanced all of its bank facilities with a range of maturity dates up to 31 July 2026
- These include undrawn core facilities of \$744 million and term facilities of \$150 million, with access to additional acquisition facilities if required
- 10 November gearing 5.8%, significantly below the target range of 30%
- Infratil's next two bond maturities are \$93.7 million of IFT190 bonds in June 2022 and \$100.0 million of IFT240 bonds in December 2022

Debt Maturity Profile as at 10 November 2021 (NZ\$ million)²



Notes:

- Gearing calculated as total net debt / total capital based on the Infratil share price at 10 November 2021
- Includes Core debt facilities and Term Loan debt facilities only

Half Year Overview Delivering: Profits and Reinvestment



Half Year Overview

- Net parent surplus of NZ\$1.1 billion with the completion of the sale of Tilt Renewables. A record outcome, many years in the making
- Operating performance has been resilient in the half-year despite the ongoing challenges posed by the pandemic, with bounce back expected as lock downs ease in Australia and New Zealand
- We have lifted our interim dividend, and narrowed guidance
- We remain high conviction on our current focus sectors of Digital Infrastructure, Renewable Energy and Healthcare, with significant investment in existing assets, and four new investments in those sectors in the period
- The portfolio remains well positioned in these sectors with high quality positions
- Investor interest in these sectors remains high, but we continue to see a pipeline of attractive investment opportunities with our expertise, track record and long-term approach
- We are continuing our patient and disciplined approach









Ideas That Matter





| III KAO DATA









gurin energy*



Qscan Pacific Radiology





www.infratil.com

Share Price Performance

Outstanding returns delivered over the medium and long-term

Total Shareholder Return¹

Period	TSR
6 months	13.2%
5 Year	26.0%
10 Year	22.7%
Inception – 27.5 years	19.0%



Infratil Share Price



Appendix I Reconciliation of NPAT to Proportionate EBITDAF

Proportionate EBITDAF is an unaudited non-GAAP ('Generally Accepted Accounting Principles') measure of financial performance, presented to provide additional insight into management's view of the underlying business performance.

Specifically, in the context of operating businesses, Proportionate EBITDAF provides a metric that can be used to report on the operations of the business (as distinct from investing and other valuation movements).



30 September (\$Millions)	2021	2020
Net profit after tax ('NPAT')	1,130.3	57.0
Less: Associates ¹ equity accounted earnings	(114.1)	(83.8)
Plus: Associates ¹ proportionate EBITDAF	180.9	162.9
Less: minority share of Subsidiary ² EBITDAF	(77.0)	(48.6)
Plus: share of Subsidiary ² Transaction Costs	12.5	-
Net loss/(gain) on foreign exchange and derivatives	(73.6)	19.1
Net realisations, revaluations and impairments	(2.2)	(13.7)
Discontinued operations	(993.9)	(33.4)
Underlying earnings	62.9	59.5
Plus: Depreciation & amortisation	43.2	24.2
Plus: Net interest	80.0	65.9
Plus: Tax	58.1	(9.4)
Plus: International Portfolio Incentive fee	9.4	57.7
Proportionate EBITDAF	253.6	197.9

Notes:

- 1. Associates include Infratil's investments in CDC Data Centres, Vodafone NZ, Kao Data, RetireAustralia, Longroad Energy, and Galileo Green Energy
- 2. Subsidiaries include Infratil's investments in Trustpower, Qscan, Pacific Radiology, Wellington Airport and Gurīn Energy

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Appendix II Movements in Wholly Owned Group Net Bank Debt

The **Wholly Owned Group** comprises Infratil and its wholly-owned subsidiaries and excludes Trustpower, Tilt Renewables, Wellington Airport, Qscan Group, Pacific Radiology, Gurin Energy, CDC Data Centres, Vodafone NZ, RetireAustralia, Longroad Energy, Kao Data and Galileo Green Energy

Wholly Owned Net Bank Debt comprises the drawn bank facilities (net of cash on hand) of Infratil's wholly owned subsidiaries



30 September (\$Millions)	
Opening Wholly Owned Net Bank Debt – 1 April 2021	(328.2)
Trustpower dividend	29.6
Tilt Renewables dividend	16.1
Clearvision dividend	1.6
Vodafone distributions and shareholder loan interest payments	24.5
CDC distributions and shareholder loan interest payments	5.8
Longroad Energy distributions and capital return	44.8
Annual Incentive Fee (FY2020 Second and FY2021 First Instalment)	(116.2)
Net interest	(36.6)
Other operating cashflows	(32.5)
Sale of Tilt Renewables	1,959.3
Sale of ASIP	44.8
Receipt of NZ Bus depot contingent consideration	16.1
FY2021 Final Dividend	(83.1)
IFT220 bond maturity	(93.9)
IFT310 bond issue	101.2
Pacific Radiology investment	(313.6)
Kao Data investment	(73.6)
Other investing and financing cashflows	(51.8)
Closing Wholly Owned Net Bank Debt/(Cash)	1,116.4
Longroad Energy	(35.0)
CDC Data Centres	(11.1)
Gurīn Energy	(2.8)
Other	(2.9)
Net other investment & financing cashflows	(51.8)

Appendix III Guidance for the year ended 31 March 2022

Guidance is based on Infratil's continuing operations and assumes no major changes to the composition of the portfolio

Guidance is based on Infratil management's current expectations and assumptions about the trading performance, is subject to risks and uncertainties, and dependent on prevailing market conditions continuing throughout the outlook period



Guidance

- Infratil issues guidance on a proportionate EBITDAF basis. Proportionate EBITDAF shows Infratil's share of the EBITDAF of the companies it has invested in, less Infratil's operating costs, excluding discontinued operations, and before incentive fees
- Infratil first issued guidance for the year ending 31 March 2022 ('FY2022') on 19 May 2021. This was released alongside the full year results announcement for the year ended 31 March 2022. The initial guidance range from continuing operations was set at \$470-\$520 million
- Following completion of the Pacific Radiology acquisition on 31 May 2021 the guidance range was increased to \$505 to \$550 million, which included a 10-month contribution from Pacific Radiology. This guidance was maintained at the Annual Meeting on 19 August 2021
- FY2022 Proportionate EBITDAF guidance has been narrowed to \$500-\$530 million at the interim results announcement to
 reflect the acquisitions of Kao Data and Gurin Energy during the period, which are forecast to be a net cost of \$12 million,
 and to reflect the current estimates of the full year impact of Covid-19 on Wellington Airport and Infratil's diagnostic
 imaging businesses
- Current guidance contains the following material components:
 - CDC Data Centres EBITDAF of A\$160-\$170 million (Infratil share: 48.0%) unchanged
 - Vodafone EBITDAF of \$480-\$510 million (Infratil share: 49.9%) unchanged
 - Trustpower EBITDAF of \$210-\$225 million (Infratil share: 51.0%) per Trustpower release
 - Wellington Airport EBITDAF of \$55-\$65 million (Infratil share: 66%) revised
 - Qscan Group EBITDAF of A\$65-\$70 million (Infratil share: 56.3%) forecasting lower end
 - Pacific Radiology EBITDAF of \$61-\$65 million¹ (Infratil share: 51.0%) unchanged
 - Tilt Renewables is excluded from guidance from continuing operations
- The range has not been adjusted for the possible impact of the IFRIC clarification relating to the accounting treatment of software-as-a-service and assumes a full contribution from Trustpower Retail

Notes

1. Excluding transaction expenses





Six Month Score Card

April

Jason Boyes succeeds Marko Bogoievski as CEO effective from 1 April 2021. Jason is the third CEO in Infratil's 27 year history.

Wellington Airport welcomes its first trans-Tasman, quarantine-free flight in over a year.

Tilt Renewables sale price increased from NZ\$7.80 to NZ\$8.10 per share.

May

After almost 30 years, Vodafone shut down its dial-up internet service on 31 May 2021 (and 3.5 cps imputation credits).

Infratil announces a new offer of Infrastructure Bonds maturing in December 2027 with a coupon of 3.60% per annum.

Infratil undertakes the acquisition of a 53.5% stake in Pacific Radiology for \$313.6 million.

June

Infratil pays a 11.5cps final cash dividend for FY2021 (and 3.5 cps imputation credits).

Trustpower announces the conditional sale of its utility retail business to Mercury Energy for \$441 million.

CDC achieves 'Certified Strategic' accreditation under the Australian Federal Government's hosting framework across all its Australian data centre facilities

RetireAustralia officially opens its first vertical village, The Verge, which overlooks the Burleigh golf course.

July

Longroad Energy completes construction on the 199MW Sun Streams 2 solar project in Arizona.

Pacific Radiology opens two new clinics in Rolleston and Wellington with continued investment in leading high-tech medical equipment.

The New Zealand Government suspends trans-Tasman, quarantine-free flights.

August

Infratil completes the \$2.0 billion sale of its 65.15% stake in Tilt Renewables.

Trustpower announces its new generation business name, Manawa Energy.

The New Zealand Government reinstates Covid-19 restrictions across the country.

Vodafone adds Manawatū-Whanganui to its 5G coverage.

Longroad commences construction of 26MW distributed solar project in Maine and completes construction of the 331MW Prospero 2 solar project in Texas.

September

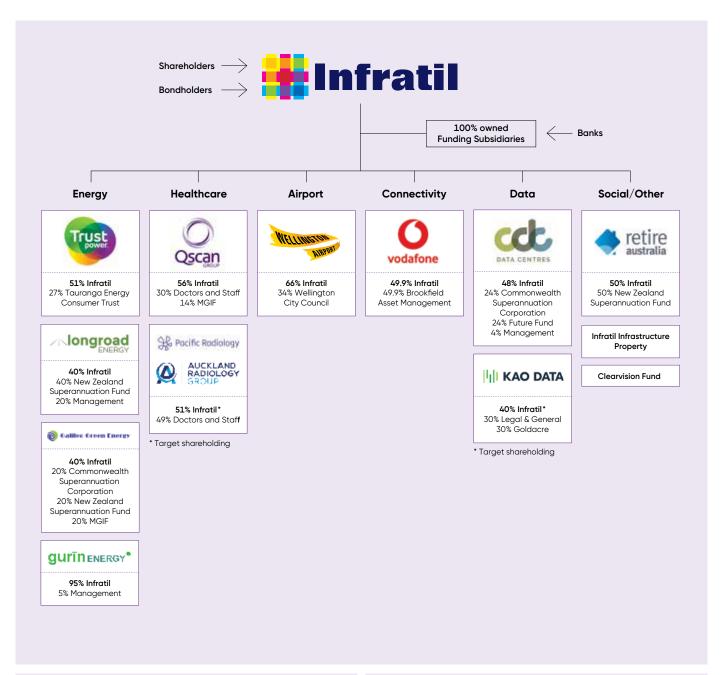
Infratil announces a US\$233 million investment to establish Gurīn Energy, a renewable energy development platform headquartered in Singapore which will focus on projects across Asia.

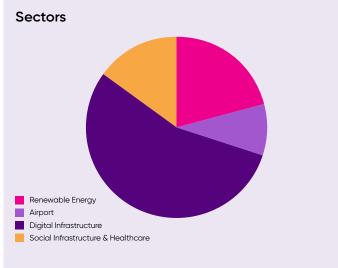
Infratil commits £120-130 million of growth capital to London data centre business Kao Data.

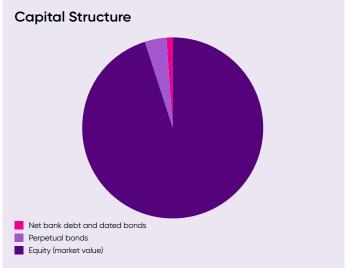
Wellington Airport issues \$125 million of 3.32% 10-year bonds.

Infratil announces its investment in Auckland Radiology Group on 4 October.

Corporate Structure







Financial Highlights

Infratil has continued to perform strongly despite the challenges posed by the pandemic. Many of Infratil's companies provide essential services and are demonstrating their resilience and the benefits of Infratil's diversification.

The net parent surplus for the six months ended 30 September 2021 was \$1,080.6 million, up from \$27.8 million in the prior period. The key contributor to the surplus was the \$1,014.7 million gain recorded on the sale of Tilt Renewables. A detailed overview of the 23-year history of Infratil's investment in Tilt Renewables was provided in Infratil's most recent Annual Report, dating back to the construction of the Tararua Wind Farm.

Over the period Infratil continued to invest, with \$833.8 million invested either through its portfolio companies, or directly. This included the acquisition of Pacific Radiology (\$313.6 million), the acquisition of a stake in Kao Data (\$73.6 million) and the establishment of Gurin Energy. These investments were focused across Infratil's core platforms, Digital Infrastructure, Renewables and Social Infrastructure.

	30 September 2021	30 September 2020
Net parent surplus	\$1,080.6 million	\$27.8 million
Proportionate EBITDAF ¹	\$253.6 million	\$197.9 million
Proportionate capital expenditure ²	\$833.8 million	\$488.9 million
Net debt ³	\$280.9 million	\$1,389.6 million
Dividends declared	6.50 cps cash 2.53 cps imputation	6.25 cps cash 1.75 cps imputation
Shareholder returns (6 months)	13.2%	32.1%

^{1.} EBITDAF is a non-GAAP measure of net earnings before interest, tax, depreciation, amortisation, financial derivative movements, revaluations, and non-operating gains or losses on the sales of investments and assets. EBITDAF does not have a standardised meaning and should not be viewed in isolation, nor considered a substitute for measures reported in accordance with NZ IFRS, as it may not be comparable to similar financial information presented by other entities. Proportionate EBITDAF shows Infratil's operating costs and its share of the EBITDAF of the companies it has invested in. It excludes discontinued operations and management incentive fees. A reconciliation of net profit after tax to Proportionate EBITDAF is provided in the 30 September 2021 Interim

^{2.} Infratil's share of the capital expenditure of investee companies, and investments made by Infratil.

^{3.} Infratil Corporate and 100% subsidiaries.

Report of the Chief Executive



Having reported a billion dollar net parent surplus, the six months saw good broadbased progress on our goal of long-term returns for Infratil's shareholders:

CDC's A\$1 billion of construction will next year deliver over 100MW of data centre capacity in Canberra, Sydney and Auckland, with more to come, notably in Melbourne.

Infratil's establishment of Gurīn Energy to develop renewable generation in Asia means we are now active in this field in Australasia, USA, Europe and Asia. All told the Infratil group has built 3,530MW of solar, wind, and hydro generation capacity and we expect to more than double that over the next decade.

Trustpower has conditionally divested its utilities retailing activities, illustrating our focus on returns and management of capital.

We are well underway in healthcare with our investments in Qscan, Pacific Radiology and Auckland Radiology and better understanding the potential of technology to improve lives and lower healthcare costs.

Vodafone is showing the gains possible from localisation of management and focusing on better, simpler services.

RetireAustralia and Wellington Airport, our businesses most adversely affected by Covid-19, are both showing operational resilience and a capacity to deliver value growth through investment.

Capital allocation. Business efficiency. Risk management

Our approach to delivering good risk-adjusted returns for shareholders has three key aspects; Capital allocation. Business efficiency. Risk management. To comment on CDC, as Infratil's largest investment, and medical diagnosis as the newest.

When we acquired 48% of CDC in FY2017 for \$411.5 million the company had 40MW of capacity and earnings of \$50 million. The most recent independent valuation of CDC at 30 June 2021 valued Infratil's investment in the range of A\$2.3–2.5 billion.

A\$1 billion of construction is underway with more to follow. Earnings' risk has been materially reduced by contracting long-term utilisation of facilities. And CDC is achieving best-in-class construction and operating efficiency and environmental impact, as measured by use of water for cooling and procurement of renewably generated electricity.

Over the last year we invested \$686.9 million acquiring shareholdings in Qscan, Pacific Radiology and Auckland Radiology. Our co-shareholders in these business are doctors and other staff.

The attraction of diagnostic businesses is simply that their technology + expertise delivers demonstrably better care at significantly lower cost. And this is only one of the medical sectors where this is happening. Private provision of health services isn't immune to political interventions, but it offers immense potential.

Climate Change

If Covid-19 is the immediate challenge, climate change is harder and longer term.

By 31 March 2022 Infratil will have been operating for 28 years, and 28 more years gets us to 2050 and net-zero.

We can be proud of what we have achieved over the first 28 years.

Trustpower, Longroad, and Tilt built 3,530MW of renewable generation capacity, sufficient electricity for about 1.4 million households, producing 4.3 million tonnes less emissions than gas-fired generation (about 10% of all New Zealand's CO₂ emissions).

Companies have a large role in delivering net zero. A recent report calculated that the combined emissions of the 40 highest emitting companies in each of the USA and Europe were greater than the entire emissions of either Africa or South America. 40 companies equals a continent!

But for companies to deliver requires predictable policies and regulations. A plethora of policies are emerging to reduce emissions, but are they coherent, will outcomes be predictable, will consumers and companies change their behaviour?

Infratil made submissions on the incipient New Zealand policies with the key theme that regulations and government spending should be compatible with long-term investment decisions and link with a reliable price for emissions.

Emissions use to cost emitters and consumers nothing (whether from electricity generation, cars, aircraft, industrial processes, etc). Now, the cost of a return airline ticket Auckland-Wellington includes about \$9 for emissions. The emissions of a car doing that round trip costs about \$21. Costs send signals which companies and consumers factor into decisions. \$21 of carbon charges on a 1,400 kilometre road trip may not cause a motorist to buy an electric vehicle, but eventually price "works".

At Infratil we are setting expectations across our businesses to provide reporting on emissions and targets. But we want to put a cost on the emissions. A goal like

"30% reduction by 2030" is fine for now, but we may be able to do more if we know the costs and benefits in a financial as well as environmental sense.

Shareholder Returns

Over the six months Infratil paid dividends of 15 cents per share (11.5 cps cash and 3.5 cps imputation credits) and the share price rose from \$7.13 to \$7.96.

For the current period Infratil is to pay a dividend of 9.03 cps (6.5cps cash and 2.53 cps imputation credits), 13% higher than last year, (the cash is up 4%).

The payment is to be on 23 December to shareholders of record as at 6 December.

Obviously Infratil's profit for the period and financial circumstances would have allowed a far larger payment. We stuck to gradually increasing the pay-out as operating earnings grow rather than providing a windfall.

We believe that shareholders would rather have a solid sustainably rising dividend than surprises, even pleasant ones, and while Infratil has over \$1 billion of capital available for investment or return to shareholders, we are confident the majority of shareholders would rather we invest on their behalf, and we are confident we can productively deploy this capital.

DRP

The dividend reinvestment plan is again operating. We know that many individual shareholders value the convenience.

Liabilities & Risks

With receipt of the Tilt sale proceeds, Infratil has little net debt. However, we are conscious that inflation and nominal interest rates are rising, and there are hard to quantify risks from government debt, geo-political tension, wealthinequality, Covid-19 and climate change.

I am confident we are doing a good job managing the risks we can manage, and while there are an unusual number of other threats, we have a strong capital base and our activities are diversified.

Guidance

Our FY2022 Proportionate EBITDAF guidance range has been narrowed to \$500-\$530 million (previously \$505-\$550 million).

The top end of the range has been revised to reflect the acquisitions of Kao Data and Gurin Energy during the period, which are forecast to be a net cost of \$12 million, and to reflect the current estimates of the full year impact of Covid-19 on Wellington Airport and Infratil's diagnostic imaging businesses.

It is worth noting the recent purchases of ASX listed companies Sydney Airport, AusNet and Spark Infrastructure for a combined \$41 billion. In each case the acquisition values anticipate a full earnings recovery as covid-restrictions are relaxed. The transactions are indicative of the investment appetite of institutional investors. This is positive for the value of Infratil's assets.

It also means that Infratil's investment activities have to avoid competing with those with very deep pockets, which we have shown we can do with Kao Data, Gurīn Energy and medical diagnostics.

These are stressful times, lockdowns, missing important family, business and social activities. Plans and expectations have gone west. "Keep calm and carry on" sounds corny, but I hope we can be generous to those doing it hard.

Jason Boyes
Chief Executive

Report of the Board Chair

The last six months have been a period of significant activity, as Infratil transitioned to a new Chief Executive and dealt with the continuing challenges posed by the Covid-19 pandemic.

One of a board's key responsibilities is selecting a Chief Executive.

We were very fortunate to have Marko Bogoievski, who stood down on 1 April. Marko has been an outstanding leader for Infratil since taking over the reins in 2009, leading an investment and portfolio strategy which has delivered remarkable results.

Early investments in emerging infrastructure themes were a hallmark of Marko's time. These included fuel distribution, data and connectivity, global renewables development platforms, and, most recently, the investment into our healthcare portfolio.

In Jason Boyes, we have an excellent new CEO and the transition has been seamless, as the half year results show.

The Board is highly confident that, with Jason's skills and experience coupled with the support of a seasoned team, we have the capability required to successfully implement our strategy.

Capital allocation and risks are always front of mind. Activity over the period included the sale of Tilt Renewables, sale of the retail operations of Trustpower, and the refinancing and extension of our bank facilities. We also received a very positive response to our last bond issue.

This puts us in an unusually secure position. In the context of uncertainties such as rising interest rates, more interventionist Government policies, helter skelter energy markets, and Covid-19

disruptions, we are comfortable to be in this position.

However, our job isn't to sit on cash earning 1%. It is to build sustainable, long-term value for shareholders. We are fortunate to have subsidiaries that will do much of the work by growing and investing in their own activities. Additionally, we are also willing to invest directly in "early stage" companies. Gurīn Energy and Kao Data are in this category.

Gurin Energy combines the local knowledge and sector expertise of the Singapore based management team lead by Dr Assaad Razzouk, with the not inconsiderable renewables development capability, financial resources, and investment discipline of Infratil. The success of Tilt Renewables and Longroad Energy enabled Infratil to establish Gurin with a team who are responsible for developing over 5,000MW of renewable generation capacity in Asia – a track record and legacy we expect to build on.

We are pleased with our recent investment decisions, but many proposals do not get over the line, often because of the price being asked for growth.

With Pacific Radiology, Qscan and Auckland Radiology, we did pay for both existing operations and their potential. We believe there are enormous opportunities to deploy technology to deliver better healthcare at lower cost. This goes beyond diagnostic imaging.

One of the largest uncertainties we are all dealing with relates to climate change. We know there will be continuing changes to weather patterns, that carbon emissions are unsustainable, and this will require unprecedented government policy alignment across the globe.

Infratil's first ever investment was into renewable generation, and renewables are a central thematic to our strategic

thinking. With global emissions rising we need to be certain we understand how any investment will impact our environmental footprint. We are putting a lot of effort into developing detailed metrics that will help us more accurately measure the impact of our activities across a range of factors. If we are looking to build sustainable long-term value for shareholders, then by definition, this work is critical.

Some of the policies being developed by Governments to reduce emissions are problematic. We have actively engaged in policy debate and participated in consultations. We believe there should be a cost on emissions. A functioning international emissions pricing system is the subject of intense discussion in Glasgow at COP26. We hope they get it right as it is a long way from where it needs to be.

A final point. New Zealand is seeing the emergence of a new group of shareholders operating through low-cost investment platforms like Sharesies and Hatch. Infratil now has 12,000 individual shareholders through the former. They own on average of just over \$1,000 of our shares. We hope we can reward their support, and we also hope they get to know Infratil. To help with this we are updating our website structure and content.

To all our shareholders and bondholders thank you for your support, it is very much appreciated.

Mark Tume Chair

Martinue



Communication with Shareholders & Bondholders

Over the six months to 30 September 2021 the following meetings were held with share and bond holders.

In all cases there were opportunities for attendees to provide feedback and raise questions and concerns with directors and management.

- The Annual Meeting on 19 August; including shareholder resolutions, a speech by the Chair on governance and strategy, and a presentation by management on activities and prospects.
- The annual results announcement on 29 May and interim results announcement on 12 November.
- The annual cycle of presentations to shareholders around New Zealand which ran from 31 May to 22 June.

The Annual Meeting

The Annual Meeting was again impacted by Covid-19 lockdown restrictions. All of the following participated from their own homes; the Chair Mark Tume and all the other directors, auditors, legal advisers, members of Infratil's management and the management of Infratil's subsidiaries. A record of the meeting is available on Infratil's website, as is the manager

presentation, and the details of the formal aspects of the meeting (voting results).

396 people participated in the meeting remotely. A number submitted questions.

Shareholder Presentations

The annual series of presentations to shareholders and bondholders ran across 15 meetings from 31 May 2021 to 22 June 2021. Meetings were held in Invercargill, Dunedin, Queenstown, Christchurch, Nelson, Wellington, Kāpiti, Palmerston North, Napier, New Plymouth, Rotorua, Tauranga, Hamilton, Auckland, and the North Shore.

Approximately 2,000 people attended across the country. The meetings entailed a 45-minute presentation by two or three members of Infratil's management, about 15 minutes of Q&A, followed by light refreshments where attendees could have one-on-one time with management. Attendees were surveyed after the presentations. 97% of people found that it helped them understand Infratil's goals, strategy, circumstances and prospects. 94% felt they had a good opportunity to talk to management and have their questions addressed. The topics of greatest interest were Infratil's strategies and areas of opportunity. The others are

shown in the pie chart.

Often similar questions were asked at many of the meetings. The most common ones were:

"Why did you sell Tilt Renewables? Does this mean that you are now no longer looking to invest in renewables? What is the plan to reinvest the proceeds from the sale of Tilt Renewables?"

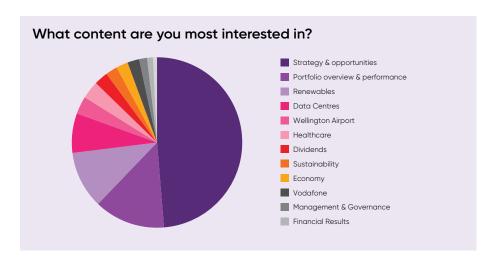
There is huge demand for more renewable generation on both sides of the Tasman. The key justification for selling was that the sale price offered for the Australian assets placed a large value on Tilt's development pipeline; we estimated about \$1 billion.

We had to ask ourselves, should we hold on to our stake and capture that value over the next several years by Tilt Renewables progressing the developments? Or could we take that \$1 billion and invest it elsewhere, ideally where Infratil would end up with both \$1 billion and the returns we have generated on that \$1 billion. Because Infratil investor companies are actively undertaking renewables projects in Europe, Asia and the USA we have both high confidence that we can find uses for it and grow the \$1 billion.

"What is happening with Wellington Airport's runway extension?"

At present the project is bogged down in the regulatory, legal and consenting process. However, the Airport is committed to the project, but the reasons for the construction have become more nuanced. One of the Airport's absolute priorities is a safe and functional airfield. To deliver on these criteria the Airport is going to have to replace the seawall which was built in the 1950s and 1970s. Rising sea levels and more devastating storms means this has to happen, sooner than later.

Another related consideration is making sure that the airfield has appropriate safety allowances at each end (called the Runway End Safety Areas, "RESA").



At present the RESA is 90 metres but depending on the aircraft used by the airlines servicing Wellington it may be desirable to increase this to 140 metres. The third reason for extending the airfield would be to improve Wellington's connectivity with the rest of the world via services which could fly direct to Asia and North America rather than via stop-offs. This is more of a commercial and environmental consideration than one related to resilience and safety. "What happened to the AustralianSuper

During 2020, Infratil's independent directors were approached with two takeover offers from AustralianSuper. The board rejected these offers as undervaluing Infratil's assets and not reflecting the potential of Infratil to continue to deliver for its shareholders. Feedback on the decision was mostly positive. In particular, several business journalists noted that Infratil provides New Zealand investors with something

takeover offer?"

quite unique, and its takeover would leave a real hole.

"Is CDC interested in building a data centre at Tiwai Point?"

CDC's developments are customer-led and if customers were to demand a substantial new data centre in Invercargill, CDC would investigate a development. However, at present CDC isn't aware of such demand.

It is worth noting that CDC's customers tend to require immediate proximity to their data and processing, so that access is instantaneous. This is the rationale behind CDC having data centres in Canberra and Sydney and building in Auckland (and soon Melbourne). Some data centres store data where speed of access isn't so critical, which would likely be the case if a data centre was developed in Invercargill.

"What do shareholders get for the Management fees paid to Morrison & Co?" There is little difference between Morrison & Co's day-to-day responsibilities and those of any corporate management team. The same can be said about the board.

Board and management set corporate goals, strategies, and risk parameters. Management executes the goals and the board monitors management's performance and makes the final decisions about investments and divestments.

There are probably two key points of difference relative to the management team which Infratil would employ were it hiring people one at a time. One is that Morrison & Co employs many more people than a company of Infratil's size could afford. This is because Morrison & Co also manages investments for other parties. A second is that Morrison & Co must absolutely prioritise returns to shareholders. Of course, regular management would too, but a threat to one or two people should they under-perform isn't quite as powerful as a threat to a whole team.



ESG performance

We believe that benchmarking the performance of Infratil and its investments using industry recognised ESG rating systems provides valuable insights into the maturity of ESG approaches on an absolute and relative basis.

Robust ESG benchmarking also informs investment and asset management priorities, and simplifies the communication of ESG performance to stakeholders. In 2020, Infratil and three of its portfolio entities successfully piloted the GRESB Infrastructure Assessment and we subsequently sought broader participation across the portfolio in 2021.

The GRESB Infrastructure Fund Assessment was launched in 2015 and assesses the ESG performance of infrastructure funds and investment companies. The assessment is split into two key areas – 'Management' and 'Performance'.

Management considers ESG leadership, policies, reporting, risk management and stakeholder engagement, and is focused on the systems and processes that have been established by the organisation's management team.

Performance is the Net Asset Value (NAV) weighted average GRESB performance of the entity's underlying investments (a score of zero is allocated to investments that do not participate).

The GRESB Infrastructure Asset Assessment assesses the ESG performance of individual infrastructure assets. The assessment also includes two key focus areas, 'Management' and 'Performance'.

For assets, the **Management** aspect considers the six aspects noted previously. The **Performance** aspect, which has a 60% weighting, considers the extent of reporting on environmental, safety and social sustainability performance and rewards entities that have established targets for each ESG metric.

Participants in the Fund Assessment are assigned three GRESB scores:

- Management score: Performance against the five ESG indicators that consider the management of the fund/ investment company.
- **2. Performance score:** The weighted average performance of the entity's underlying investments.
- 3. Overall GRESB score: Combination of the entity's Management score (30% weighting) with its Performance score (70% weighting).

In 2021, Infratil achieved an outstanding Management score of 97% as part of its Fund Assessment. The chart (below left) demonstrates that Infratil outperformed its peers materially in several Management categories, particularly in ESG risk management and stakeholder engagement.

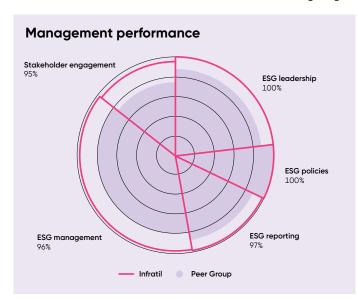
Nine portfolio entities participated in the Asset Assessment in 2021 - CDC Data Centres, Tilt Renewables, Trustpower, Vodafone, Wellington International Airport, Qscan, RetireAustralia, Longroad Energy and Galileo Green Energy.

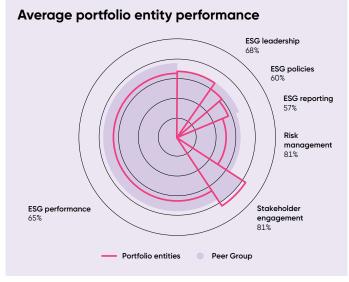
Infratil's Performance score (the NAV weighted average of the Portfolio Entities) was 63%.

Infratil's Management and Performance scores generated an overall GRESB Score of 73%.

The average of the scores achieved by Infratil's portfolio entities (by category) are described in the chart (below right). The chart also shows the average score that was achieved by sector peers.

The chart demonstrates that while there are several opportunities for Infratil's portfolio entities to improve their approach to ESG integration, the portfolio did not materially underperform the relevant peer groups.





Carbon emissions footprint

We are committed to measuring, monitoring and reducing the carbon emissions arising through Infratil's operations and investment portfolio, and have assessed Infratil's 2020 carbon footprint.

Carbon emissions data has been sourced from each entity's response to the GRESB Infrastructure Asset Assessment which rewards participating entities that comprehensively report on the carbon emissions arising through their operations, particularly Scope 1 and Scope 2 carbon emissions. The reporting of Scope 3 emissions is also encouraged (refer to definitions below).

To calculate Infratil's gross carbon emissions footprint each entity's data has been adjusted based on the equity ownership percentage held in each investment during the reporting period, and then aggregated.

Infratil's gross 2020 carbon emissions footprint (Scope 1 and 2) has been estimated at approximately 16,000 tonnes CO_2 -e.

To account for the carbon offsets delivered through energy suppliers' participation in New Zealand's Emissions Trading Scheme, the Scope 1 and 2 carbon emissions for each New Zealand based entity have been adjusted from Infratil's gross carbon footprint to calculate its net footprint.

Infratil's net carbon emissions footprint for 2020 (Scope 1 and 2) has been estimated at approximately 7,000 tonnes CO₂-e.

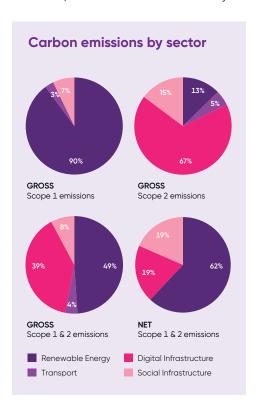
The charts (right) demonstrate that Infratil's renewable energy businesses were the primary contributors to its carbon emissions footprint, predominantly due to the use of diesel during construction.

Investments in the Digital Infrastructure sector also made a significant contribution to Infratil's gross footprint, primarily due to Vodafone's electricity requirements.

It should be noted that the carbon emissions data excludes Qscan, Pacific Radiology (acquired after the reporting period), ASIP, Infratil Infrastructure Property and Clearvision Ventures. The data only includes Tilt Renewables' Australian operations, and carbon emissions associated with CDC Data Centres' tenants' IT equipment and ancillary

systems e.g., cooling has been excluded as it is considered to be Scope 3 for Infratil. The data has not been independently verified or assured.

Infratil's carbon emissions footprint will be measured, verified and disclosed annually.



Corporate carbon emissions sources

Scope 1 emissions arise through the direct combustion of fossil fuels by organisations e.g., natural gas for heating, fuel for vehicles and plant, and the leakage of other greenhouse gases such as refrigerants.

Scope 2 emissions are associated with the carbon emissions of the electricity being purchased and consumed by an organisation.

Scope 3 emissions are those that typically arise in an organisation's value chain, particularly where the organisation has limited control e.g., the emissions associated with corporate air travel, cloud based data storage and employee commuting. While information relating to Scope 3 emissions is becoming available, a complete dataset for Infratil is not available at this time.

Financial Trends

These graphs have been chosen to illustrate the key financial trends over the last decade.

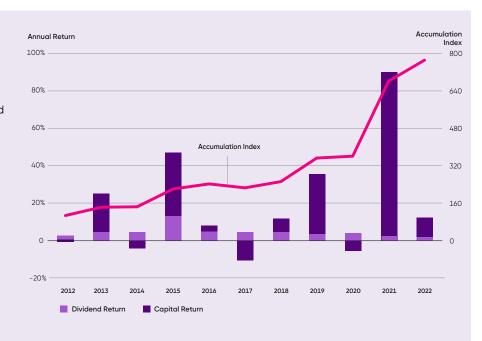
For FY2022 shareholder returns, assets and funding are as at 30 September 2021. Proportionate EBITDAF and investment are annualised based on the latest forecasts and guidance.

Shareholder Returns

Between 1 October 2011 and 30 September 2021 Infratil provided its shareholders with an after-tax return of 22.7% per annum.

\$100 invested at the start of the period would have compounded to \$775 by the end if all distributions were reinvested.

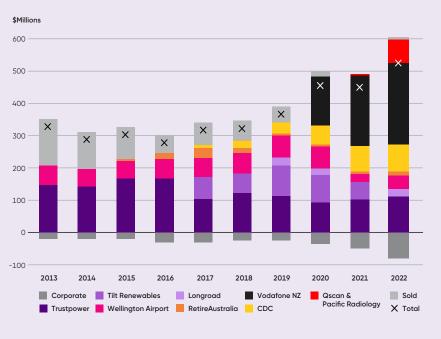
The graphs show six month returns for 2012 and 2022 and full years in between.



Proportionate EBITDAF¹

The calculation of proportionate EBITDAF is outlined on page 3 of this report. It is intended to show Infratil's share of the earnings of the companies in which it has a shareholding.

The figures include the contribution of assets held for sale and disposed over the period.

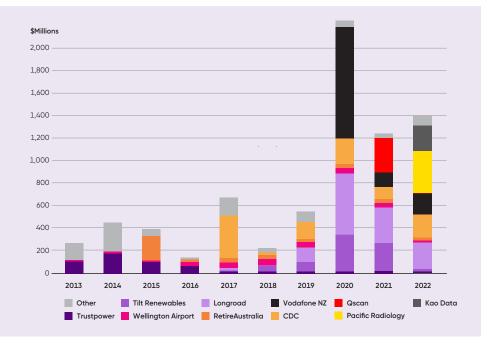


 ${\bf 1.}\ \ {\bf Proportionate\ EBITDAF\ is\ an\ unaudited\ non-GAAP\ measure\ and\ is\ defined\ on\ page\ 3.}$

Proportionate Capital Investment

Over the decade Infratil has invested over \$7 billion, with the majority undertaken by investee companies.

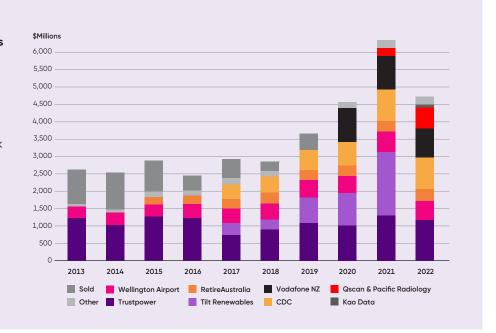
Funding for new investments has been provided by operating cashflows, debt, equity issuance and divestments.



Infratil Assets

This graph shows the book values of Infratil's unlisted assets and the NZX values of those listed. In some cases, these values can be lower than fair value (private market valuations).

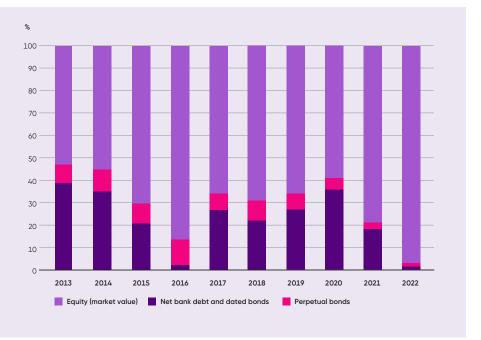
This is highlighted by Infratil's investment in CDC Data Centres which has a current book value of \$899.2 million compared to an independent valuation at 30 June 2021 of A\$2,313-2,469 million.



Infratil Funding

Infratil uses a mix of debt and equity funding which is bound by Infratil's policy of maintaining credit metrics which are broadly consistent with an Investment Grade credit rating (Infratil is not credit rated).

Changes to the relative funding occurs as businesses are sold and acquired as seen at 30 September 2021 following the receipt of the Tilt proceeds.



Financial Performance & Position

Infratil provides audited financial statements annually for years to 31 March. The six month interim accounts to 30 September are reviewed by Infratil's auditors but not audited. A summary of the interim accounts is provided in this report. The full financial statements are available by contacting Infratil or on its website.

Infratil consolidates companies when it owns more than 50%, including Trustpower, Wellington Airport, Qscan and Pacific Radiology. Associates such as CDC Data Centres, Vodafone New Zealand, Longroad Energy and RetireAustralia are not consolidated. For those investments, the EBITDAF column shows 100% of their EBITDAF and the "Revaluations and other adjustments" column includes the adjustment required to reconcile Infratil's share of their net surplus after tax. The contribution of Pacific Radiology is for the period since its acquisition on 31 May 2021.

Six months ended 30 September 2021

Total		\$556.5	(\$75.4)	(\$86.9)	(\$55.1)	\$791.2	(\$49.7)	\$1,080.6
Trustpower Retail	51%	\$15.8	(\$12.6)	(\$0.6)	(\$0.7)		-	\$1.9
Tilt Renewables	65%	\$12.1	(\$19.5)	(\$6.3)	\$3.7	\$1,002.0	\$7.9	\$999.9
Total (continuing)		\$528.6	(\$43.3)	(\$80.0)	(\$58.1)	(\$210.8)	(\$57.6)	\$78.8
Corporate & Other	-	(\$50.6)	_	(\$38.2)	(\$2.3)	(\$1.8)	-	(\$92.9)
RetireAustralia	50%	\$12.6	_	_	-	\$16.2	-	\$28.8
Pacific Radiology	53%	\$22.2	(\$2.6)	(\$5.5)	(\$3.3)	(\$20.9)	\$4.6	(\$5.5)
Qscan Group	56%	\$33.1	(\$14.4)	(\$9.4)	(\$3.5)		(\$2.5)	\$3.3
Wellington Airport	66%	\$31.5	(\$14.4)	(\$12.5)	(\$3.6)	\$2.1	(\$1.1)	\$2.0
Longroad Energy	40%	\$41.8	_		-	(\$17.3)	-	\$24.5
Trustpower	51%	\$106.4	(\$11.9)	(\$14.4)	(\$45.4)	\$78.5	(\$58.6)	\$54.6
Vodafone	50%	\$251.8	-		-	(\$242.8)	-	\$9.0
CDC Data Centres	48%	\$79.8	-	-	-	(\$24.8)	-	\$55.0
\$Millions	Share	EBITDAF 100%	D&A	Interest	Tax	Revaluations & other adjustments	Minorities	Infratil's share of net surplus after tax

Six months ended 30 September 2020

\$Millions	Share	EBITDAF 100%	D&A	Interest	Tax	Revaluations & other adjustments	Minorities	Infratil's share of net surplus after tax
CDC Data Centres	48%	\$79.1	-	-	-	\$29.4	-	\$108.5
Vodafone	50%	\$224.7	-		-	(\$240.3)	-	(\$15.6)
Trustpower	51%	\$92.1	(\$10.7)	(\$14.4)	(\$11.5)	(\$26.5)	(\$16.7)	\$12.3
Longroad Energy	40%	\$27.8	-		-	(\$41.6)	-	(\$13.8)
Wellington Airport	66%	\$10.9	(\$13.5)	(\$12.9)	\$8.2	\$4.5	(\$2.6)	(\$5.4)
RetireAustralia	50%	\$10.2	-	-	-	(\$3.8)	-	\$6.4
Corporate & Other		(\$81.2)	-	(\$38.6)	\$12.7	\$19.1	-	(\$88.0)
Total (continuing)		\$363.6	(\$24.2)	(\$65.9)	\$9.4	(\$259.2)	(\$19.3)	\$4.4
Tilt Renewables	65%	\$34.1	(\$21.8)	(\$5.5)	(\$12.5)	\$34.4	(\$9.9)	\$18.8
Trustpower Retail	51%	\$18.3	(\$11.2)	(\$0.7)	(\$1.8)	_	-	\$4.6
Total		\$416.0	(\$57.2)	(\$72.1)	(\$4.9)	(\$224.8)	(\$29.2)	\$27.8
·								

Consolidated Results

The net parent surplus for the six months ended 30 September 2021 was \$1,080.6 million, up from \$27.8 million in the prior period.

The key contributor to the surplus was the \$1,014.7 million gain recorded on the sale of Tilt Renewables. The other notable change from the prior period includes the contributions from Qscan and Pacific Radiology, which have both been acquired in the last 12 months and are consolidated by Infratil.

Recognised in the gain on sale is a \$122.1 million realised incentive fee accrual relating to the sale of Tilt Renewables.

Discontinued operations include the gain on sale, as well as the operating results of both Tilt Renewables and Trustpower's Retail business for the period.

Six months ended 30 September (\$Millions)	2021	2020
·	\$541.1	\$244.1
Operating revenue	φυ41.1	Ψ244.1
Operating expenses	(\$289.8)	(\$76.7)
International Portfolio incentive fee	(\$9.4)	(\$57.7)
Depreciation & amortisation	(\$43.2)	(\$24.2)
Net interest	(\$80.0)	(\$65.9)
Tax expense	(\$58.1)	\$9.4
Realisations and Revaluations	\$75.8	(\$5.4)
Discontinued operations	\$993.9	\$33.4
Net surplus after tax	\$1,130.3	\$57.0
Minority earnings	(\$49.7)	(\$29.2)
Net parent surplus	\$1,080.6	\$27.8

Proportionate EBITDAF

Proportionate EBITDAF is intended to show Infratil's share of the earnings of the companies in which it has a shareholding.

Proportionate EBITDAF is shown from continuing operations and includes corporate and management costs, however, excludes international portfolio incentive fees and contributions from businesses sold, or held for sale.

To illustrate the calculation of Proportionate EBITDAF, Infratil owns 48.0% of CDC Data Centres, CDC Centres' EBITDAF for the period was A\$75.2 million, and 48% of that translated into NZD is \$38.3 million.

Total		\$260.0	\$171.8
Trustpower Retail	51%	\$8.0	\$9.3
Tilt Renewables	66%	\$7.8	\$22.3
International Portfolio incentive fees		(\$9.4)	(\$57.7)
Proportionate EBITDAF ¹		\$253.6	\$197.9
Corporate & Other		(\$36.6)	(\$20.9)
RetireAustralia	50%	\$6.3	\$5.1
Pacific Radiology	53%	\$12.4	_
Qscan Group	56%	\$18.7	-
Wellington Airport	66%	\$20.8	\$7.2
Longroad Energy	40%	\$13.7	\$9.4
Trustpower	51%	\$54.4	\$47.0
Vodafone	50%	\$125.6	\$112.1
CDC Data Centres	48%	\$38.3	\$38.0
Six months ended 30 September (\$Millions)	Share	2021	2020

 ${\bf 1.}\ {\bf Proportionate}\ {\bf EBITDAF}\ {\bf is}\ {\bf an}\ {\bf unaudited}\ {\bf non-GAAP}\ {\bf measure}\ {\bf and}\ {\bf is}\ {\bf defined}\ {\bf on}\ {\bf page}\ {\bf 3.}$

Infratil and Wholly Owned Subsidiaries Operating Cash Flows

This table shows the operating cash flows of Infratil and its 100% subsidiaries.

Receipts include dividends from portfolio companies, interest and capital returns. Outgoings are primarily operating costs and interest payments. Corporate & Other includes \$27.9 million of management expenses.

The Incentive Fees paid during the period related to the second tranche of the FY2020 incentive fee and the first tranche of the FY2021 incentive fee.

Six months ended 30 September (\$Millions)	2021	2020
CDC Data Centres	\$5.8	
Vodafone	\$24.5	\$42.2
Trustpower	\$29.6	\$24.8
Tilt Renewables	\$16.1	\$179.6
Longroad Energy	\$44.8	\$19.1
Wellington Airport	-	\$37.5
Clearvision Ventures	\$1.6	_
Net interest paid	(\$36.6)	(\$34.2)
Corporate & Other	(\$32.5)	(\$30.5)
Operating cashflow	\$53.3	\$238.5
International Portfolio Incentive Fees	(\$116.2)	(\$41.7)
Operating cashflow (after incentive fees)	(\$62.9)	\$196.8

Proportionate Capital Expenditure and Investment

This table shows Infratil's share of the capital expenditure of investee companies, and investments made by Infratil during the period.

To illustrate the calculation of Proportionate capital expenditure, Infratil owns 49.9% of Vodafone, Vodafone's capital expenditure for the period was \$221.3 million, and 49.9% of that is \$110.5 million.

Investment undertaken by Infratil in the period amounted to \$390.0 million. This primarily included the investments in Pacific Radiology and Kao Data.

Six months ended 30 September (\$Millions)	Share	2021	2020
CDC Data Centres	48%	\$99.8	\$77.4
Vodafone	50%	\$110.5	\$44.9
Trustpower	51%	\$7.8	\$7.9
Tilt Renewables	65%	\$21.9	\$200.3
Longroad Energy	40%	\$189.1	\$113.9
Wellington Airport	66%	\$4.7	\$7.6
Qscan Group	56%	\$3.1	-
RetireAustralia	50%	\$6.9	\$15.4
Capital expenditure		\$443.8	\$467.4
Pacific Radiology		\$313.6	-
Kao Data		\$73.6	-
Other		\$2.8	\$21.5
Proportionate capital expenditure and investment		\$833.8	\$488.9

Infratil Assets Book Values This table shows the book values of Infratil's unlisted assets and the NZX values of the listed ones. The asset values in the table are presented in accordance with NZ IEEE

The asset values in the table are presented in accordance with NZ IFRS with the exception of Trustpower which is shown at its NZX value, Wellington Airport which reflects Infratil's share of net assets excluding deferred tax, and Qscan and Pacific Radiology which are shown as Infratil's initial investment amount.

Other includes Infratil Infrastructure Property, Galileo Green Energy, Gurīn Energy and Clearvision Ventures.

\$Millions	30 September 2021	31 March 2021
CDC Data Centres	\$899.2	\$873.0
Vodafone	\$846.7	\$857.3
Kao Data	\$72.6	_
Trustpower	\$1,167.7	\$1,314.7
Tilt Renewables	-	\$1,869.3
Longroad Energy	\$51.4	\$44.9
Wellington Airport	\$558.9	\$511.2
Qscan Group	\$309.6	\$309.6
Pacific Radiology	\$313.6	-
RetireAustralia	\$355.9	\$340.9
Other	\$181.0	\$238.1
Total	\$4,756.6	\$6,359.0

Infratil Funding and Capital Structure

This table shows the mix of debt and equity funding at Infratil's Corporate level.

Over the period, \$93.9 million of bonds matured of which \$54.8 million were exchanged for IFT310 bonds and the remaining \$39.2 million were repaid. A further \$47.6 million of IFT310 bonds were issued, taking the total issue to \$102.4 million, a net increase of \$8.5 million of bonds on issue.

There were no shares issued during the period, with the change in the market value of equity reflecting an increase in the Infratil share price from \$7.13 to \$7.96.

(\$Millions)	30 September 2021	31 March 2021
Net bank debt/(cash)	(\$1,114.4)	\$328.2
Infratil Infrastructure bonds	\$1,163.4	\$1,155.2
Infratil Perpetual bonds	\$231.9	\$231.9
Market value of equity	\$5,754.7	\$5,151.0
Total capital	\$6,035.6	\$6,866.3
Dated debt/total capital	0.8%	21.6%
Total debt/total capital	4.7%	25.0%

CDC Data Centres

Digital Infrastructure

Infratil 48%

Commonwealth Superannuation Corporation 24% Future Fund 24% Management 4%

From 40MW of capacity in 2017, CDC is on track to have 268MW in 2022, with a development capability for an additional 436MW.

In five years, CDC has gone from operating data centres at two Canberra campuses, to a third in Sydney, building two more in Auckland, and expanding into Melbourne. Growth opportunities in other Australian markets are also under assessment.

In a market where announcements about projected data centre capacity investments are now commonplace (and rarely include when construction will commence), CDC is distinguishing itself with over \$1 billion of construction underway adding 104MW of capacity and construction of a further 20MW expected to start shortly.

CDC's expansion to four geographies reflects both a desire to meet client demands and the benefits of being able to do so. Over the last three years, CDC has secured contracts for utilisation that have underpinned the economics of new capacity, allowing construction to be debt funded and locking in the value of new capacity before construction has even started. While current customer demand for capacity is not abating, CDC's scale and rising earnings are allowing consideration of projects where capacity can be built to also address expected forward demand.

The factors driving demand for capacity in CDC's facilities are intensifying.

Governments, companies and individuals are demanding their data is housed locally, both due to concerns about security and by the need for faster communication speeds between users and their data.

Meanwhile, the volume of data requiring storage is growing by over 50% per annum and the advantages of having computers and data housed in the type of specialist data centres that CDC owns is increasing.

The Australian Government's digitalisation plan is for 80% of its data to be stored electronically. With only 20% of its data stored electronically today, and the volume of data doubling every two years, demand for data storage will remain strong.

In response to the new requirements imposed by the Australian Government in March 2021, CDC was the first provider to achieve 'Certified Strategic' accreditation by the Australian Government for all of its data centres. In addition, only CDC achieved this status for all its capacity across all its Australian locations, while other operators were only able to provide limited enclaves within their centres capable of being certified. This provides a clear indication of CDC's ability to meet customer needs and provide a differentiated value proposition.

CDC's market leading position in Australia (and in due course New Zealand) is based

on meeting client needs as they arise, reflecting CDC's huge investment in capacity, the cost advantages generated by its construction and development expertise, local ownership, reliability and security credentials, track record, and the ability to more than double its presence in size and locations over the next two years.

CDC is also rising to the sustainability challenge. CDC was started with a clear vision to be a clean and green data centre provider and has a significant track record of using 100% renewably generated electricity in its facilities, along with operating zero-water cooling solutions, saving the environment tens of millions of litres of water per day. CDC has also achieved zero waste across its operations and is well on its journey to be recognised as the ESG leader of the industry.

Year ended 31 March Six months ended 30 September All A\$ unless noted	30 September 2021	30 September 2020	31 March 2021
Data Centre capacity (built) ¹	164MW	164MW	164MW
Capacity under construction	104MW	28MW	104MW
Development pipeline	436MW	362MW	286MW
Weighted average lease term (with options)	22.5 years	15.4 years	14.4 years
Rack utilisation	74%	64%	69%
Target PUE ²	1.19	n/a	n/a
EBITDAF	\$75.2m	\$73.8m	\$147.3m
Capital expenditure	\$195.8m	\$150.3m	\$231.6m
Net debt	\$1,219.6m	\$1,031.8m	\$1,041.4m
Infratil cash income (NZ\$)	\$5.8m	_	\$5.8m

- Built capacity is the total available power to support ICT load and cooling within a data centre. The presentation
 of MW capacity has been restated where necessary to reflect built capacity on a consistent basis across the
 portfolio. From time to time this will change, in particular as design and planning for future builds progresses.
- 2. PUE is a ratio defined as the power used by a data centre divided by the power used by the ICT equipment it houses. It shows how much power is used by IT equipment (which provides revenue) compared with the power used by all the data centres services, which also includes cooling, lighting and other equipment.

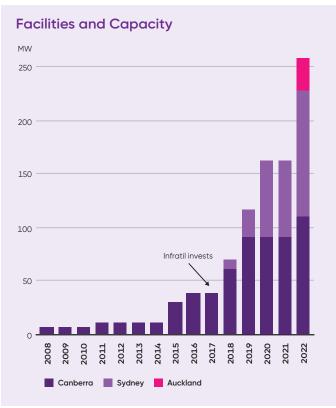
Well on its way to be the ESG leader of the industry, including through using 100% renewable power, zero waste and zero water cooling solutions.

Dollar for dollar charitable donation matching in place for donations from employees.

Employees given financial incentives and in-kind support to promote vaccination and support Covid-19 recovery.



Facility	Status	Built capacity (MW)
Hume 1 & 2	Operating	12
Hume 3	Operating	9
Hume 4	Operating	29
Hume 5	Under Construction	22
Fyshwick 1	Operating	19
Fyshwick 2	Operating	26
Eastern Creek 1	Operating	7
Eastern Creek 2	Operating	20
Eastern Creek 3	Operating	42
Eastern Creek 4	Under Construction	54
Auckland 1 & 2	Under Construction	28
Total Operating a	nd Under Construction	268
Canberra	Future Build	178
Sydney	Future Build	108
Melbourne	Future Build	150



Vodafone New Zealand

Digital Infrastructure

Infratil 49.9%

Brookfield Infrastructure Partners 49.9% Management 0.2%

Vodafone is on track with its transformation strategy and has laid solid foundations to remediate legacy investment deficits and improve performance.

Since its acquisition for \$3.4 billion in July 2019, the focus of the Vodafone team has been on improving the experience for customers and reducing costs. This is entailing a major transformation of the company's information systems, simplification of product offering, and investment in expanding 4th and 5th generation cellular-network capability.

The goal is for Vodafone to be
New Zealand's lowest-cost
telecommunications provider, with the
best network, and a suite of services
which attracts and retains both those
customers interested in value and also
those with more complex requirements.
During the period Vodafone's banks also
responded to the good progress by
renewing and extending Vodafone's
facilities at lower margins.

Vodafone's progress is not just being noticed by customers and capital providers. In a tight labour market where the calibre of staff makes a real difference and everyone has employment choices, Vodafone's operational improvements are also enabling the company to be an employer of choice for talented people.

High calibre staff, network reliability and reach, and efficient systems are allowing Vodafone to offer enhanced services for an increasing number of receptive customers. Globally, the last two years has seen huge increases in data use, reliance on cloud-computing and external data storage, remote working, and cyber-security concerns. These developments are causing business customers to prioritise a package of factors; reliability, availability, services, security, and value. To satisfy these

diverse needs without incurring the cost of building in-house capability, Vodafone aggregates services provided by parties such as AWS, Palo Alto, and Microsoft.

Individuals' demands are also changing. As people utilise more data, they find it efficient to shift to "unlimited use" packages. The benefit for Vodafone is that these customers are more loyal and likely to buy additional products, so long as they have a good network and service experience.

The quality of Vodafone's network remains the foundation of its mobile, broadband, and other services, and investment continues in both 4G and 5G capability. During the last six months improvements were delivered in the Manawatu, Bay of Plenty, Southland, and Taranaki. This is encouraging increased utilisation from Vodafone's customers, wholesalers and other telecommunication companies seeking to cost-efficiently fill "holes" in their own networks.

Globally, the telecommunications sector continues to attract investor attention, with a series of transactions and strong valuations being realised over the last 12 months.

Mobile tower assets are a particular focus for infrastructure investors with new

operating and ownership models emerging. Network sharing is improving connectivity, reducing costs and risk, while ensuring retail service providers compete and innovate in product development and customer service.

In New Zealand, network sharing is proving particularly necessary to improve rural connectivity, and telecommunications companies are working to bring this about while preserving the benefits of competition. Vodafone continues to explore the possibility of further infrastructure sharing arrangements and network capital release options, with a number of recent transactions highlighting the potential value achieved through such arrangements.

One area of further opportunity is wireless broadband, with the broadband market continuing to be dominated by fibre connections.

In relation to 5G services, in the short term the lack of 5G phones and applications with very high data demands (e.g., 3D gaming) is limiting consumer demand, but if history is a guide, consumers will find ways to fully utilise the increased network capacity.

Year ended 31 March Six months ended 30 September	30 September 2021	30 September 2020	31 March 2021
Mobile revenue	\$401.2m	\$401.1m	\$793.7m
Fixed revenue	\$358.3m	\$372.6m	\$728.1m
Other revenue	\$196.9m	\$167.7m	\$431.9m
Operating costs	(\$704.6m)	(\$716.8m)	(\$1,505.9m)
EBITDAF	\$251.8m	\$224.7m	\$447.8m
EBITDAF Capital expenditure	\$251.8m \$221.4m	\$224.7m \$90.0m	\$447.8m \$253.4m
Capital expenditure	\$221.4m	\$90.0m	\$253.4m

Vodafone employees offered \$100 each to spend at local SMEs to help with Covid-19 recovery.

\$1.55 million provided in 2021 to charitable works through Te Rourou, Vodafone Aotearoa Foundation.

'Thriving Rangatahi Population Explorer' tool launched.

Vodafone's proactive response to Covid-19 has included its "Shot Bro" campaign with the Vodafone Warriors.



Kao Data

Digital Infrastructure

Infratil 40%¹ Legal & General Group 30% Goldacre 30%

Data centres have become a fundamental component of all our lives.

We now interact with data centres more regularly than we do with other humans. The average connected individual is in contact with a data centre – without ever really being aware of it – well in excess of 250 times a day.

During the period Infratil committed £120-130 million of growth capital to London data centre business Kao Data. Infratil will obtain a 40% stake alongside current owners, Legal & General Group, one of Europe's largest asset managers, and Goldacre, founder of Kao Data and part of the Noé Group, a family run investment and asset management business. They will each retain a 30% stake.

Infratil, together with Legal & General Group and Goldacre, intend to build Kao Data into a £500 million multi-site data centre platform in the medium term.

Kao Data owns a 15-acre data centre campus in Harlow, north of London. Kao Data has built one data centre on that campus, with construction of a second to begin this financial year. Once fully developed, the campus will be home to four energy efficient data centres, which are all expected to be powered by 100% renewable energy.

The Harlow campus is located in the UK Innovation Corridor between London and Cambridge, home to world class academic, technology and bioscience institutions and companies. Kao Data's technically advanced data centres are designed to meet their high-performance computing requirements. The facility is highly energy efficient (<1.2 Power Usage Effectiveness, or PUE) positioning it as one of the most efficient (and therefore low cost) facilities in London. Kao Data's first data centre houses Nvidia's Cambridge-1, the most powerful supercomputer in the UK, which provides computing capacity to

healthcare companies such as AstraZeneca and GlaxoSmithKline.

High performance computing ('HPC') is a high growth sector due to continuing technological advancements and is a key differentiator in the UK market. Kao Data is well placed to serve HPC and AI due to its location in the 'Innovation Corridor' and Greater London. UK competitors are not typically focused on this market and cannot match Kao Data's offering which includes the flexibility to offer a build-tosuit model so that customers can customise the data centre to their needs.

The UK government has recently announced a National AI Strategy to "boost business use of AI, attract international investment and develop [the] next generation of tech talent" in the United Kingdom. The strategy focuses on three key pillars: guaranteeing investment in the long-term growth of AI; ensuring all sectors and regions of the economy benefit from AI; and implementing governance rules to stimulate innovation while protecting the public. The aim is to "position the UK as the best place to live and work with AI, with clear rules, applied ethical principles and a pro-innovation regulatory environment".

Kao Data has also recently signed an agreement to acquire two UK prime location data centres with a long-term anchor lease from a large financial services business. This purchase will enable Kao Data to deliver multi-site services for its clients and expand potential capacity to ~55MW, while delivering long-term trusted operations for clients' mission-critical infrastructure.

The UK data centre market is concentrated around four players (Equinix, Digital Realty, Virtus and Global Switch) which are all large and operate internationally. Kao Data is positioned well to address the location-sensitive demand and differentiates itself through its offering to high performance computing customers

with high density workloads while helping customers manage Scope 3 emissions due to the efficient design and high sustainability. Kao Data's experienced operational team also serves as an important advantage for complex procurement processes which are part of the reason the UK market has proven to have high barriers to entry – Kao Data is one of the only new entrants in the Broader London data centre market in the past ten years.

As of 2020, the two to three per cent of global carbon emissions that come from the world's 8.4 million data centres have already surpassed the pre-Covid-19 levels for both global aviation and shipping. In the twenty years leading up to 2040, data centre emissions are predicted to rise by six to seven times to a staggering 14 per cent - roughly the equivalent of the entire carbon footprint of the United States of America.

From its inception, Kao Data's leadership team has been committed to developing and operating one of the UK's most sustainable and energy efficient data centres. This ambition included a number of technical design and engineering "firsts" that were incorporated into the structure and operations of the Harlow facility, in addition to committing the campus to 100 per cent certified, renewable energy. When fully operational, the 100 per cent renewable energy contracts will avoid CO₂ emissions of over 80,000 tonnes per annum, the equivalent of removing over 30,000 vehicles from the road.

The investment in Kao Data helps expand Infratil's Global Digital Infrastructure platform, providing exposure outside of Australasia and a rare platform investment opportunity in the attractive UK data centre market. Kao Data is expected to have an EBITDA loss of less than £5 million in FY2022, with break-even EBITDA expected within two years as the business scales up. Infratil has provided £35 million of capital to date.

1 Target shareholding

Operations powered by 100% certified renewable energy.

The UK's first 100% free-cooling multi-tenant data centre.

The UK's first data centre operator to fuel all its back-up generators with HVO (hydrotreated vegetable oil) fuel in place of traditional diesel, eliminating up to 90% of net CO₂.



Harlow data centre campus

Trustpower

Renewables

Infratil 51%

Tauranga Energy Consumer Trust 26.8% Public 22.2%

Even for a company which can trace its roots back to September 1923, this half year was one of the more eventful.

Trustpower was originally established as an Electric Power Board; effectively an ownership cooperative. The current representative of those original customers and owners is the Tauranga Energy Consumer Trust ('TECT'). Now, the relationship between consumers and owners is a step further removed with Trustpower's conditional sale of its energy and telecommunications retailing activities to Mercury Energy for \$441 million. TECT, which continues to own 26.8% of Trustpower supports the sale as being in the best interest of Trustpower and the best interests of the Trust's beneficiaries.

The transaction is also supported by Infratil. Utility retailing (Trustpower sells electricity, gas and telecommunications services) profitability is a function of efficiency and cost minimisation, which in turn are functions of scale and investment in technology. This made the retailing activities worth more when added to Mercury's than if retained by Trustpower.

The other, more important, reason Infratil supports the sale is because retailing is no longer a necessary adjunct of generation. In the late 1990s generators acquired and built up their retailing activities to reduce earnings risk. When wholesale electricity prices were low (wet warm years) retail margins were wide, and vice versa. The wholesale market did exist, but a generator seeking to sell the majority of its output several years in advance would have struggled.

As the wholesale market for electricity has matured, a retail customer base has become less necessary as a "hedge". Although Trustpower is selling its retail activities, it has retained its commercial and industrial electricity trading operations and is confident it can manage price risk through these channels.

The decline in Trustpower's share price over the half year (reducing the market cap by \$290 million) seems to indicate that other shareholders are not as confident about the benefits of divestment as Infratil and TECT. However, the electricity sector of the NZX also delivered poor returns over the period, reflecting a number of uncertainties facing investors.

Globally, energy prices have been in the news. Gas shortages and price spikes have fed through to electricity markets. These events are linked to poorly managed transition away from thermal generation (coal, gas and oil) to lower emission forms of generation. Steps to reduce availability of hydrocarbon fuels have not been balanced by increasing the supply of alternatives.

To an extent this also occurred with New Zealand's gas supply, but the availability of generation from the coal-fired Huntly power station and the structure of the retail market meant the lights (mostly) stayed on and few retail electricity customers would have noticed elevated wholesale prices.

Nevertheless, the track record of Government intervention in energy markets is discouraging, and initiatives in train in New Zealand at present could be very destabilising. This includes a complete restructure of the wholesale electricity market, the multi-billion-dollar Lake Onslow "dry year battery" and policies to further limit the availability of reliable gas.

More positively, wholesale electricity prices are at levels which if sustained will encourage investment in generation and Trustpower is testing the feasibility of a number of projects. This is in addition to its announced plans to invest \$83 million increasing generation from existing hydro schemes by 68GWh within the next five years.

Since it came into effect about three decades ago, the New Zealand electricity market has delivered on the trifecta of affordable, reliable, sustainable energy. Rising carbon prices will increase the incentives to invest in renewable generation, if other policies don't get in the way.

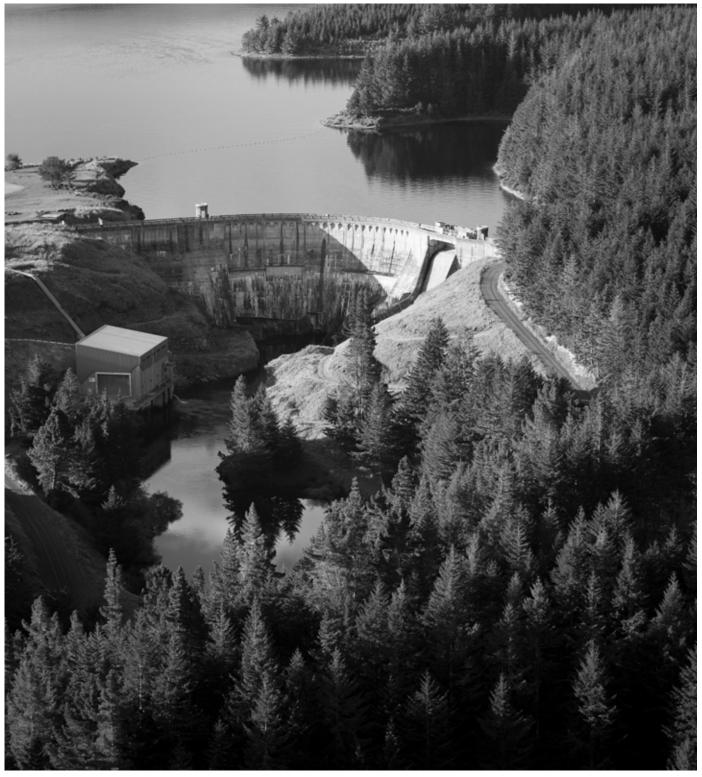
Year ended 31 March Six months ended 30 September	30 September 2021	30 September 2020	31 March 2021
Retail electricity sales	1,077GWh	1,051GWh	1,824GWh
Generation	1,000GWh	945GWh	1,708GWh
Av. Generation spot price	20.8c/kwh	13.5c/kwh	14.4c/kwh
Total utility accounts	424,000	411,000	421,000
Generation EBITDAF	\$106.4m	\$92.1m	\$156.7m
Retail EBITDAF	\$15.8m	\$18.3m	\$43.5m
EBITDAF	\$122.2m	\$110.4m	\$200.2m
Capital expenditure	\$16.0m	\$19.9m	\$36.2m
Net external debt	\$663.9m	\$662.0m	\$726.8m
Infratil cash income	\$29.6m	\$24.8m	\$51.9m
Fair value of Infratil's investment	\$1,167.7m	\$1,142.2m	\$1,314.7m

1. Based on the NZX market value at period end.

1,000GWh of emission free generation during the period.

Establishment of Community Funds in Tauranga and Oamaru.

Manawa Energy name gifted to Trustpower by Ngãti Hangarau hapū, who hold mana whenua over the area where their Kaimai scheme is located.



Waipori power station.

Longroad Energy

Renewables

Infratil 40%

New Zealand Superannuation Fund 40% Management 20%

Longroad has continued to demonstrate its capability with the commissioning of 530MW of solar generation in the last six months.

When Infratil first invested in Longroad Energy in 2016, the focus was "primarily in the development of utility-scale wind and solar generation throughout North America." In practice this meant building generation facilities and selling them. This created recurring development margins and avoided the need to invest large sums in relatively low-yielding de-risked projects.

Longroad's business has evolved. It has built-up a portfolio of generation assets with relatively little capital and grew its team that manages the day-to-day operations of the generation that it has built and sold, for itself, and for third parties. High-quality development platforms that develop, manage, and own renewable generation are becoming more attractive from both strategic and value perspectives.

The core of the business is still development. Longroad's capability is illustrated by its track record over the last five years. Longroad has developed 2.3GW of renewable generation over that period, including 550MW of wind and 1,730MW of solar. A further 2GW is targeted for the following three years.

Early in 2021, Longroad acquired the rights to develop 900MW of solar generation and over 1,000MWh of battery storage in Arizona. Stage one of this, 199MW Sun Streams 2, was commissioned in July with a 20-year revenue agreement with Microsoft for the energy and renewables credits to power their new sustainable data centre region.

In August, Longroad completed construction and commenced commercial operation of its 331MW Prospero 2 Solar Project, with a total development cost of US\$320 million. Longroad has retained full ownership of the project and has two

15-year power purchase agreements in place. The Prospero 2 project covers more than 1,000 hectares in Andrews County, Texas.

Notwithstanding pandemic related restrictions and supply constraints, both Prospero 2 and Sun Streams 2 were completed on time and on budget, a testament to Longroad's development capability. However, supply chain disruptions add uncertainty and are increasing component costs and delivery times which could slow construction in 2022 and beyond.

Over the last six months, Longroad was active in the most northeast of the U.S. states, Maine, where it began construction of four distributed solar projects. The Maine project has been under development by Longroad since 2019 and commissioning is expected before the end of March 2022.

The U.S. Congress is currently considering several Biden Administration initiatives which, if passed, would stimulate investment in renewable generation through restoring tax credits available to renewable developers. As currently under negotiation, the credits could be either used to encourage third party investors or redeemed for cash.

Either way, if these initiatives are supported Longroad is well positioned to capitalise given its high-quality development pipeline, strong supplier relationships, and proven track record with power purchasers.

In addition to the Federal initiatives to support renewable development and investment, many states and municipalities are taking their own steps in the same direction. In September, Los Angeles City Council voted to transition to 100% clean energy by 2035, replacing natural gas electricity generation with wind, solar and battery storage, and improving energy efficiency and transmission.

With exponential growth in renewables build out required to satisfy mandated net zero targets and an increasing push to deliver on ESG by corporates, the ability for high-quality development platforms such as Longroad to deliver long-term returns is now beginning to be reflected in the valuation of those businesses.

At present the independent valuation of Longroad only includes projects that are currently operational, under construction, or those that will be operational or under construction within the next 12 months. Little value is placed on Longroad's 6GW+pipeline or its proven ability to undertake profitable development projects.

Year ended 31 March Six months ended 30 September	30 September 2021	30 September 2020	31 March 2021
Owned operating generation	1,583MW	824MW	1,053MW
Generation managed for others	1,873MW	1,473MW	1,873MW
Total generation developed	2,281MW	1,171MW	1,750MW
Under construction	26MW	910MW	530MW
Employees	134	118	128
Infratil aggregate investment	NZ\$255.8m	NZ\$189.1m	NZ\$220.8m
Aggregate capital returned	NZ\$269.0m	NZ\$203.8m	NZ\$224.2m
Infratil cash income (NZ\$)	NZ\$1.5m	NZ\$8.0m	NZ\$28.2m
Infratil's book value (NZ\$)	NZ\$51.4m		NZ\$44.9m
Fair value of Infratil's investment (NZ\$)¹	NZ\$156.6m	NZ\$154.9m	NZ\$136.2m

^{1.} Based on the most recent independent valuation performed and adjusted for movements in FX rates, and any capital movements from the last valuation date.

2,051GWh of emission free generation during the period.

2,281MW of emission free generation capacity developed to date.

Distributed generation portfolio currently under construction to generate enough renewable energy to power 5,200 Maine homes annually.



Sun Streams 2 solar farm Arizona, USA.

Gurīn Energy

Renewables

Infratil 95% Management 5%

Asia represents an exciting, growing renewable energy market, characterised by both an expanding demand for electricity and increasing national commitments to decarbonisation.

In September, Infratil announced it had established Gurīn Energy, headquartered in Singapore, to develop renewable generation projects across Asia. Infratil has committed US\$233 million.

Decarbonisation is essential to combat climate change and renewables are one of the single largest investment opportunities in history. The International Energy Agency estimates that getting the world on track for a 1.5°C stabilisation in rising global temperatures requires a surge in annual investment in clean energy projects and infrastructure to nearly US\$4 trillion by 2030.

Asia presents a huge opportunity for Infratil to enter markets which are following a transition to renewables roadmap laid out in Europe and North America with a tailwind of demand growth.

Across the region there is a growing commitment to decarbonisation, a desire to reduce dependency on imported fuels and to build self-sufficiency and security of supply, and a recognition of the need to create a policy environment that encourages investment.

The Asia and Pacific region accounts for more than half of global energy consumption, with 85% of that regional consumption coming from fossil fuels. Yet, one tenth of the over 4 billion people in the region, lack access to electricity,

and many more rely on traditional biomass use (such as wood combustion) for cooking and heating.

Rising demand for energy is being driven by rapid urbanisation and industrialisation, and considerable opportunities exist to avoid long-term lock-in with carbon-based energy technologies.

The investment in Gurīn Energy enables Infratil to further diversify its risk profile, both from geographic and technology perspectives. Together with Infratil's U.S., European and Australasian platforms, the investment in Gurīn Energy demonstrates a global commitment to renewables. As experienced in Australasia and the USA, there is strong investor demand for renewable generation assets, and relatively less development capability.

Gurīn Energy will invest in the development of wind and solar energy generation and storage across Asia, including Southeast Asia, North Asia and India. Gurīn Energy is rapidly progressing an initial pipeline of 500MW at various stages of development in the Philippines, Vietnam, Thailand, Indonesia, South Korea and Japan.

It is estimated that the Southeast Asia region alone needs US\$2,000 billion worth of investment over the next decade to build renewable generation, transmission and sustainable infrastructure to reduce greenhouse gas emissions in line with Paris-accord commitments.

Gurīn Energy's first seed assets are expected to be in the Southeast Asia region (Philippines, Vietnam, Indonesia and Thailand) where both growth and market transformation will provide greenfield and M&A opportunities.

Gurīn Energy expects the business will utilise an extensive network of small local developers to enter co-development agreements, enabling the business to maximise reach across multiple geographies, while also minimising overheads.

The closest of these seed assets are those in the Philippines, where Gurīn Energy has a strong local team working on three solar PV projects totalling 180MW, of which one is operating, one is about to start construction and one is in the late stages of development. The team has been working on these quality assets for a number of years and hopes to bring them into the platform by the end of the year.

Gurin Energy is led by Assaad Razzouk, a recognised leader in the Asian renewable energy market with a long-standing track record. He brings a well-established team which he has led for over a decade, during which they have developed over 5,000MW of renewable generation across Asia.

In undertaking this investment, Infratil was conscious of its ESG commitments and the need to ensure that these would apply in jurisdictions very different to New Zealand and Australia. The social and environmental impacts of Gurīn were addressed through Infratil's due diligence of the investment, and an ESG director is shortly to be appointed to join Gurīn's Investment Committee reporting directly to the Chair. Looking forward, Infratil is committed to ensuring its standards are maintained and Gurīn's activities are clearly and accurately reported.

Gurīn Energy's ambition is to build enough solar, wind and storage to power 10 million homes.

Gurin Energy is committed to ensuring that Infratil's projects meet the highest social, environmental and governance criteria wherever it operates.

ESG director reporting directly to the Chair and sitting on the Investment Committee.



Wellington Airport

Airports

Infratil 66% Wellington City Council 34%

Wellington Airport is navigating the awkward seas caused by Government restricting travel to reduce Covid-19 infections.

In July, with Covid-19 in abeyance, the Airport hosted 424,000 people travelling domestically (93% of the same month in 2019). With no international visitors travelling within New Zealand this was a full recovery of domestic air travel. It is an important signal of how fast and completely travel recovers as restrictions are removed.

May was Wellington's best international month when 20,000 people travelled to and from Australia – 28% of the international level of two years before.

In September, with restrictions back in place, the Airport had 145,000 domestic and no international passengers. The graph (following page) of the first halves of FY2021 and FY2022 shows how traffic has rebuilt and been disrupted over those periods.

Against this backdrop, management's priority is to ensure the business will be in good shape once permanent recovery is possible.

Keeping staff engaged is crucial. With only 105 employees, Wellington Airport relies on its experienced team.

Planning and undertaking capital works is also critical. Wellington Airport is in a tough marine environment with earthquake risks and looming threats from climate change. It is also on a very constrained site where expansion necessitates long-term planning and commitment.

Debt servicing that was comfortable with earnings of over \$100 million a year, can be onerous with rising interest rates and lower earnings.

Relationships with both the community and airlines must be maintained and serviced.

The priorities are being well managed. Over the last three years the Airport had a once in a generation opportunity to purchase approximately 15 hectares of adjacent land for future expansion. Consents are now being sought so that the land can be used for airport activities, including the construction of ground source heating to reduce the reliance on natural gas.

The board approved a \$22 million rebuild of the taxiway nearest the terminal, the first time this has been done since the Airport's construction in the late 1950s.

The Airport issued \$125 million of 10 year bonds at a yield of 3.3% per annum to entirely repay bank debt. Signalling the Airport's good management of recent challenges, and the anticipated recovery of traffic, credit agency S&P affirmed the Airport's Investment Grade rating.

It is worth noting an additional and unnecessary challenge coming from several government agencies proposing substantial increases to charges which shows a startling indifference at a time when all sector participants are under stress

However, one justified higher charge relates to carbon pricing. Infratil supports the use of market carbon pricing to discourage emissions. These charges now amount to about \$9 on a Wellington-Auckland round trip. That is tough, but this cost will incentivise change and investment to reduce emissions.

The Airport's commitment in this area was reflected in its latest GRESB score of 95 out of 100. An outstanding result.

In October Wellington City Councillors debated whether they should open public consultation about Council's 34% interest in the Airport. The key point in favour of divestment is it would enable the Council to diversify its investments. At least for now, Councillors have decided to stick with the status quo. As one Councillor put it during the debate, the Airport is well managed, it is a good investment for the City, and it is uncertain that alternative investments would be as good.

Year ended 31 March Six months ended 30 September	30 September 2021	30 September 2020	31 March 2021
Passengers	2,030,104	961,253	2,969,122
Scope1&2 emissions CO ₂ -e tonnes	638	581	989
Aeronautical income	\$27.4m	\$11.3m	\$34.0m
Passenger Services income	\$13.2m	\$6.6m	\$18.2m
Property & other income	\$7.0m	\$6.5m	\$12.7m
Operating costs	(\$16.2m)	(\$13.6m)	(\$28.9m)
EBITDAF	\$31.5m	\$10.9m	\$36.0m
Capital expenditure	\$7.2m	\$11.5m	\$35.0m
Net debt	\$580.4m	\$585.8m	\$595.9m
Infratil book value	\$558.9m	\$456.7m	\$511.2m

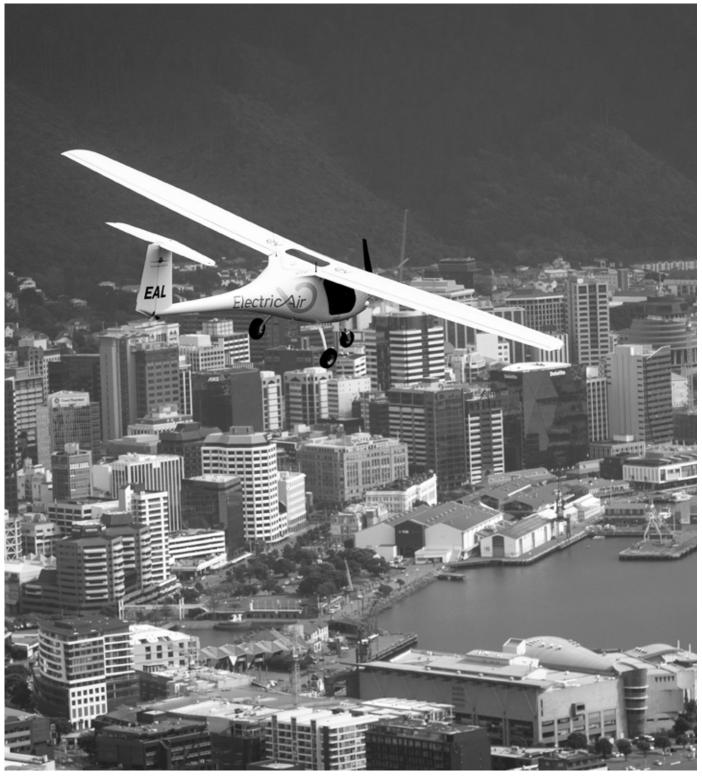
Domestic Passengers 2020 & 2021 % of 2019 Pax 500,000 100 400,000 80 60 300,000 200,000 40 100,000 20 Jun Jul 2021 → Pax → % 2020 → Pax → %

Society & Environment

On 1 November the Airport welcomed the world's longest flight over water by a pure electric plane.

Wellington Airport is working closely with Sounds Air to facilitate the airline's first electric fleet from 2026.

Wellington was ranked number two for airports in Australasia in the 2021 ESG GRESB assessment.



The first electric flight across Cook Strait landed at Wellington Airport on 1 November.

Qscan

Social Infrastructure

Infratil 56.3%

Doctors and Management 29.7%

Morrison & Co Growth Infrastructure Fund 14.0%

Priority on providing patient services and keeping staff safe while navigating the current Covid-19 outbreaks.

During the prior period Infratil acquired 56.25% of Australian based Qscan for A\$289.6 million (NZ\$309.6 million). Qscan's forecast EBITDAF for the year ended 31 March 2022 is between A\$65 million and A\$70 million.

At the end of the first quarter Qscan had exceeded the investment case for the six months since acquisition from an earnings perspective and has tracked in line with the investment case in the recent September quarter. However, Qscan is tracking below its FY2022 budget, predominantly driven by Covid-19 restrictions impacting both patient volumes across the group, and construction and opening of new clinics. As an essential healthcare service provider Qscan has been able to continue operating throughout the various State lockdown restrictions across the regions it operates, however these restrictions have caused patients to delay or cancel appointments due to confusion and concern. With high vaccination rates across Australian States and easing of restrictions, patient volumes are expected to recover to, or near to, normal levels over the coming months.

The year-to-date impact of the lockdown restrictions on EBITDA is currently estimated at A\$5 million mainly due to patient volumes falling as a result of lockdowns.

Covid-19 restrictions have also resulted in delays opening two new clinics, QSRC Midland PET-CT (delayed from July 2021 until December 2021) and QSRC Kingswood PET-CT (delayed from August 2021 until November 2021). Midland is a brand-new clinic in Perth, Western

Australia, while Kingswood is a brand-new clinic in western Sydney. Recruitment and completion of the Kingswood build have been challenging in western Sydney during Covid-19 lockdowns, however the recent "opening of NSW" will assist.

Despite these challenges the overall execution of the PET-CT rollout strategy remains on track with three new PET-CT clinics due to open in FY2022, including Midland, Kingswood and Westmead. The Westmead Clinic will open in February 2022, opposite the Westmead Private Hospital in Sydney's inner west and will have space for the full suite of modalities. A specialist Nuclear Medicine/PET radiologist has been secured to lead this site.

Qscan continues to explore options to expand with the roll out of PET-CT across existing clinics and multiple acquisition targets identified through the continuation of Qscan's roll-up strategy across metro and regional Australia.

In addition, doctor recruitment has remained a key priority for Qscan and successful doctor recruitment strategies have resulted in total engagement of 20 additional radiologists (12 male and eight female: equivalent to approximately eight FTE in total) in the calendar year to date.

Diagnostic imaging continues to perform strongly in Australia, in particular, PET-CT which has experienced strong growth due to increased oncology demand and utilisation rates. Diagnostic imaging was one of the most resilient healthcare sub-sectors during Covid-19 in 2020, with volumes largely returning back to pre-Covid-19 levels by June 2020 after the initial lockdowns. The first half of 2021 has seen strong growth for PET-CT in Australia, driven by increased demand for oncology services and higher incidences of cancer, resulting in an increased utilisation of PET

services. Total PET services performed in Australia are expected to grow over 6% to 135,000 services performed in 2021.

Ascan Group is always looking for ways to pioneer in innovative solutions and has recently taken a proactive step to ensure patient information is kept secure by adopting Foxo as its clinical communication tool. Foxo is a tool that means Ascan's teams can communicate with each other and referral networks via a purpose-built healthcare tool that meets privacy regulations and doesn't store clinical information, files or photos on anyone's personal device.

Another example of Qscan's organisational performance was achieving ISO9001:2015 Quality Management System certification in June. This recognises organisational excellence built around patient care, continuous improvement, and risk management.

Whilst still nascent, collaboration across the broader Australasian diagnostic imaging platform in conjunction with Pacific Radiology has commenced. An example that is value accretive to the platform is the ability to load-share using Pacific Radiology's Anytime teleradiology service offering, which includes volume that would have otherwise been outsourced to an alternative provider. Other examples of collaboration involve the businesses working together to gain equipment procurement efficiencies, information technology road mapping and clinical governance.

Over 600,000 scans undertaken in the 6 months to 30 September.

Commitment to the reduction of hazardous waste through a 75% reduction in the use of X-ray film.

Commitment to the reduction in carbon emissions through the commencement of a transition to renewable energy providers.



Pacific Radiology

Social Infrastructure

Infratil 51%1

Doctors and Management 49%

Providing our communities with access to the most advanced medical imaging technology and exceptional patient care is the number one priority.

During the period Infratil acquired
Pacific Radiology, a comprehensive
diagnostic imaging business in
New Zealand, for \$313.6 million. Pacific
Radiology is the largest private diagnostic
imaging service provider in New Zealand,
operating 46 clinics in the South Island
and lower North Island and employing
90 radiologists throughout New Zealand.

The equity commitment of \$313.6 million was based on an acquisition enterprise value of \$867 million. In the year to 31 March 2022, Pacific Radiology is forecasting EBITDAF of between \$70 million and \$75 million.

Similar to Infratil's investment in Qscan, Infratil is investing alongside Doctor and Management shareholders who hold the remaining equity in of the Company. The investment also provides immediate scale to Infratil's investment in Qscan Group, creating a meaningful Australasian healthcare platform.

New Zealand has a unique healthcare system with a diversified range of funding sources that Pacific Radiology is party to, including ACC (for accident-related injuries), District Health Boards, Ministry of Health (cancer screening), private healthcare insurance and direct patient fees. This funding environment is expected to remain stable given broad acceptance of private clinics, capacity constraints in District Health Boards, and diagnostic imaging's critical role in preventative health and informing clinical decision-making.

New Zealand's public healthcare expenditure, which incorporates ACC, District Health Boards and the Ministry of Health, has increased at 6.3% over

34

the last five years, driven largely by population growth and an ageing population - contributing to higher healthcare expenditure per capita. This growth rate is expected to taper with expenditure forecast to increase to \$23 billion by FY2025 (representing a 10-year increase of 4.3% per annum) and then continuing to be broadly in line with historical increases. Total public healthcare expenditure is forecast to peak in FY2021 and FY2022 largely due to the Government's response to Covid-19 (including vaccination costs, the national health response, and managed isolation and quarantine costs).

The majority of Pacific Radiology's patient exam fee revenue comes from complex modalities (CT, MRI and PET), which are expected to grow at a faster rate than total public healthcare expenditure.

Pacific Radiology introduced PET to the New Zealand market and it currently operates two of the five PET-CT machines in New Zealand, including the only two south of Hamilton

As an essential Healthcare Provider Pacific Radiology was able to continue to provide essential imaging services during Alert Level 4, and at Alert Level 2 and 3, was able to accept most patient referrals including vulnerable patients. However, the year-to-date impact of the lockdowns is estimated at \$5 million mainly due to three weeks of Level 3 lockdowns throughout the country. In August, two weeks of the lockdown impacted revenue by 57%. It is anticipated that there will be some catch-up on lost revenue.

Pacific Radiology continued to grow during the period with the opening of two new clinics in Rolleston and Wellington, with a new purpose-built imaging facility currently under construction at Kawarau Park along Frankton's Five Mile Highway in Queenstown.

Located next door to the new Southern Cross surgical hospital, the Pacific Radiology facility will offer local patients, doctors, physiotherapists, midwives, chiropractors, hospital specialists and all leading health referrers, with local access to the very latest in high-tech imaging, diagnostic and interventional procedures.

Shortly after 30 September, Pacific Radiology and Infratil executed an agreement to partner with Auckland Radiology, creating a national diagnostic imaging business. Auckland Radiology is the largest private radiology provider in Auckland, operating 15 strategically located clinics in the greater Auckland area, and employing 32 radiologists. Auckland Radiology doctors have rolled approximately one third of their sales proceeds into the equity of the combined entity, similar to the process followed by the doctors in the Pacific Radiology transaction earlier in the year.

Importantly, Auckland Radiology is a strong cultural and clinical fit with Pacific Radiology, with both cohorts of Doctors excited by the opportunity to work together to continue delivering high-quality services to patients, referrers and funders across New Zealand. The partnership will, over time, translate into enhanced offerings to patients and referrers across New Zealand, including access to a larger pool of sub-specialty radiologists, potential for improved after-hours services, and the introduction of new services.

The acquisition completed on 31 October 2021, which saw Infratil contribute an additional \$62.7 million to the joint platform.

1. Target Shareholdina

Over 230,000 scans during the 4 months up to 30 September.

New high-tech CT cardiac capable scanners installed in Hamilton, Nelson, Dunedin, Canterbury and Wellington.

100+ annual research projects on the go, including a research partnership aimed at improving outcomes for patients with prostate cancer that is attracting global attention.



RetireAustralia

Social Infrastructure

Infratil 50%

New Zealand Superannuation Fund 50%

Over the half-year, RetireAustralia launched a five-year strategic plan to clearly articulate the company's growth agenda.

However, the immediate priority continues to be the health and wellbeing of residents and staff, so it is gratifying to be able to report no Covid-19 cases in either group, and 91% of employees being fully or partially vaccinated by the end of September 2021.

While looking after residents and staff, RetireAustralia's goal is to create value for shareholders by providing homes and care that meet the needs of the growing population of elderly people who want to live independently.

Value creating growth will come from understanding and meeting the needs of residents and potential residents; robust commercial performance management of all villages; and the development of new villages in Sydney, the New South Wales Central Coast and South East Queensland.

In the first half of the year, RetireAustralia achieved 296 sales of villas and apartments, including 255 in existing communities and 41 in new developments. A significant improvement on the budget for the period of 222 sales.

This strong performance resulted in 15 of RetireAustralia's 28 villages now operating waiting lists. Overall village occupancy increased to 91%, against the Australian industry average of 87%.

A buoyant property market and ongoing positive sentiment towards retirement villages contributed to the company's positive first half of the year. On the flip side, RetireAustralia's refurbishment and construction activities have been hampered by the ongoing implications of Covid-19. More than half of the company's villages are in New South Wales and were

in lockdown for 14 weeks, and villages in South Australia and Queensland were also subjected to periods of lockdown.

After slowing development last year, RetireAustralia is now preparing to accelerate construction, which is underway at four sites. 34 apartments will be added at The Rise at Wood Glen, and 22 units at Forresters Beach - both are premium villages on the NSW Central Coast. In South East Queensland, construction of 66 apartments is underway at The Verge, and at the new 94 apartment village, The Green.

When complete, The Green will surround the rejuvenated Tarragindi Bowls Club, which is being brought back to life as a championship-quality bowling green. This much-loved local facility will be the heart of this retirement community which is nestled in a leafy and family-friendly suburb close to Brisbane's CBD.

With Home Care services on site, The Green will offer residents an exceptional independent lifestyle, with back-up supports. It is an exemplar of RetireAustralia's vision for the retirement communities which it is planning to build.

RetireAustralia is now focused on building up its development pipeline for the next five years and beyond. Several projects are at the feasibility stage or have development applications underway.

Given the strong performance in the first half of the year, RetireAustralia is forecasting total sales for FY2022 of 480-500 units compared to last year's 343 and the original budget of 442.

Year ended 31 March Six months ended 30 September All A\$ (unless noted)	30 September 2021	30 September 2020	31 March 2021
Residents	5,209	4,933	5,041
Serviced apartments	535	535	535
Independent Living Units	3,584	3,544	3,584
Unit resales	255	138	323
Resale gain per unit	\$129,545	\$141,945	\$147,704
New unit sales	41	7	20
New unit average value	\$732,256	\$502,143	\$645,850
Occupancy receivable/unit	\$121,879	\$116,449	\$125,807
Embedded resale gain/unit	\$38,106	\$35,004	\$38,229
Underlying profit	\$22.8m	\$13.3m	\$30.2m
Net profit after tax	\$54.2m	\$9.3m	\$55.6m
Capital expenditure	\$13.1m	\$28.8m	\$55.6m
Net external debt	\$153.4m	\$181.8m	\$187.2m
Infratil's book value	NZ\$355.9m	NZ\$313.3m	NZ\$340.9m
Fair value of Infratil's investment	NZ\$392.7m	NZ\$314.5m	NZ\$361.0m

Member of the Green Building Council of Australia.

Developments designed to Liveable Housing Australia's Gold Standard.

Green Star Design accreditation for The Verge.



The Verge retirement village overlooking Burleigh Golf Course on the Gold Coast.

Other Investments

Galileo Green Energy Renewables

Galileo continues to build out its team with high quality recruits, with new team members supporting accelerated business development activities, resulting in a pipeline expansion over the half year to 2.1GW of dedicated projects.

The business has now originated development agreements across six of its target markets. Six joint development agreements have been signed in Italy with a combined wind and solar pipeline target of 1.5GW, and three joint development agreements have been closed in Spain targeting 1GW, with grid bonds for over 500MW of dedicated solar pipeline projects having been submitted. The target for the German market is 0.5GW, and a 50MW market entry solar project has been secured near Berlin, achieving a foothold in a mature and flourishing market.

The EMPower joint venture has continued the development of its 350MW seven wind projects in Ireland, whilst GGE Nordics is assessing sites for wind projects in Scotland, Wales and Sweden, with a target of 1.5GW across the three markets. A further joint development agreement in the UK is looking into early-stage offshore wind development opportunities, whilst also assessing combinations of solar and battery projects, targeting a total of 1.5GW.

The European renewable energy market remains bullish, backed by spiking power prices, concerns over strategic security of supply and ongoing pressure to decarbonise. Recent transactions have resulted in very high prices being paid for both late stage and development pipelines, validating the strategy of creating a diverse portfolio of greenfield projects.

Infratil Infrastructure Property

Social Infrastructure

Infratil Infrastructure Property holds a 17,142m² perpetual leasehold site in Wynyard Quarter with a current book value of \$92 million. The site is home to the Wynyard 100 development, consisting of a 154 room Travelodge hotel, 380 space carpark, ground level retail and offices, and depot space leased to NZ Bus.

Hotel operations commenced on 1 November 2020, although these have been significantly impacted by the closure of international borders and reduced domestic travel as a result of Covid-19. Many workplaces also transitioned to flexible ways of working, resulting in lower demand for both carparking and office space in Auckland, and impacting on the take up of retail leases which were not secured prior to the commencement of Covid-19 restrictions.

Prior to the most recent Covid-19 restrictions, hotel operations were gaining momentum, carparking had ramped up significantly and was approaching full occupancy, and enquiry for retail leases had recently picked up.

The Wynyard Quarter is now established as a New Zealand tech hub, with the sector continuing to perform well and likely to see the highest level of growth within the office market for the next ten years. Hotel demand will benefit from returning international tourists and business travellers from the growing office community in the Viaduct Wynyard Quarter. Carpark income is supported by these dynamics, with limited supply in Wynyard Quarter and growing demand from nearby commercial developments.

Despite these positive tailwinds, the development is no longer aligned to Infratil's current portfolio strategy and a sales process is likely to commence in 2022.

Clearvision Ventures

Digital Infrastructure

The strategic objective of Infratil's investment in Clearvision Ventures is to help Infratil's businesses identify and engage with technology changes that will impact their activities. Clearvision is currently focused on investing in companies that can apply innovations in IoT, Big Data, and Security technology, to drive meaningful disruptions in energy and infrastructure sustainability, and establish clear category dominance and leadership.

In total Infratil has made a commitment of US\$50 million to Clearvision, with contributions of US\$28.1 million (NZ\$40.9 million) made to 30 September 2021. The current carrying value of Infratil's investment in Clearvision is NZ\$76.4 million.

Clearvision's investments are unlisted, with the exception of ChargePoint (NYSE:CHPT) which went public on the New York Stock Exchange on 26 February 2021 through a special-purpose acquisition company reverse merger.

ChargePoint is now one of the largest charging networks in North America and Europe with more than 150,000 charging ports accessible on its own network. Three billion electric miles have been driven on ChargePoint's network and drivers have avoided more than 120 million gallons of gas, avoiding over 450,000 tonnes of greenhouse gas emissions.

Infratil Dividend Investment Plan

Infratil has amended the Plan so that the Strike Price is calculated over a period of 10 trading days commencing on and including the first trading day after the Election Date. A copy of the updated Offer Document incorporating these amendments follows.

This is an important document. You should read the whole document before making any decisions. If you have any doubts as to what you should do, please consult your broker, financial, investment or other professional advisor.

Infratil Limited (Infratil) has established a Dividend Reinvestment Plan (DRP) which offers you the opportunity to reinvest dividends received on some or all of your existing Shares into Additional Shares free of brokerage charges. DRPs are fairly common across listed companies and provide an opportunity for shareholders to grow their investment in a company. Participation in this Plan is completely optional.

This Offer Document explains how the Plan works.

Capitalised terms used in this Offer Document have the meaning set out in the Definitions on page 44.

KEY FEATURES

Shares instead of Dividends

The Plan gives you the opportunity to reinvest the net proceeds of cash dividends payable or credited on your Shares in Additional Shares. This provides an opportunity for you to increase your investment in Infratil free of brokerage charges.

Eligibility

You are eligible to participate in the Plan if, as at 5:00pm on the Record Date:

- · you hold Shares; and
- · you are resident in New Zealand or Australia; and
- you either hold your Shares directly or hold your Shares indirectly through a nominee whose address is recorded in Infratil's share register as being in New Zealand or Australia.

If you do not satisfy the criteria above Infratil reserves the right to otherwise determine, in its absolute discretion, that you are eligible to participate.

Full or Partial Participation

You can choose to participate in the Plan in respect of some or all of your Shares. Your participation in the Plan will apply from the first Record Date which occurs after your Participation Election is received or, if your Participation Election is received after a Record Date but before 5:00pm on an Election Date (being the first trading day after that Record Date or such later date as may be set by the Board and advised to NZX and ASX), from the Record Date immediately preceding that Election Date.

Participation in the Plan is optional. If you do not wish to participate in the Plan, you do not need to do anything. If you do

not participate in the Plan you will continue to receive cash dividends paid on all of your Shares.

If you change your mind at a later date and wish to participate in the Plan, you can do so by:

- making your Participation Election online at:
 - https://investorcentre.linkmarketservices.co.nz (for holders on the New Zealand register); or
 - https://investorcentre.linkmarketservices.com.au (for holders on the Australian register); or
- completing a Participation Notice and returning it to the Share Registrar.

Joining, Variation and Withdrawal Arrangements

You can choose to participate in the Plan, vary your participation, or withdraw from the Plan at any time. Any variation or withdrawal will take effect on the first Record Date after receipt of your new Participation Election or written termination notice or, if your new Participation Election or written termination notice is received after a Record Date but before 5:00pm on an Election Date (being the first trading day after that Record Date or such later date as may be set by the Board and advised to NZX and ASX), from the Record Date immediately preceding that Election Date.

Application of the Plan

The Board retains a discretion to determine that the Plan will not apply to a particular dividend, or will not apply to some of a particular dividend (rather than all), with the result being that all or the relevant proportion (and also taking into account any partial participation in the Plan) of that dividend will be paid in cash instead of the Plan applying.

Issue Price

Additional Shares will be issued or transferred under the Plan at the Strike Price. The Strike Price will be calculated as the volume weighted average sale price for a Share based on all trades of Shares on the NZX Main Board over a period of 10 trading days commencing on and including the first trading day after the Election Date, subject to adjustment to the Strike Price by Infratil for any exceptional or unusual circumstances and less any discount determined by the Board. Any discount will be announced by Infratil no later than 10 trading days prior to the relevant Record Date. The Board may adjust the period over which the Strike Price is calculated in its discretion (and any such adjustment will be advised to NZX and ASX no later than 10 trading days prior to the relevant Record Date).

Shares Rank Equally

Additional Shares issued or transferred under the Plan will rank equally in all respects with each other and with all other Shares on issue at that date.

Financial Markets Conduct Act

The offer of Additional Shares under the Plan is being made in reliance on clause 10 of Schedule 1 of the Financial Markets Conduct Act 2013.

Terms and conditions

1 Introduction

This Offer Document contains the terms and conditions of the Infratil Dividend Reinvestment Plan.

The Plan is available to you ("you") if, subject to clauses 3 and 5, you are the holder of Shares.

Under the Plan, you may elect to reinvest the net proceeds of cash dividends payable or credited on all or some of your fully paid Shares by acquiring Additional Shares.

The Record Date for determining your entitlement to Additional Shares under the Plan is 5:00pm on the date fixed by Infratil for determining entitlements to dividends payable or credited on Shares.

This Offer Document has been prepared as at 11 November 2021.

2 Available Options

You may elect to participate in the Plan by exercising one of the following options:

- (a) Full Participation If you choose full participation, the Plan will apply to the cash dividends payable or credited from time to time in respect of all Shares registered in your name on the Record Date.
- (b) Partial Participation If you choose partial participation, the Plan will only apply to the cash dividends payable or credited from time to time in respect of your nominated **percentage** (%) of Shares registered in your name on the Record Date.

If you do not wish to participate in the Plan and instead wish to receive any dividends payable or credited in respect of your Shares from time to time in cash, you do not need to do anything.

3 Overseas Shareholders

- 3.1 Subject to clause 3.2, as at the date of this Offer Document, you are eligible to participate in the Plan if, as at 5:00pm on the Record Date:
 - (a) you hold Shares; and
 - (b) you are resident in New Zealand or Australia; and

(c) you either hold your Shares directly or hold your Shares indirectly through a nominee whose address is recorded in Infratil's share register as being in New Zealand or Australia

If you do not satisfy the criteria above Infratil reserves the right to otherwise determine, in its sole discretion, that you are eligible to participate.

However, the Board may amend this policy at any time, in its sole discretion.

- 3.2 Infratil may, in its absolute discretion, elect not to offer participation in the Plan to shareholders who are outside New Zealand if Infratil considers that to do so would risk breaching the laws of any other jurisdiction and it would be unduly onerous to ensure that the laws of those jurisdictions are complied with.
- 3.3 If you are outside of New Zealand or any other jurisdiction in respect of which the Plan is made available and you participate in the Plan through a nominee that is resident in New Zealand and has a registered address in New Zealand or any other such jurisdiction, you will be deemed to represent and warrant to Infratil that you can lawfully participate through your nominee. Infratil accepts no responsibility for determining whether any person is able to participate in the Plan under laws applicable outside of New Zealand or any other jurisdiction in respect of which the Plan is made available.

4 Death of Participant

- 4.1 If a Participant dies, participation by that Participant will cease upon receipt by Infratil's Share Registrar of a notice of death in a form acceptable to Infratil.
- 4.2 Death of one of two or more joint participants will **not** automatically terminate participation by the remaining joint participant(s).
- 5 Exclusion where Liens or Charges over Shares

If you hold any Shares over which Infratil has a lien or charge, those Shares will not be eligible to participate in the Plan.

6 Participation Election

- 6.1 To participate in the Plan you must make a Participation Election in one of the following ways:
 - (a) **Online Election** By visiting the website of Infratil's Share Registrar, Link Market Services:

Holders on the **New Zealand Register**: https://investorcentre.linkmarketservices.co.nz.

Select "IFT – INFRATIL LIMITED" as the issuer from the dropdown box on the page. You will be required to enter your CSN/Holder Number and FIN before you can make

your Participation Election. Once you have entered these details, you should click "Payment and Tax", then "Reinvestment Plans", and tick the applicable box to participate in the Plan. If you make an online election, you will be required to confirm that you have read, understood and complied with the terms and conditions of the Plan. Joint and corporate shareholders will need to register a portfolio to update their participation election.

Holders on the **Australian Register**: https://investorcentre.linkmarketservices.com.au

Select "IFT – INFRATIL LIMITED" as the issuer from the dropdown box on the page. You will be required to enter your Holder Number and postcode before you can make your Participation Election. Once you have entered these details, you should click "Payment and Tax", then "Reinvestment Plans", and tick the applicable box to participate in the Plan. If you make an online election, you will be required to confirm that you have read, understood and complied with the terms and conditions of the Plan. Joint and corporate shareholders will need to register a portfolio to update their participation election;

OR

(b) Participation Notice – By completing the enclosed Participation Notice which accompanies this Offer Document and returning it to Infratil's Share Registrar in one of the following manners:

Mail

Link Market Services Limited

PO Box 91976

Auckland 1142

New Zealand

Scan and email

operations@linkmarketservices.co.nz

Fax

+64 9 375 5990

or such other person or address as Infratil may determine from time to time.

- 6.2 You can make your Participation Election at any time while this Plan is in effect by following one of the steps in clause6.1. Participation Notices can be obtained from Infratil's Share Registrar at any time.
- 6.3 If your Participation Election does not specify your degree of participation in the Plan, you will be deemed to have chosen full participation (if your Participation Election is otherwise correctly completed and signed).

7 Participation Applies from First Election Date

Net proceeds of cash dividends payable or credited on your Participating Shares will be reinvested in Additional Shares from the first Record Date which occurs after receipt by Infratil of a properly completed Participation Election or, if your Participation Election is received after a Record Date but before 5:00pm on an Election Date, from the Record Date immediately preceding that Election Date.

8 Formula for Calculation of Additional Shares and Strike Price

8.1 If you choose to participate in the Plan, the number of Additional Shares you will be allotted or transferred will be calculated in accordance with the following formula:

$$N = \frac{PS \times D}{Strike Price}$$

Where:

N is the number of Additional Shares you will receive;

PS is the number of your Participating Shares;

D is the net proceeds of cash dividends paid or credited per Share by Infratil (expressed in cents and fractions of cents, including any applicable supplementary dividends in respect of Participating Shares payable to non-resident shareholders but excluding any tax credits and after deduction of any withholding or other taxes, if any); and

Strike Price is the volume weighted average sale price in New Zealand dollars (expressed in cents and fractions of cents) for a Share calculated on all trades of Shares which took place through the NZX Main Board over a period of 10 trading days commencing on and including the first trading day after the relevant Election Date, less any percentage discount determined by the Board in its absolute discretion. If no sales of Shares occur during those 10 trading days, then the volume weighted average sale price will be deemed to be the sale price for a Share on the last trade of Shares which took place prior to such trading days as determined by NZX. The Strike Price may be reasonably adjusted by Infratil to allow for any bonus issue or dividend or other distribution expectation. If, in the opinion of the Board, any exceptional or unusual circumstances (including any unusual or irregular trades) have artificially affected the Strike Price, Infratil may make such adjustment to that price as it considers reasonable. Any percentage discount determined by the Board shall be notified to NZX and ASX not later than 10 trading days prior to the relevant Record Date. The Board may adjust the period over which the Strike Price is calculated in its discretion (and any such adjustment will be advised to NZX and ASX no later than 10 trading days prior to the relevant Record Date).

The price at which your Additional Shares will be allotted or transferred to you will be the Strike Price. The determination of the Strike Price by the Board, or by some other person nominated by the Board, will be binding on all participants in the Plan.

9 Fractional entitlements

- 9.1 Where the number of Additional Shares you will receive (calculated in accordance with the formula set out in clause 8.1) is not a whole number, then the number of Additional Shares you receive will be rounded down to the nearest whole number of Additional Shares.
- 9.2 Any net proceeds of cash dividends paid or credited per Share by Infratil which are not applied to acquire a part of Additional Shares (due to the operation of clause 9.1) shall be held to your order and applied under the Plan on your behalf the next time the Plan operates. You will not accrue interest on any such amount held to your order in accordance with this clause 9.2.
- 9.3 Should you:
 - (a) terminate your participation in the Plan; or
 - (b) cease to be a shareholder of Infratil, any amount above NZ\$5.00, which at the time is held to your order in accordance with clause 9.2, will be paid in cash to you on the next dividend payment date. You will not be paid interest on any such payment. Amounts of NZ\$5.00 or less which are held to your order at that time shall be forfeited.

10 Compliance with Laws, Listing Rules and Constitution

- 10.1 If Infratil determines that the allotment or transfer of Additional Shares under the Plan could breach any applicable law, the Rules or any provision of the Constitution, Infratil may, in its sole discretion, withdraw the Plan, or not allot or transfer any Additional Shares under the Plan to any shareholder(s) eligible to participate.
- 10.2 If, for any reason, Infratil cannot allot or transfer your Additional Shares, the relevant dividend on your Participating Shares will be paid or distributed to you in the same manner as to shareholders not participating in the Plan. You will not be paid interest on any such payment.

11 Issue or transfer of Additional Shares

11.1 Infratil will:

- (a) allot your Additional Shares to you in accordance with clauses 8 to 10 on the day that you would otherwise have been paid a dividend; or
- (b) transfer your Additional Shares to you in accordance with clauses 8 to 10 as soon as reasonably practicable on or after the day that you would otherwise have been paid a dividend.

As applicable, depending on the manner in which your Additional Shares are sourced.

12 Share Price Information Publicly Available

Infratil will ensure that at the time the Strike Price is set under clause 8.1 it will have no information that is not publicly available that would, or would be likely to, have a material adverse effect on the realisable price of the Shares if the information was publicly available.

13 Terms of Issue and Ranking of Additional Shares

Your Additional Shares will be allotted or transferred to you on the terms set out in this Plan, subject to the rights of termination, suspension and modification set out in clause 16. Any new Shares issued or transferred by Infratil for the purposes of this Plan will, from the date of allotment, rank equally in all respects with each other and with all other Shares on issue as at that date.

14 Source of Additional Shares

Your Additional Shares may, at the Board's discretion, be:

- (a) new Shares issued by Infratil;
- (b) existing Shares acquired by Infratil or a nominee or agent of Infratil; or
- (c) any combination of (a) and (b) above.

15 Statements

If you choose to participate in the Plan, Infratil will send a statement to your address or electronic mail address (if you have elected to receive communications electronically) as set out in Infratil's share register within five trading days of the allotment or transfer of Additional Shares detailing:

- (a) the number of your Participating Shares as at the Record Date:
- (b) the amount of your cash dividend reinvested in Additional Shares and the amount paid in respect of any of your Shares that are not participating in the Plan (if applicable);
- (c) the Strike Price and number of Additional Shares you were allotted and/or transferred under the Plan;
- (d) any amounts held to your order in accordance with clause 9.2;
- (e) the amount of any tax deductions or withholdings, imputations or other taxation credits in respect of the cash dividend; and
- (f) such other matters required by law or the Rules with respect to dividends, reinvestment, the allotment and/or the transfer of shares.

16 Termination, Suspension and Modification

The Board may, in its sole discretion, at any time:

- (a) terminate, suspend or modify the Plan. If the Plan is modified, your Participation Election will be deemed to be a Participation Election under the modified Plan unless you withdraw or modify your Participation Election in accordance with clause 18;
- (b) resolve that some or all of a dividend will be paid in cash only instead of the Plan applying;
- (c) make a determination in respect of any of the matters for which the Board is granted discretion under clause
 8.1 (which, for the avoidance of doubt, is not a modification to the Plan which requires notice to be given to you under clause 17);
- (d) resolve that in the event of the subdivision, consolidation or reclassification of the Shares into one or more new classes of shares, your Participation Election will be deemed to be a Participation Election in respect of the Shares as subdivided, consolidated or reclassified unless you withdraw or modify your Participation Election in accordance with clause 18;
- (e) resolve that the Plan or any allotment under the Plan may be underwritten on such terms as may be agreed between Infratil and an underwriter;
- (f) determine that shareholders in specific jurisdictions outside New Zealand and Australia may participate in the Plan; or
- (g) resolve that your Participation Election will cease to be of any effect.

17 Prior Notice

You will be sent written notice by Infratil of any modification or termination to the Plan at your address or electronic mail address (if you have elected to receive communications electronically) as set out in Infratil's share register prior to the Record Date on which any modification or termination will take effect, unless Infratil:

- (a) modifies or terminates the Plan to comply with any applicable law, the listing rules of any stock exchange on which the Shares are quoted or any provision of the Constitution; or
- (b) makes minor amendments to the Plan where such amendments are of an administrative or procedural nature,

in which case no notice need be given.

18 Variation or Termination

You may at any time:

- (a) increase or decrease the number of your Participating Shares by making a new Participation Election in accordance with clause 6.1; or
- (b) terminate your participation in the Plan by written notice to Infratil's Share Registrar at the address set out in clause 6.1.

Such variation or termination will take effect on the first Record Date after receipt by Infratil's Share Registrar of the new Participation Election or the written termination notice, as the case may be or, if your new Participation Election or written termination notice is received after a Record Date but before 5:00pm on an Election Date, from the Record Date immediately preceding that Election Date.

19 Partial Dispositions

If you dispose of any of your Participating Shares, you will be deemed to have terminated your participation in the Plan with respect to the Participating Shares you disposed of from the date Infratil's Share Registrar registers a transfer of those Participating Shares.

20 Dispositions of all of your Participating Shares

If you dispose of all of your Participating Shares, you will be deemed to have terminated your participation in the Plan from the date Infratil's Share Registrar registers a transfer of those Shares.

21 Taxation

For New Zealand tax purposes, if you reinvest the net proceeds of your cash dividends to acquire Additional Shares, you should be treated in the same way as if you had not participated in the Plan. This means that if you participate in the Plan, you should derive dividend income of the same amount that you would have derived had you not participated in the Plan. The taxation summary above is based on New Zealand taxation laws as at the date of this Offer Document and is, of necessity, general. It does not take into account your individual circumstances and the specific tax consequences of your participation or non-participation in the Plan, which may vary considerably. You should not rely on this general summary but should seek your own tax advice. Infratil does not accept any responsibility for the financial or taxation effects of your participation or non-participation in the Plan.

22 Costs

You will not be charged for participation or withdrawal from the Plan. You will not incur any brokerage charges on the allotment or transfer of your Additional Shares.

23 Rules

The Plan is subject to the Rules and in the event of any inconsistency between the Plan and the Rules, the Rules will apply.

24 Governing Law

This Offer Document, the Plan and its operation will be governed by the laws of New Zealand.

25 Other Information

You can download an electronic copy of Infratil's most recent Annual Report (which contains Infratil's most recent financial statements and the auditor's report on those financial statements) from Infratil's website at www.infratil.com.

Alternatively, you can request a copy of these documents free of charge by writing to Infratil's registered office at:

Infratil Limited

5 Market Lane

Wellington 6011 New Zealand

Definitions

Additional Shares means the Shares to be issued or transferred to you pursuant to the Plan.

ASX means ASX Limited.

Board means Infratil's board of directors.

Business Day has the meaning given to that term in the Rules.

Constitution means Infratil's constitution.

Election Date means, in respect of each Record Date, the first trading day after that Record Date or such later date as may be set by the Board and advised to NZX and ASX.

Ex-Date means, in relation to a dividend, the first Business Day before the relevant Record Date for that dividend, unless NZX determines otherwise.

Infratil means Infratil Limited.

NZX means NZX Limited.

NZX Main Board means the main board equity security market operated by NZX.

Offer Document means this booklet which sets out the terms and conditions of the Plan.

Participating Shares means the Shares held by you on a Record Date in respect of which you have made a valid Participation Election.

Participation Election means your chosen participation in the Plan, made in one of the ways specified in clause 6.1 of this Offer Document.

Participation Notice means the form of participation notice accompanying this Offer Document.

Plan means Infratil's Dividend Reinvestment Plan established by the Board on the terms and conditions set out in this Offer Document, as amended from time to time.

Record Date means 5:00pm on the date fixed by Infratil for determining entitlements to dividends payable or credited on Shares.

Rules means the NZX Main Board / Debt Market Listing Rules, the ASX Listing Rules (to the extent they apply to Infratil as an ASX Foreign Exempt Listing) and to any rules for clearing and/or settlement which apply to the NZX Main Board or the ASX from time to time.

Share Registrar means Link Market Services Limited.

Shares means ordinary shares in Infratil.

Strike Price means the price at which Additional Shares will be issued or transferred to you, calculated in accordance with clause 8 of this Offer Document.

Directory

Directors

Mark Tume (Chairman)

Jason Boyes

Alison Gerry

Paul Gough

Kirsty Mactaggart

Catherine Savage

Peter Springford

Company Secretary

Nick Lough

Registered Office - New Zealand

5 Market Lane PO Box 320

Wellington

Telephone: +64 4 473 3663 Internet address: www.infratil.com

Registered Office - Australia

C/- H.R.L. Morrison & Co Private Markets Pty Ltd

Level 31

60 Martin Place

Sydney NSW 2000

Telephone: +64 4 473 3663

Manager

Morrison & Co Infrastructure Management Limited

5 Market Lane PO Box 1395 Wellington

Telephone: +64 4 473 2399 Facsimile: +64 4 473 2388

Internet address: www.hrlmorrison.com

Share Registrar - New Zealand

Link Market Services Level 30, PwC Tower 15 Customs Street West

PO Box 91976

Auckland 1142

Telephone: +64 9 375 5998

Email: enquiries@linkmarketservices.co.nz Internet address: www.linkmarketservices.co.nz

Share Registrar - Australia

Link Market Services

Level 12

680 George Street

Sydney NSW 2000

Telephone: +61 2 8280 7100

Email: registrars@linkmarketservices.com.au Internet address: www.linkmarketservices.com.au

Auditor

KPMG

10 Customhouse Quay

PO Box 996 Wellington

Legal Advisors

Chapman Tripp

Level 14

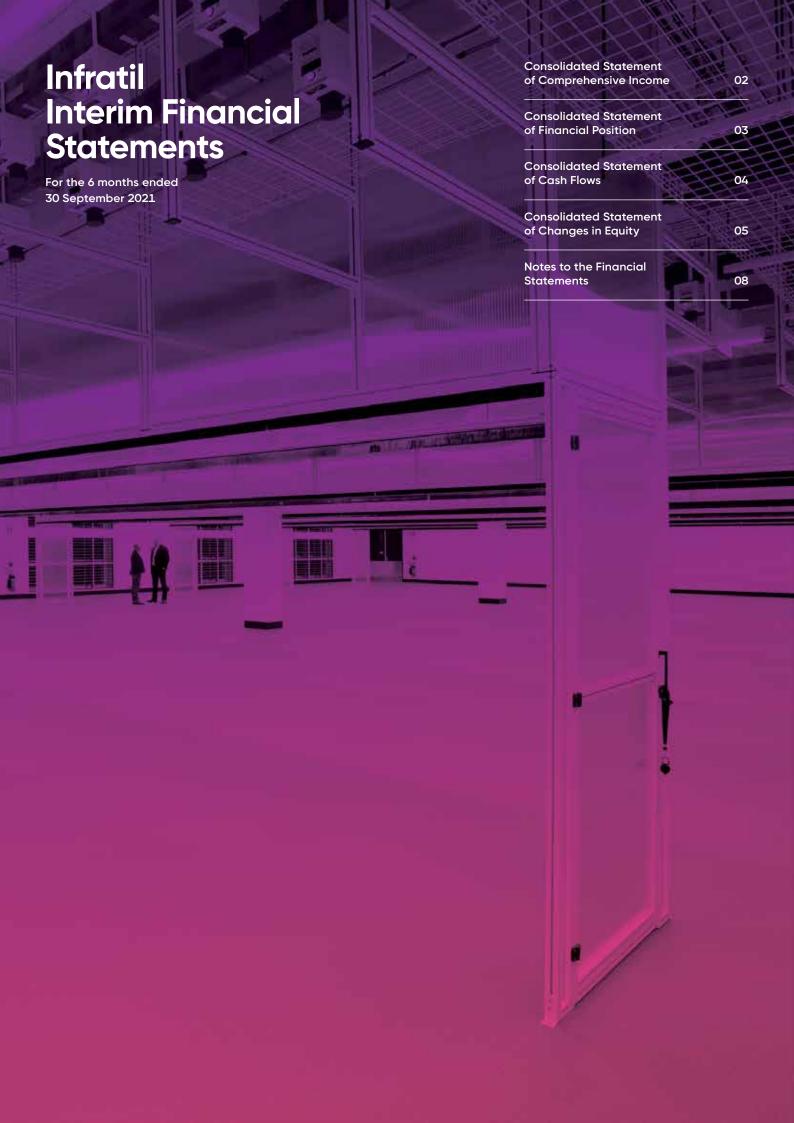
10 Customhouse Quay

Wellington 6011

Phone +64 4 499 5999

Facsimile +64 4 472 7111





Consolidated Statement of Comprehensive Income

		6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
	Notes	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Operating revenue	9	425.4	160.3	408.2
Dividends	,	1.6	-	-
Total revenue		427.0	160.3	408.2
Share of earnings of associate companies	5	114.1	83.8	182.6
Total income		541.1	244.1	590.8
Depreciation		40.9	22.4	55.2
Amortisation of intangibles		2.3	1.8	5.2
Employee benefits		64.1	22.7	81.1
Other operating expenses	10	235.1	111.7	399.1
Total operating expenses		342.4	158.6	540.6
Operating experiantile Operating surplus before financing, derivatives,		198.7	85.5	50.2
realisations and impairments		190./	65.5	50.2
Net gain/(loss) on foreign exchange and derivatives		73.6	(19.1)	(56.4)
Net realisations, revaluations and impairments	- <u></u>	2.2	13.7	31.8
Interest income		1.7	0.8	1.6
Interest expense		81.7	66.7	138.8
Net financing expense		80.0	65.9	137.2
Net surplus before taxation		194.5	14.2	(111.6)
Taxation expense/(credit)	11	58.1	(9.4)	(9.7)
Net surplus for the period from continuing operations		136.4	23.6	(101.9)
Net surplus from discontinued operations after tax	8	993.9	33.4	85.9
Net surplus for the period		1,130.3	57.0	(16.0)
Net surplus attributable to owners of the Company		1,080.6	27.8	(49.2)
Net surplus attributable to non-controlling interest		49.7	29.2	33.2
Other comprehensive income, after tax				
Items that will not be reclassified to profit and loss:				
Net change in fair value of property, plant & equipment recognised in equity		60.6	(1.7)	260.9
Share of associates other comprehensive income		(3.2)	28.9	8.0
Net change in fair value of equity investments at fair value through other comprehensive income		6.8	0.7	46.1
Hedges taken to profit and loss		_	_	_
Income tax effect of the above items		(10.9)	0.2	(90.4)
Items that may subsequently be reclassified to profit and loss:				
Differences arising on translation of foreign operations		(59.9)	67.5	90.0
Items reclassified to profit and loss on disposal of subsidiary		(444.2)	_	_
Effective portion of changes in fair value of cash flow hedges		(79.0)	43.2	218.5
Income tax effect of the above items		20.6	(5.5)	(28.1)
Total other comprehensive income after tax		(509.2)	133.3	505.0
Total comprehensive income for the period		621.1	190.3	489.0
Total comprehensive income for the period attributable to owners of the Company		1,010.9	159.1	335.4
Total comprehensive income for the period attributable to non-controlling interests		(389.8)	31.2	153.6
Earnings per share				
Basic and diluted (cents per share) from continuing operations		12.1	(0.8)	(18.6)
Basic and diluted (cents per share)		149.5	4.0	(6.8)

Consolidated Statement of Financial Position

		30 September 2021	30 September 2020	31 March 2021
	Notes	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Cash and cash equivalents		1,213.8	435.2	133.8
Trade and other accounts receivable and prepayments		120.2	222.7	315.4
Derivative financial instruments		11.3	31.9	76.2
Inventories		2.0	-	1.9
Income tax receivable		10.2	22.6	17.6
Assets held for sale	8.2	187.9	34.8	2,253.4
Current assets		1,545.4	747.2	2,798.3
Trade and other accounts receivable and prepayments		-	14.4	13.5
Property, plant and equipment		3,335.1	4,271.7	3,238.7
Investment properties		262.4	260.1	260.1
Right of use assets		127.0	171.8	115.5
Derivative financial instruments		53.2	163.7	92.0
Intangible assets		10.7	34.6	40.6
Goodwill		1,523.3	113.1	770.7
Investments in associates	5	2,233.7	2,082.7	2,126.9
Other investments	6	79.9	78.2	80.9
Non-current assets		7,625.3	7,190.3	6,738.8
Total assets		9,170.7	7,937.5	9,537.2
Accounts payable, accruals and other liabilities		414.8	200.7	305.8
Interest bearing loans and borrowings	12	92.3	86.3	94.1
Lease liabilities		14.4	24.2	20.3
Derivative financial instruments		6.1	22.8	89.2
Income tax payable		40.6	_	4.1
Infrastructure bonds	13	93.4	93.7	93.8
Trustpower bonds		83.0	-	83.0
Wellington International Airport bonds		-	75.0	75.0
Liabilities directly associated with the assets held for sale	8.2	35.0		906.7
Current liabilities		779.6	502.7	1,672.0
Interest bearing loans and borrowings	12	697.2	826.4	916.2
Other liabilities		88.9	83.3	195.4
Lease liabilities		199.0	235.3	182.3
Deferred tax liability		248.2	307.7	269.4
Derivative financial instruments		25.5	199.5	66.9
Infrastructure bonds	13	1,062.0	968.6	1,053.2
Perpetual Infratil Infrastructure bonds	13	231.9	231.9	231.9
Trustpower bonds		350.3	432.5	350.0
Wellington International Airport bonds and senior notes		635.4	526.7	510.7
Non-current liabilities		3,538.4	3,811.9	3,776.0
Attributable to owners of the Company		3,571.9	2,513.0	2,644.0
Non-controlling interest in subsidiaries		1,280.8	1,109.9	1,445.2
Total equity		4,852.7	3,622.9	4,089.2
Total equity and liabilities		9,170.7	7,937.5	9,537.2
Net tangible assets per share (\$ per share)		3.65	3.15	2.97

Approved on behalf of the Board on 11 November 2021

Alison Gerry

Director

Mark Tume Director

Consolidated Statement of Cash Flows

		6 months ended	6 months ended	Year ended
		30 September 2021	30 September 2020	31 March 2021
	Notes	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Cash flows from operating activities				
Cash was provided from:				
Receipts from customers		599.4	551.6	1,175.0
Distributions received from associates		31.9	16.7	73.6
Other dividends		1.6	_	_
Interest received		2.2	4.3	6.1
		635.1	572.6	1,254.7
Cash was disbursed to:				·
Payments to suppliers and employees		(546.8)	(495.5)	(953.1)
Interest paid		(84.5)	(77.5)	(159.9)
Taxation paid		(21.2)	(43.9)	(50.3)
		(652.5)	(616.9)	(1,163.3)
Net cash inflow/(outflow) from operating activities	15	(17.4)	(44.3)	91.4
Cash flows from investing activities				
Cash was provided from:				
Capital returned from associates		43.3	44.6	78.3
Proceeds from sale of investment property		-	-	34.8
Proceeds from sale of subsidiaries, net of cash sold		1,654.6	-	-
Proceeds from sale of investments		51.6	_	0.7
Return of security deposits		82.0	78.3	127.6
		1,831.5	122.9	241.4
Cash was disbursed to:		1,001.0	122.7	2-1
Purchase of investments		(119.2)	(16.5)	(65.0)
Lodgement of security deposits		(33.8)	(109.0)	(219.4)
Purchase of intangible assets		(0.5)	(5.1)	(9.4)
Purchase of shares in subsidiaries, net of cash acquired		(824.1)	-	(821.2)
Purchase of investment properties		(02)	(13.9)	(16.0)
Purchase of property, plant and equipment		(37.7)	(342.0)	(459.9)
		(1,015.3)	(486.5)	(1,590.9)
Net cash inflow/(outflow) from investing activities		816.2	(363.6)	(1,349.5)
Cash flows from financing activities				
Cash was provided from:				
Proceeds from issue of shares		_	294.2	294.1
Proceeds from issue of shares to non-controlling interest		246.3	-	241.8
Bank borrowings		885.5	404.7	852.9
Issue of bonds		227.4	100.0	184.6
		1,359.2	798.9	1,573.4
Cash was disbursed to:				
Repayment of bank debt		(1,091.0)	(476.8)	(295.0)
Repayment of lease liabilities		(5.6)	(7.5)	(12.9)
Loan establishment costs		(15.5)	(3.1)	(18.4)
Repayment of bonds		(168.9)	(25.0)	(25.0)
Infrastructure bond issue expenses		(1.2)	(1.3)	(2.6)
Share buyback		-	-	-
Capital return to non-controlling shareholders in subsidiary companies		-	(94.0)	(96.2)
Dividends paid to non-controlling shareholders in subsidiary companies		(38.4)	(37.4)	(65.3)
Dividends paid to owners of the Company	3	(83.1)	(72.5)	(117.7)
		(1,403.7)	(717.6)	(633.1)
Net cash inflow/(outflow) from financing activities		(44.5)	81.3	940.3
Net increase/(decrease) in cash and cash equivalents		754.3	(326.6)	(317.8)
Foreign exchange gains/(losses) on cash and cash equivalents		(7.6)	31.5	36.9
Cash and cash equivalents at beginning of the period		133.8	730.3	730.3
Cash balances on acquisition		5.2	-	26.0
Adjustment for cash classified as assets held for sale		328.1		(341.6)
Cash and cash equivalents at end of the period		1,213.8	435.2	133.8

Consolidated Statement of Changes in Equity

Attributable to equity holders of the Company – Unaudited

Balance as at 1 April 2021	\$Millions 1,049.0	\$Millions	reserve \$Millions	reserves \$Millions	earnings	Total	controlling	
Balance as at 1 April 2021	1,049.0	7477		4	\$Millions	\$Millions	\$Millions	Total equity \$Millions
		707.3	28.2	64.0	735.5	2,644.0	1,445.2	4,089.2
Total comprehensive income for the period								
Net surplus for the period	-	-	-	-	1,080.6	1,080.6	49.7	1,130.3
Other comprehensive income, after tax								
Differences arising on translation of foreign operations	-	-	(65.1)	-	-	(65.1)	5.2	(59.9)
Items reclassified to profit and loss on disposal of subsidiary	-	(232.3)	-	(14.4)	232.3	(14.4)	(429.8)	(444.2)
Net change in fair value of equity investments at FVOCI	-	-	-	1.5	-	1.5	-	1.5
Realisations on disposal of equity investments at FVOCI	-	-	-	(14.7)	20.0	5.3	-	5.3
Ineffective portion of hedges taken to profit and loss	-	-	-	-	-	-	-	-
Effective portion of changes in fair value of cash flow hedges	-	-	_	(26.6)	-	(26.6)	(31.8)	(58.4)
Fair value change of property, plant and equipment recognised in equity	-	32.8	_	-	-	32.8	16.9	49.7
Share of associates other comprehensive income		-		(3.2)		(3.2)		(3.2)
Total other comprehensive income	_	(199.5)	(65.1)	(57.4)	252.3	(69.7)	(439.5)	(509.2)
Total comprehensive income for the period		(199.5)	(65.1)	(57.4)	1,332.9	1,010.9	(389.8)	621.1
Contributions by and distributions to non-controlling interests								
Non-controlling interests arising on acquisition of subsidiary	_	-	_	_	_	_	246.8	246.8
Issue of shares to non-controlling interests	-	-	-	-	-	-	17.3	17.3
Issue/(acquisition) of shares held by outside equity interests	_	-	_	-	-	-	-	-
Total contributions by and distributions to non-controlling interests		-		-		-	264.1	264.1
Contributions by and distributions to owners								
Shares issued	_	_	-	-	-	_	_	_
Share buyback	_	-	-	_	-	-	-	-
Shares issued under dividend reinvestment plan	-	-	-	-	-	-	-	-
Conversion of executive redeemable shares	_	_	-	_	-	_	-	_
Dividends to equity holders		_		_	(83.1)	(83.1)	(38.7)	(121.8)
Total contributions by and distributions to owners		-	_	_	(83.1)	(83.1)	(38.7)	(121.8)
Balance as at 30 September 2021	1,049.0	567.8	(36.9)	6.6	1,985.3	3,571.9	1,280.8	4,852.7

Consolidated Statement of Changes in Equity

Attributable to equity holders of the Company – Unaudited

Translation to equity holders of the company			Foreign currency					
	Capital \$Millions	Revaluation reserve \$Millions	translation reserve \$Millions	Other reserves \$Millions	Retained earnings \$Millions	Total \$Millions	Non- controlling \$Millions	Total equity \$Millions
Balance as at 1 April 2020	754.9	655.1	(71.8)	(108.4)	902.4	2,132.2	1,207.7	3,339.9
Total comprehensive income for the period								
Net surplus for the period	-	-	-	-	27.8	27.8	29.2	57.0
Other comprehensive income, after tax								
Differences arising on translation of foreign operations	-	-	79.9	-	-	79.9	(12.3)	67.6
Items reclassified to profit and loss on disposal of subsidiary	-	-	-	-	-	-	-	-
Net change in fair value of equity investments at FVOCI	-	-	-	0.7	-	0.7	-	0.7
Realisations on disposal of equity investments FVOCI	-	-	-	-	-	-	-	-
Ineffective portion of hedges taken to profit and loss	-	-	-	-	-	-	-	-
Effective portion of changes in fair value of cash flow hedges	-	-	-	22.8	-	22.8	14.8	37.6
Fair value movements in relation to the executive share scheme	-	-	-	-	-	-	-	-
Fair value change of property, plant and equipment recognised in equity	-	(1.0)	-	-	-	(1.0)	(0.5)	(1.5)
Share of associates other comprehensive income		-		28.9		28.9		28.9
Total other comprehensive income	_	(1.0)	79.9	52.4	_	131.3	2.0	133.3
Total comprehensive income for the period	_	(1.0)	79.9	52.4	27.8	159.1	31.2	190.3
Contributions by and distributions to non-controlling interests								
Non-controlling interests arising on acquisition of subsidiary	-	-	-	-	-	-	-	-
Issue of shares to non-controlling interests	-	-	-	-	-	-	-	-
Issue/(acquisition) of shares held by outside equity interests		-		-		-	(91.6)	(91.6)
Total contributions by and distributions to non-controlling interests	_	-		-	_	-	(91.6)	(91.6)
Contributions by and distributions to owners								
Shares issued	294.2	-	-	-	_	294.2	-	294.2
Share buyback	-	-	-	_	_	-	-	-
Shares issued under dividend reinvestment plan	-	_	-	_	-	-	-	_
Dividends to equity holders	-	-	-	-	(72.5)	(72.5)	(37.4)	(109.9)
Total contributions by and distributions to owners	294.2	-		-	(72.5)	221.7	(37.4)	184.3
Balance as at 30 September 2020	1,049.1	654.1	8.1	(56.0)	857.7	2,513.0	1,109.9	3,622.9

Consolidated Statement of Changes in Equity

Attributable to equity holders of the Company – Audited

The instruction of equity holders of the company			Foreign					
		Revaluation	currency translation	Other	Retained		Non-	
	Capital \$Millions	reserve \$Millions	reserve \$Millions	reserves \$Millions	earnings \$Millions	Total \$Millions	controlling \$Millions	Total equity \$Millions
Balance as at 1 April 2020	754.9	655.1	(71.8)	(108.4)	902.4	2,132.2	1,207.7	3,339.9
Total comprehensive income for the year								
Net surplus for the year	-	-	-	-	(49.2)	(49.2)	33.2	(16.0)
Other comprehensive income, after tax								
Differences arising on translation of foreign operations	-	-	100.0	-	-	100.0	(13.5)	86.5
Items reclassified to profit and loss on disposal of subsidiary	_	-	_	-	-	-	-	-
Net change in fair value of equity investments at FVOCI	-	-	-	46.1	-	46.1	-	46.1
Realisations on disposal of equity investments at FVOCI	-	-	-	-	-	-	-	-
Ineffective portion of hedges taken to profit and loss	-	-	-	-	-	-	-	-
Effective portion of changes in fair value of cash flow hedges	-	-	-	118.3	-	118.3	75.6	193.9
Fair value movements in relation to the executive share scheme	-	-	-	-	-	-	-	-
Fair value change of property, plant and equipment recognised in equity	-	112.2	-	-	-	112.2	58.3	170.5
Share of associates other comprehensive income		-		8.0		8.0		8.0
Total other comprehensive income	_	112.2	100.0	172.4	-	384.6	120.4	505.0
Total comprehensive income for the year		112.2	100.0	172.4	(49.2)	335.4	153.6	489.0
Contributions by and distributions to non-controlling interests								
Non-controlling interests arising on acquisition of subsidiary	_	-	_	-	-	-	240.9	240.9
Issue of shares to non-controlling interests	-	-	-	-	-	-	-	-
Issue/(acquisition) of shares held by outside equity interests	_	-	_	-	-	-	(91.6)	(91.6)
Total contributions by and distributions to non-controlling interests	_	-	_	-	_	-	149.3	149.3
Contributions by and distributions to owners								
Shares issued	294.1	-	-	-	-	294.1	-	294.1
Share buyback	-	-	-	-	-	-	-	-
Shares issued under dividend reinvestment plan	-	-	-	-	-	-	-	-
Conversion of executive redeemable shares	-	-	-	-	-	-	-	-
Dividends to equity holders		-		-	(117.7)	(117.7)	(65.4)	(183.1)
Total contributions by and distributions to owners	294.1	-		-	(117.7)	176.4	(65.4)	111.0
Balance at 31 March 2021	1,049.0	767.3	28.2	64.0	735.5	2,644.0	1,445.2	4,089.2

Notes to the Financial Statements

1 Accounting policies

Reporting Entity

Infratil Limited ('the Company') is a company domiciled in New Zealand and registered under the Companies Act 1993. The Company is listed on the NZX Main Board ('NZX') and Australian Securities Exchange ('ASX'), and is an FMC Reporting Entity in terms of Part 7 of the Financial Markets Conduct Act 2013.

Basis of preparation

These unaudited condensed consolidated half year financial statements ('half year statements') of Infratil Limited together with its subsidiaries and associates ('the Group') have been prepared in accordance with NZ IAS 34 Interim Financial Reporting and comply with IAS 34 Interim Financial Reporting. These half year statements have been prepared in accordance with the accounting policies stated in the published financial statements for the year ended 31 March 2021 and should be read in conjunction with the previous annual report.

No changes have been made from the accounting policies used in the 31 March 2021 annual report which can be obtained from Infratil's registered office or www.infratil.com. The presentation currency used in the preparation of these financial statements is New Zealand dollars, which is also the Company's functional currency. Comparative figures have been restated where appropriate to ensure consistency with the current period.

Covid-19 pandemic

The Group's financial statements for the year ended 31 March 2021 included a summary of the primary impacts of Covid-19 on the Group as at the year ended 31 March 2021. The Group has continued to perform strongly despite the ongoing challenges posed by the pandemic. Many of Infratil's portfolio companies provide essential services and continue to demonstrate their resilience. There has been no material change to those factors outlined as at 31 March 2021, and there are no other known material impacts of Covid-19 on the Group's financial performance for the period ended 30 September 2021, or balance sheet as at 30 September 2021.

Consideration of the IFRS Interpretations Committee ('IFRIC') agenda decision, 'Configuration or Customisation Costs in a Cloud Computing Arrangement (IAS 38 Intangible Assets)'

In April 2021, the IFRS Interpretations Committee ('IFRIC') issued an agenda decision clarifying its interpretation on how current accounting standards apply to configuration and customisation costs incurred in implementing Software-as-a-Service ('SaaS') cloud computing arrangements. The decision discusses whether configuration and customisation costs relating to cloud computing arrangements are able to be recognised as intangible assets, and if not, over what period the expenditure is expensed.

The Group's current accounting policy is to record these configuration and customisation costs as part of the cost of an intangible asset and amortise these costs over the useful life of the software assets.

The Group is currently in the process of quantifying the impact of this clarification on the financial statements, however, given the timeframe and the complexity involved, this has not yet been completed at 30 September 2021. It is likely that the outcome from this exercise will see a range of expenditure previously capitalised and amortised over the useful life reclassified as operating expenditure. This quantification will be completed and reported in the 31 March 2022 financial statements.

2 Nature of business

The Group owns and operates infrastructure businesses and investments in New Zealand, Australia, the United States, Europe and Asia. The Company is a limited liability company incorporated and domiciled in New Zealand. The address of its registered office is 5 Market Lane, Wellington, New Zealand.

More information on the individual businesses is contained in Note 4 (Operating segments) and Note 5 (Investments in associates) including the relative contributions to total revenue and expenses of the Group.

3 Infratil shares and dividends

Ordinary shares (fully paid)	6 months ended 30 September 2021 Unaudited	6 months ended 30 September 2020 Unaudited	Year ended 31 March 2021 Audited
Total authorised and issued capital shares at the beginning of the period	722,952,533	659,678,837	659,678,837
Movements during the period:			
New shares issued	-	63,273,696	63,273,696
New shares issued under dividend reinvestment plan	-	_	-
Conversion of executive redeemable shares	-	_	-
Share buyback	-	_	-
Total authorised and issued capital shares at the end of the period	722,952,533	722,952,533	722,952,533

During the comparative period the Company issued new shares to provide additional balance sheet flexibility and to fund growth investments across Infratil's existing portfolio companies, as well as providing the opportunity to take advantage of any new investment opportunities that may arise. In total, net proceeds after issue costs of \$294.2 million were raised via an institutional placement and share purchase plan for existing shareholders. All fully paid ordinary shares have equal voting rights and share equally in dividends and equity. At 30 September 2021 the Group held 1,662,617 shares as Treasury Stock (30 September 2020: 1,662,617, 31 March 2021: 1,662,617).

Dividends paid on ordinary shares	6 months ended 30 September 2021 cps Unaudited	6 months ended 30 September 2020 cps Unaudited	Year ended 31 March 2021 cps Audited	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Final dividend prior year	11.50	11.00	11.00	83.1	72.5	72.6
Interim dividend paid current year		-	6.25	-		45.2
Dividends paid on ordinary shares	11.50	11.00	17.25	83.1	72.5	117.8

4 Operating segments

Trustpower and Tilt Renewables are renewable generation investments, Wellington International Airport is an airport investment and Qscan Group and Pacific Radiology make up the Group's diagnostic imaging platform. Associates comprises Infratil's investments that are not consolidated for financial reporting purposes, including CDC Data Centres, Vodafone New Zealand, RetireAustralia, Longroad Energy, Kao Data and Galileo Green Energy. Further information on these investments is outlined in Note 5. The Group's investment in Tilt Renewables and Trustpower's retail business are classified as Held for Sale and treated as Discontinued Operations as at 30 September 2021 and 31 March 2021 for the investment in Tilt Renewables. Further information on these investments are outlined in Note 8.1 and 8.2. All other segments and corporate predominately includes the activities of the Parent Company. The group has no significant reliance on any one customer. Inter-segment revenue primarily comprises dividends from Trustpower and subvention income from Wellington International Airport.

	Trustpower New Zealand \$Millions Unaudited	Tilt Renewables Australasia \$Millions Unaudited	Wellington International Airport New Zealand \$Millions Unaudited	Diagnostic Imaging Australasia \$Millions Unaudited	Associates \$Millions Unaudited	All other segments & corporate New Zealand \$Millions Unaudited	Eliminations & discontinued operations \$Millions Unaudited	Total from continuing operations \$Millions Unaudited
For the period ended 30 September 2021								
Total revenue	571.8	60.0	50.7	190.1	-	55.0	(444.0)	483.6
Share of earnings of associate companies	-	_	-	-	114.1	_	-	114.1
Inter-segment revenue	-		-		-	(46.0)	(10.6)	(56.6)
Total income	571.8	60.0	50.7	190.1	114.1	9.0	(454.6)	541.1
Operating expenses (excluding depreciation and amortisation)	(449.6)	(47.9)	(19.2)	(157.1)	-	(52.1)	426.7	(299.2)
Interest income	0.3	0.4	0.2	_	-	1.3	(0.5)	1.7
Interest expense	(15.3)	(6.7)	(12.7)	(14.9)	-	(39.5)	7.4	(81.7)
Depreciation and amortisation	(24.5)	(19.5)	(14.4)	(17.0)	-	-	32.2	(43.2)
Net gain/(loss) on foreign exchange and derivatives	78.5	(12.7)	(0.3)	1.4	-	(5.5)	12.2	73.6
Net realisations, revaluations and impairments	-	_	2.4	_	-	972.6	(972.8)	2.2
Taxation expense	(46.1)	3.7	(3.6)	(6.8)	-	(2.3)	(3.0)	(58.1)
Net surplus/(loss) for the year	115.1	(22.7)	3.1	(4.3)	114.1	883.5	(952.4)	136.4
Net surplus/(loss) attributable to owners of the company	56.5	(14.8)	2.0	(2.1)	114.1	883.5	13.8	1,053.0
Net surplus/(loss) attributable to non-controlling interests	58.6	(7.9)	1.1	(2.2)	-	-	7.0	56.6
Current assets	202.6	-	57.0	81.2	-	1,128.4	76.2	1,545.4
Non-current assets	1,933.1	-	1,456.0	1,760.8	2,233.8	336.3	(94.7)	7,625.3
Current liabilities	283.0	-	13.2	87.3	-	373.6	22.5	779.6
Non-current liabilities	767.1		770.2	672.3	_	1,441.3	(112.5)	3,538.4
Net assets	1,085.6	_	729.6	1,082.4	2,233.8	(350.2)	71.5	4,852.7
Non-controlling interest percentage	49.0%	34.9%	34.0%	87.7%	_	-	-	-
Capital expenditure and investments	15.3	33.7	7.2	318.7	119.7	2.3	(33.7)	463.2

4 Operating segments (continued)

	Trustpower New Zealand \$Millions Unaudited	Tilt Renewables Australasia \$Millions Unaudited	Wellington International Airport New Zealand \$Millions Unaudited	Associates \$Millions Unaudited	All other segments & corporate New Zealand \$Millions Unaudited	Eliminations & discontinued operations \$Millions Unaudited	Total from continuing operations \$Millions Unaudited
For the period ended 30 September 2020							
Total revenue	506.3	60.0	25.8	-	66.2	(417.9)	240.4
Share of earnings of associate companies	-	-	-	83.8	-	-	83.8
Inter-segment revenue	-		-		(62.3)	(17.8)	(80.1)
Total income	506.3	60.0	25.8	83.8	3.9	(435.7)	244.1
Operating expenses (excluding depreciation and amortisation)	(395.9)	(25.9)	(14.9)	-	(80.9)	383.2	(134.4)
Interest income	0.3	2.3	0.2	_	0.3	(2.3)	0.8
Interest expense	(15.4)	(7.8)	(13.1)	-	(38.9)	8.5	(66.7)
Depreciation and amortisation	(21.9)	(21.8)	(13.5)	-	-	33.0	(24.2)
Net gain/(loss) on foreign exchange and derivatives	(26.5)	34.4	0.6	-	6.8	(34.4)	(19.1)
Net realisations, revaluations and impairments	-	-	3.9	-	9.8	-	13.7
Taxation expense	(13.3)	(12.5)	8.2	-	12.7	14.3	9.4
Net surplus/(loss) for the year	33.6	28.7	(2.8)	83.8	(86.3)	(33.4)	23.6
Net surplus/(loss) attributable to owners of the company	16.9	18.8	(5.4)	83.8	(86.3)	(21.2)	6.6
Net surplus/(loss) attributable to non-controlling interests	16.7	9.9	2.6	-	-	(12.2)	17.0
Current assets	210.9	377.3	100.5	-	58.5	-	747.2
Non-current assets	1,959.8	1,479.1	1,325.4	2,082.7	343.3	-	7,190.3
Current liabilities	128.4	72.7	127.3	-	174.3	-	502.7
Non-current liabilities	946.3	760.8	713.4		1,391.4	_	3,811.9
Net assets	1,096.0	1,022.9	585.2	2,082.7	(1,163.9)	_	3,622.9
Non-controlling interest percentage	49.0%	34.4%	34.0%	-	_	-	-
Capital expenditure and investments	15.6	305.7	11.5	15.8	16.4	(305.7)	59.3

4 Operating segments (continued)

	Trustpower New Zealand \$Millions Audited	Tilt Renewables Australasia \$Millions Audited	Wellington International Airport New Zealand \$Millions Audited	Diagnostic Imaging Australia \$Millions Audited	Associates \$Millions Audited	All other segments & corporate New Zealand \$Millions Audited	Eliminations & discontinued operations \$Millions Audited	Total from continuing operations \$Millions Audited
For the year ended 31 March 2021								
Total revenue	952.8	137.4	68.8	65.5	-	100.2	(788.2)	536.5
Share of earnings of associate companies	-	-	-	-	182.6	-	-	182.6
Inter-segment revenue	-	-	-	-	-	(90.0)	(38.3)	(128.3)
Total income	952.8	137.4	68.8	65.5	182.6	10.2	(826.5)	590.8
Operating expenses (excluding depreciation and amortisation)	(752.5)	(57.2)	(32.8)	(62.9)	-	(187.5)	612.7	(480.2)
Interest income	0.5	3.2	0.7		-	0.3	(3.1)	1.6
Interest expense	(30.8)	(15.0)	(27.2)	(5.1)	-	(76.9)	16.2	(138.8)
Depreciation and amortisation	(45.4)	(43.8)	(29.6)	(7.9)	-	-	66.3	(60.4)
Net gain/(loss) on foreign exchange and derivatives	(83.5)	78.5	1.4	-	-	25.6	(78.4)	(56.4)
Net realisations, revaluations and impairments	-	-	8.7	-	-	23.1	-	31.8
Taxation expense	(10.3)	(31.5)	12.4	(2.0)	-	4.2	36.9	9.7
Net surplus/(loss) for the year	30.8	71.6	2.4	(12.4)	182.6	(201.0)	(175.9)	(101.9)
Net surplus/(loss) attributable to owners of the company	17.4	47.1	1.8	(7.0)	182.6	(201.0)	(54.2)	(13.3)
Net surplus/(loss) attributable to non-controlling interests	13.4	24.5	0.6	(5.4)	-	-	(31.7)	1.4
Current assets	340.9	404.6	96.8	43.6	-	63.6	1,848.8	2,798.3
Non-current assets	2,001.5	1,803.2	1,399.1	897.2	2,126.9	359.8	(1,848.8)	6,738.9
Current liabilities	317.6	65.4	117.9	41.9	-	288.0	841.2	1,672.0
Non-current liabilities	937.9	841.3	705.3	350.7	-	1,782.0	(841.2)	3,776.0
Net assets	1,086.9	1,301.1	672.7	548.2	2,126.9	(1,646.6)	-	4,089.2
Non-controlling interest percentage	49.0%	34.4%	34.0%	43.7%	_	-	_	-
Capital expenditure and investments	36.4	377.4	35.0	309.6	55.1	23.5	(377.4)	459.6

Entity wide disclosure – geographical

The Group operates in two principal areas, New Zealand and Australia, as well as having certain investments in the United States, Asia and Europe. The Group's geographical segments are based on the location of both customers and assets. The Group's investment in Tilt Renewables and Trustpower's retail business was classified as Held for Sale and treated as Discontinued Operations as at 30 September 2021 and 31 March 2021 for the investment in Tilt Renewables.

	New Zealand \$Millions Unaudited	Australia \$Millions Unaudited	Asia \$Millions Unaudited	United States \$Millions Unaudited	Europe \$Millions Unaudited	Eliminations & discontinued operations \$Millions Unaudited	Total from continuing operations \$Millions Unaudited
For the period ended			<u> </u>	- Citadaited		Onductor	
30 September 2021							
Total revenue	790.6	137.0	_	_	_	(444.0)	483.6
Share of earnings of associate							
companies	9.1	83.4	_	24.5	(2.9)	_	114.1
Inter-segment revenue	(46.0)	_	_	_	_	(10.6)	(56.6)
Total income	753.7	220.4	_	24.5	(2.9)	(454.6)	541.1
Operating expenses (excluding							
depreciation and amortisation)	(605.1)	(119.8)	(1.0)	_	-	426.7	(299.2)
Interest income	4.1	(1.9)		_	_	(0.5)	1.7
Interest expense	(75.4)	(13.7)	_	_	-	7.4	(81.7)
Depreciation and amortisation	(56.8)	(18.6)	_	_	_	32.2	(43.2)
Net gain/(loss) on foreign exchange and derivatives	74.8	(13.4)	_	_	_	12.2	73.6
Net realisations, revaluations							
and impairments	1,000.9	(25.9)	-	-	-	(972.8)	2.2
Taxation expense	(65.1)	10.0	_	_	_	(3.0)	(58.1)
Net surplus/(loss) for the year	1,031.1	37.1	(1.0)	24.5	(2.9)	(952.4)	136.4
Current assets	1,441.4	25.3	2.3	_	_	76.4	1.545.4
Non-current assets	5,837.1	1,656.1	0.1	127.8	80.6	(76.4)	7.625.3
Current liabilities	732.4	18.0	3.5	_	_	25.7	779.6
Non-current liabilities	3,599.8	51.1	_	_	-	(112.5)	3,538.4
Net assets	2,946.3	1,612.3	(1.1)	127.8	80.6	86.8	4,852.7
Capital expenditure and							
investments	336.1	49.9	2.3	35.0	73.6	(33.7)	463.2
						Eliminations & discontinued	Total from continuing
		New Zealand \$Millions	Australia \$Millions	United States \$Millions	Europe \$Millions	operations \$Millions	operations \$Millions
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
For the period ended 30 Septemb	er 2020						
Total revenue		622.6	35.7	-	-	(417.9)	240.4
Share of earnings of associate cor	mpanies	(15.6)	114.9	(13.8)	(1.7)	-	83.8
Inter-segment revenue		(62.3)	-	-	-	(17.8)	(80.1)
Total income		544.7	150.6	(13.8)	(1.7)	(435.7)	244.1
Operating expenses (excluding de	preciation						
and amortisation)		(500.9)	(16.7)		_	383.2	(134.4)
Interest income		1.3	1.8	-	-	(2.3)	0.8
Interest expense		(68.5)	(6.7)	-	-	8.5	(66.7)
Depreciation and amortisation		(42.4)	(14.8)	-	-	33.0	(24.2)
Net gain/(loss) on foreign exchang	je and						
derivatives		5.8	9.5	-	-	(34.4)	(19.1)
Net realisations, revaluations and i	impairments	13.7	-	-	-	-	13.7
Taxation expense		(2.3)	(2.6)		_	14.3	9.4
Net surplus/(loss) for the year		(48.6)	121.1	(13.8)	(1.7)	(33.4)	23.6
Current assets		603.2	144.0	-	-	-	747.2
Non-current assets		4,931.9	2,217.9	34.4	6.1	-	7,190.3
Current liabilities		466.5	36.2	-	-	-	502.7
Non-current liabilities		3,281.6	530.3	_	-		3,811.9
Non carrent habilities							
Net assets		1,787.0	1,795.4	34.4	6.1	-	3,622.9

Entity wide disclosure – geographical (continued)

	New Zealand	Australia	United States	Europe	Eliminations & discontinued operations	Total from continuing operations
	\$Millions Audited	\$Millions Audited	\$Millions Audited	\$Millions Audited	\$Millions Audited	\$Millions Audited
For the period ended 31 March 2021						
Total revenue	1,169.1	155.6	-	-	(788.2)	536.5
Share of earnings of associate companies	(27.2)	165.4	47.9	(3.6)	-	182.6
Inter-segment revenue	(90.0)	-	-	-	(38.3)	(128.3)
Total income	1,051.9	321.0	47.9	(3.6)	(826.5)	590.8
Operating expenses (excluding depreciation and amortisation)	(1,120.3)	(62.7)	-	-	702.8	(480.2)
Interest income	3.9	0.8		-	(3.1)	1.6
Interest expense	(137.4)	(17.6)	-	-	16.2	(138.8)
Depreciation and amortisation	(90.4)	(36.3)	-	-	66.3	(60.4)
Net gain/(loss) on foreign exchange and derivatives	(55.8)	77.8	-	-	(78.4)	(56.4)
Net realisations, revaluations and impairments	57.9	(26.1)	-	-	-	31.8
Taxation expense	(3.7)	(23.5)	_	-	36.9	9.7
Net surplus/(loss) for the year	(293.9)	233.4	47.9	(3.6)	(85.8)	(101.9)
Current assets	522.0	427.5	-	-	1,848.8	2,798.3
Non-current assets	5,015.3	3,397.6	118.4	10.8	(1,803.2)	6,738.8
Current liabilities	749.7	81.1	-	-	841.2	1,672.0
Non-current liabilities	3,775.0	909.2		_	(908.2)	3,776.0
Net assets	1,012.6	2,834.8	118.4	10.8	112.6	4,089.2
Capital expenditure and investments	238.3	541.2	45.7	11.8	(377.4)	459.6

5 Investments in associates

	Note	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Investments in associates are as follows:				
Vodafone New Zealand	5.1	846.7	917.5	857.3
CDC Data Centres	5.2	899.2	845.8	873.0
RetireAustralia	5.3	355.9	313.3	340.9
Longroad Energy	5.4	51.4	-	44.9
Kao Data	5.5	72.6	-	-
Galileo Green Energy		7.9	6.1	10.8
Investments in associates		2,233.7	2,082.7	2,126.9
Equity accounted earnings of associates are as follows:				
Vodafone New Zealand	5.1	9.0	(15.6)	(27.2)
CDC Data Centres	5.2	55.0	108.5	134.3
RetireAustralia	5.3	28.8	6.4	31.2
Longroad Energy	5.4	24.5	(13.8)	47.9
Kao Data	5.5	(0.4)	-	-
Galileo Green Energy		(2.8)	(1.7)	(3.6)
Share of earnings of associate companies		114.1	83.8	182.6

5.1 Vodafone New Zealand

Vodafone New Zealand ('Vodafone') is one of New Zealand's leading digital services and connectivity companies. Infratil holds a 49.93% shareholding (30 September 2020: 49.89%, 31 March 2021: 49.89%) in ICN JV Investments Limited (the ultimate parent company of Vodafone New Zealand), alongside investment partners Brookfield Asset Management Inc. (49.93%) and Vodafone management (0.14%).

Movement in the carrying amount of the Group's investment in Vodafone:	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Carrying value at 1 April	857.3	974.0	974.0
Acquisition of shares	-	-	-
Capitalised transaction costs	-	-	-
Shareholder loan	-		-
Total capital contributions during the period	-		_
Interest on shareholder loan	4.5	5.2	9.7
Share of associate's surplus/(loss) before income tax	6.1	(27.6)	(47.2)
Share of associate's income tax (expense)	(1.6)	6.8	10.3
Total share of associate's earnings during the period	9.0	(15.6)	(27.2)
Share of associate's other comprehensive income	4.9	1.3	7.2
less: Distributions received	(20.0)	-	(26.4)
less: Shareholder loan repayments including interest	(4.5)	(42.2)	(70.3)
Carrying value of investment in associate	846.7	917.5	857.3
	30 September 2021	30 September 2020	31 March 2021
Summary financial information	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Summary information for Vodafone is not adjusted for the percentage ownership held by the Group (unless stated)			
Current assets	450.0	540.6	487.7
Non-current assets	3,636.0	3,679.0	3,613.4
Total assets	4,086.0	4,219.6	4,101.1
Current liabilities	990.5	552.0	563.7
Non-current liabilities	1,965.7	2,442.2	2,385.2
Total liabilities	2,956.2	2,994.2	2,948.9
Net assets (100%)	1,129.8	1,225.4	1,152.2
Group's share of net assets	564.1	611.4	574.8
Revenues	954.4	939.6	1,950.4
Net surplus/(loss) after tax	8.2	(37.1)	(69.4)
Total other comprehensive income	9.8	1.2	6.4

5.1 Vodafone New Zealand (continued)

	30 September 2021 \$Millions Unaudited	30 September 2020 \$Millions Unaudited	31 March 2021 \$Millions Audited
Reconciliation of the carrying amount of the Group's investment in Vodafone:			
Group's share of net assets	564.1	611.4	574.8
add: Shareholder Ioan	282.4	305.9	282.3
add: Capitalised transaction costs	0.2	0.2	0.2
Carrying value of investment in associate	846.7	917.5	857.3

5.2 CDC Data Centres

CDC Data Centres ('CDC') is an owner, operator and developer of data centres, with operations in Canberra, Sydney and Auckland. Infratil holds a 48.00% shareholding (30 September 2020: 48.08%, 31 March 2021: 48.08%) in CDC Group Holdings Pty Ltd (the ultimate parent company of CDC Data Centres), alongside investment partners the Commonwealth Superannuation Corporation (24.00%), Future Fund (24.00%) and CDC Data Centres management (4.00%).

Movement in the carrying amount of the Group's investment in CDC:	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Carrying value at 1 April	873.0	693.4	693.4
Acquisition of shares	11.1	7.5	8.3
Capitalised transaction costs	-	-	-
Shareholder loan	-	-	-
Total capital contributions during the period	11.1	7.5	8.3
Interest on shareholder loan	4.3	6.3	10.6
Share of associate's surplus/(loss) before income tax	70.0	147.7	178.6
Share of associate's income tax (expense)	(23.0)	(48.6)	(58.0)
add: share of associate's share capital issued, net of dilution	3.7	3.1	3.1
Total share of associate's earnings during the period	55.0	108.5	134.3
Share of associate's other comprehensive income	1.5	(0.4)	(0.6)
less: Distributions received	(2.0)	-	-
less: Shareholder loan repayments including interest	(3.8)	-	(5.8)
Foreign exchange movements	(35.6)	36.8	43.4
Carrying value of investment in associate	899.2	845.8	873.0

5.2 CDC Data Centres (continued)

Summary financial information	30 September 2021 A\$Millions Unaudited	30 September 2020 A\$Millions Unaudited	31 March 2021 A\$Millions Audited
Summary information for CDC is not adjusted for the percentage ownership held by the Group (unless stated)			
Current assets	79.0	148.3	152.3
Non-current assets	3,579.4	3,118.6	3,202.6
Total assets	3,658.4	3,266.9	3,354.9
Current liabilities	70.3	79.4	72.2
Non-current liabilities	2,147.4	1,910.0	1,963.1
Total liabilities	2,217.7	1,989.4	2,035.3
Net assets (100%)	1,440.7	1,277.5	1,319.6
Group's share of net assets	691.5	614.2	634.5
Revenues	121.8	114.3	227.2
Net surplus/(loss) after tax	92.8	191.7	234.2
Other comprehensive income	3.0	(O.8)	(1.3)
	30 September 2021 \$Millions Unaudited	30 September 2020 \$Millions Unaudited	31 March 2021 \$Millions Audited
Reconciliation of the carrying amount of the Group's investment in CDC:			
Group's share of net assets in NZ\$	723.5	663.8	690.9
add: Shareholder Ioan	175.7	182.0	182.1
Carrying value of investment in associate	899.2	845.8	873.0

CDC's functional currency is Australian Dollars (A\$) and the summary financial information shown is presented in this currency. The NZD/AUD exchange rates used to convert the summary financial information to the Group's functional currency (NZ\$) were 0.9558 (Spot rate) and 0.9416 (Average rate) (30 September 2020: Spot rate 0.9253, Average rate 0.9329, 31 March 2021: Spot rate 0.9182, Average rate 0.9338).

5.3 RetireAustralia

RetireAustralia is an owner, operator and developer of retirement villages, with villages in New South Wales, Queensland and South Australia. Infratil holds a 50% shareholding in RA (Holdings) 2014 Pty Limited (the ultimate parent company of RetireAustralia), with investment partner the New Zealand Superannuation Fund holding the other 50%.

	6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
Movement in the carrying amount of the Group's investment in RetireAustralia:	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Carrying value at 1 April	340.9	291.5	291.5
Acquisition of shares	-		-
Total capital contributions during the period	-	-	-
Share of associate's surplus/(loss) before income tax	28.8	6.4	31.2
Share of associate's income tax (expense)	_		-
Total share of associate's earnings during the period	28.8	6.4	31.2
Share of associate's other comprehensive income	-	-	-
less: Distributions received	-	-	-
Foreign exchange movements	(13.8)	15.4	18.2
Carrying value of investment in associate	355.9	313.3	340.9
Summary financial information	30 September 2021 A\$Millions Unaudited	30 September 2020 A\$Millions Unaudited	31 March 2021 A\$Millions Audited
Summary information for RetireAustralia is not adjusted for the percentage ownership held by the Group (unless stated)			
Current assets	204.3	216.4	204.6
Non-current assets	2,476.5	2,300.9	2,389.3
Total assets	2,680.8	2,517.3	2,593.9
Current liabilities	1,843.7	1,753.6	1,777.0
Non-current liabilities	156.8	183.8	190.7
Total liabilities	2,000.5	1,937.4	1,967.7
Net assets (100%)	680.3	579.9	626.2
Group's share of net assets	340.1	290.0	313.1
Group's share of net assets and carrying value of investment in associate (NZ\$)	355.9	313.3	340.9
Revenues	53.2	47.1	99.0
Net surplus/(loss) after tax	54.2	9.3	55.6
Other comprehensive income	-	-	-

RetireAustralia's functional currency is Australian Dollars (A\$) and the summary financial information shown is presented in this currency. The NZD/AUD exchange rates used to convert the summary financial information to the Group's functional currency (NZ\$) were 0.9558 (Spot rate) and 0.9416 (Average rate) (30 September 2020: Spot rate 0.9253, Average rate 0.9329, 31 March 2021: Spot rate 0.9182, Average rate 0.9338).

RetireAustralia's net current asset deficiency has primarily arisen due to the requirement under Accounting Standards to classify resident obligations as current liabilities as RetireAustralia does not have the right at the end of the reporting period to defer settlement of the liability for at least 12 months (residents may give notice of their intention to vacate their unit with immediate effect). In contrast, the corresponding assets are classified as non-current under Accounting Standards.

5.4 Longroad Energy

Longroad Energy Holdings, LLC ('Longroad Energy'), is a Boston, MA, headquartered renewable energy developer focused on the development, ownership, and operation of utility-scale wind and solar energy projects throughout North America. Infratil holds a 40% shareholding in Longroad Energy, alongside investment partners the New Zealand Superannuation Fund (40%) and Longroad Energy management (20%).

	6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
Movement in the carrying amount of the Group's investment in Longroad Energy:	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Carrying value at 1 April	44.9	-	-
Capital contributions	35.0	3.3	35.0
Shareholder loan	-		-
Total capital contributions during the period	35.0	3.3	35.0
Share of associate's surplus/(loss) before income tax	24.5	(13.8)	47.9
Share of associate's income tax (expense)	-		-
Total share of associate's earnings during the period	24.5	(13.8)	47.9
Share of associate's other comprehensive income	(9.5)	28.0	1.5
less: Distributions received	(1.5)	(8.0)	(28.2)
less: Capital returned	(43.3)	(11.1)	(11.3)
Foreign exchange movements	1.3	1.6	-
Carrying value of investment in associate	51.4	_	44.9

An adjustment to the carrying value of the investment in Longroad Energy was recorded at 30 September 2020 as under NZ IAS 28 the carrying amount of the investment is not permitted to reduce below zero. This adjustment is included in Share of associate's other comprehensive income.

5.4 Longroad Energy (continued)

Summary financial information	31 December 2020 US\$Millions Unaudited	31 December 2019 US\$Millions Unaudited
Summary information for Longroad Energy is not adjusted for the percentage ownership held by the Group (unless stated)		
Current assets	111.0	153.0
Non-current assets	1,817.3	1,247.3
Total assets	1,928.3	1,400.3
Current liabilities	78.2	270.0
Non-current liabilities	1,059.6	1,059.8
Total liabilities	1,137.8	1,329.8
Net assets (100%)	790.5	70.5
Revenues	263.4	94.3
Net surplus/(loss) after tax	89.9	6.8
Other comprehensive income	_	(10.2)

Longroad's functional currency is United States Dollars (\$US) and the summary financial information shown is presented in this currency. The NZD/USD exchange rates used to convert the summary financial information to the Group's functional currency (NZ\$) were 0.6874 (Spot rate) and 0.7076 (Average rate) (30 September 2020: Spot rate 0.6603, Average rate 0.6408, 31 March 2021: Spot rate 0.6989, Average rate 0.6711).

The summary information provided is taken from the most recent audited annual financial statements of Longroad Energy Holdings, LLC which have a balance date of 31 December and are reported as at that date.

Letter of credit facility

Longroad has obtained an uncommitted secured letter of credit facility of up to US\$150 million (30 September 2020: US\$150 million, 31 March 2021: US\$150 million) and also has a US\$50 million committed facility, of which US\$45.0 million was drawn at 30 September 2021. Infratil and the New Zealand Superannuation Fund have collectively agreed to meet up to US\$200 million of capital calls (i.e. subscribe for additional units) equal to Longroad's reimbursement obligation in the event that a Letter of Credit is called and Longroad cannot fund the call or the committed facility needs to be repaid, taking into account immediately available working capital. As at 30 September 2021, US\$33.4 million (Infratil share: US\$16.7 million) (30 September 2020: US\$91.8 million, 31 March 2021: US\$121.4 million) in Letters of Credit are on issue under the Longroad Letter of Credit facility.

5.5 Kao Data

On 20 August 2021 the Group acquired an initial stake in Kao Data from current owners Legal & General Group and Goldacre. The Group has agreed to an initial commitment of £120-130 million through a target shareholding of 40.0% with the current owners each retaining a target stake of 30.0%. Kao Data develops and operates advanced data centres in the United Kingdom. At 30 September 2021 Infratil has committed an initial £34.9 million (NZ\$68.2 million) of equity investment to acquire a 19.92% shareholding. The Group has determined that its investment in Kao Data is an investment in associate, and equity accounting has been applied below. The Group's share of acquisition costs directly incurred by Infratil were capitalised.

The fair value of assets acquired and liabilities assumed has been measured on a provisional basis. If new information obtained within one year of the date of acquisition about facts and circumstances that existed at the date of acquisition identifies adjustments to the above amounts, or any additional provisions that existed at the date of acquisition, then the accounting for the acquisition will be revised. The total consideration transferred, including completion cash adjustments, exceeded the fair value of the net assets acquired and the incremental amount paid of \$25.2 million has been recognised as goodwill.

	6 months ended 30 September 2021
Movement in the carrying amount of the Group's investment in Kao Data:	\$Millions Unaudited
Carrying value at 1 April	-
Cost of equity	68.2
Capitalised transaction costs	5.4
Shareholder loan	-
Total capital contributions during the period	73.6
Interest on shareholder loan (including accruals)	-
Share of associate's surplus/(loss) before income tax	(0.4)
Share of associate's income tax (expense)	-
Total share of associate's earnings in the period	(0.4)
Share of associate's other comprehensive income	-
less: Distributions received	-
less: Shareholder loan repayments including interest	-
Foreign exchange movements	(0.6)
Carrying value of investment in associate	72.6

5.5 Kao Data (continued)

Summary information for Kao Data is not adjusted for the percentage ownership held by the Group (unless stated)	30 September 2021 £Millions Unaudited
Current assets	33.1
Non-current assets	108.2
Total assets	141.3
Current liabilities	30.4
Non-current liabilities	3.1
Total liabilities	33.5
Net assets (100%)	107.8
	30 September 2021
Reconciliation of the carrying amount of the Group's investment in Kao Data:	\$Millions Unaudited
Group's share of net assets in NZ\$	42.0
Goodwill	25.2
add: capitalised transaction costs	5.4
Carrying value of investment in associate	72.6

Kao Data's functional currency is the Pound Sterling (GB£) and the summary financial information shown is presented in this currency. The NZD/GBP exchange rates used to convert the summary financial information to the Group's functional currency (NZ\$) were 0.5114 (Spot rate) and 0.5098 (Average rate) (30 September 2020: N/A, 31 March 2021: N/A).

6 Other investments

	30 September 2021 \$Millions Unaudited	30 September 2020 \$Millions Unaudited	31 March 2021 \$Millions Audited
Clearvision Ventures	76.4	34.4	73.6
Other	3.5	7.8	7.3
Other investments	79.9	78.2	80.9

Clearvision Ventures

In February 2016 Infratil made an initial commitment of US\$25 million to the California based Clearvision Ventures. An additional commitment of US\$25 million was made in May 2020 bringing Infratil's total commitment to US\$50 million. The strategic objective is to help Infratil's businesses identify and engage with technology changes that will impact their activities. As at 30 September 2021 Infratil has made total contributions of US\$28.1 million (30 September 2020: US\$25.7 million, 31 March 2021: US\$28.1 million), with the remaining US\$21.9 million commitment uncalled at that date.

7 Acquisition of subsidiary

7.1 Pacific Radiology

On 31 May 2021, Infratil acquired 56.0% of Pacific Radiology Group Limited, ('Pacific Radiology Group'), a comprehensive diagnostic imaging practice in New Zealand, from existing doctor shareholders. Infratil invested in conjunction with existing doctor shareholders and management (44.0%). Infratil has determined that Pacific Radiology Group is a subsidiary based on its voting equity interest and has therefore consolidated Pacific Radiology Group from the acquisition date.

The transaction was settled in cash through a combination of equity contributions and external debt funding, inclusive of transaction costs relating to the acquisition. Infratil's cash consideration transferred was NZ\$313.6 million. The non-controlling interest is determined by the cash consideration transferred of NZ\$246.4 million from doctor and management shareholders.

The nature of the holding structure under which Infratil acquired Pacific Radiology Group meant that RHC Bidco NZ Limited ultimately acquired 100% of the shares in Pacific Radiology Group. As a result, NZ IFRS 3 Business Combinations ('NZ IFRS 3') is required to be applied on acquisition. NZ IFRS 3 requires that the identifiable assets and liabilities acquired as part of the business combination are measured at fair value at the date of acquisition, with any gain recognised through the profit and loss and any deficit recognised as goodwill. Acquisition related costs are recognised in the consolidated statement of comprehensive income as incurred.

The valuation of any intangible assets identified as part of this process will be finalised post completion of the 30 September 2021 interim financial statements and therefore any amounts in the interim financial statements will be reported as provisional. If new information obtained within one year of the date of acquisition, about facts and circumstances that existed at the date of acquisition identify adjustments to the above amounts, or any additional provisions that existed at the date of acquisition, then the accounting for the acquisition will be revised.

Goodwill has been provisionally recognised based on the carrying value of the identifiable assets and liabilities acquired, including intangible assets. The total consideration transferred, including completion cash adjustments, exceeded the carrying values of the net assets acquired and the incremental amount paid of NZ \$776.0 million has been recognised as goodwill. The initial recognition exemption in NZ IAS 12 has been applied to goodwill and therefore, no deferred tax deduction has been recognised.

Consideration Transferred

The following table summarises the acquisition date fair value of each major class of consideration transferred:

Purchase consideration (100%)	31 May 2021 NZ\$Millions
Cash consideration paid	817.2
Completion cash adjustment	4.0
Total Consideration	821.2

The following table summarises the recognised amounts of assets acquired, and liabilities assumed at the date of acquisition:

Assets (100%)	Fair Value (Provisional) NZ\$Millions
Cash and cash equivalents	5.2
Trade and other accounts receivable and prepayments	27.6
Right of use assets	51.8
Intangible assets and investments	10.8
Property, plant and equipment	56.5
Deferred tax asset	2.3
Total assets at fair value	154.2
Liabilities (100%)	
Accounts payable, accruals and other liabilities	37.7
Lease liabilities	54.3
Interest bearing loans and borrowings	17.0
Total liabilities at fair value	109.0
Total identifiable assets at fair value (100%)	45.2
Goodwill arising on acquisition (provisional)	776.0
Infratil cash consideration	313.6
External debt funding	257.2
Non-controlling interest	246.4
Completion cash adjustment	4.0
Total cash consideration	821.2

7.2 Gurin Energy

On 21 July 2021, Infratil acquired 95% of a newly formed entity, Gurīn Energy Pte Limited, a renewable energy development platform headquartered in Singapore which will focus on greenfield renewable projects across Asia. Infratil has committed US\$233 million through equity of US\$133 million (NZ\$189 million) and US \$100 million (NZ \$142 million) in the form of support for letters of credit provided by third party banks. The balance of the shares (5%) is reserved for Management (US\$7 million, NZ\$10 million), financed by a loan from Infratil. At 30 September 2021 funding of \$2.8 million has been called.

Infratil has determined that Gurīn is a subsidiary based on its voting equity interest and has therefore consolidated Gurīn from the acquisition date.

As the newly formed entity has no material assets on establishment, no fair value exercise was performed.

8 Discontinued operations and assets held for sale

Summary of results of discontinued operations		6 months ended 30 September 2021 \$Millions	6 months ended 30 September 2020 \$Millions	Year ended 31 March 2021 \$Millions
Tilt Renewables	8.1	992.0	28.7	71.6
Trustpower Retail Business	8.2	1.9	4.7	14.3
Net surplus from discontinued operations after tax		993.9	33.4	85.9

8.1 Tilt Renewables

On 3 August 2021, the Group completed the sale of its 65.15% stake in Tilt Renewables for gross proceeds of \$1,984.1 million to a consortium comprising Powering Australian Renewables and Mercury NZ Limited. After sales costs, the proceeds from the sale of Infratil's 65.15% interest were \$1,837.1 million, resulting in a gain on sale of the 65.15% interest of \$1,014.7 million.

As the carrying amount of the Group's investment in Tilt Renewables has been recovered through the sale transaction, the investment in Tilt Renewableshas been classified as a discontinued operation at 30 September 2021 and 31 March 2021. The comparative consolidated statement of comprehensive income and respective notes have been re-presented to show the discontinued operation separately from continuing operations. The results from discontinued operations are presented separately below.

Results of discontinued operation	6 months ended 30 September 2021 \$Millions	6 months ended 30 September 2020 \$Millions	Year ended 31 March 2021 \$Millions
Revenue	60.0	60.0	137.4
Operating expenses	47.9	25.9	57.3
Results from operating activities	12.1	34.1	80.1
Depreciation	(19.5)	(21.8)	(43.9)
Net realisations, revaluations, impairments	(12.7)	34.4	78.5
Net financing expense	(6.3)	(5.5)	(12.0)
Net surplus/(loss) before tax	(26.3)	41.2	102.7
Taxation (expense)/credit	3.7	(12.5)	(31.1)
Net surplus/(loss) from discontinued operation after tax	(22.7)	28.7	71.6
Basic and diluted earnings per share (cents per share)	(6.0)	7.6	17.9
The net gain on the sale is calculated as follows:			
Gross sale proceeds	1,984.1	_	-
Less: Carrying amount of net assets sold	(822.4)	_	-
Gain on sale	1,161.7		-
Less: Transaction costs	(24.9)		-
Less: Incentive fee paid to MCIM	(122.1)	-	-
Net gain on sale	1,014.7		-
Net surplus from discontinued operation after tax	992.0	28.7	71.6
The net surplus/(loss) from the discontinued operation is 65.15% attributable to the owners of the Company in line with Infratil's ownership percentage of Tilt Renewables. The gain on sale is entirely attributable to owners of the company. Cash flows from/(used in) discontinued operation			
Net cash from/(used in) operating activities	26.9	(7.4)	34.8
Net cash from/(used in) investing activities	(338.5)	(319.7)	(391.3)
Net cash from/(used in) financing activities	(26.2)	(80.9)	(34.9)
Net cash flows for the year	(337.8)	(408.0)	(391.4)

There was (\$3.5 million) of cumulative income/(loss) recognised in other comprehensive income relating to Tilt Renewables at 30 September 2021 (30 September 2020: \$38.4 million loss, 31 March 2021: \$129.4 million).

8.2 Trustpower Retail Business

On 21 June 2021, Trustpower, in which Infratil has a stake of 51.04%, announced the sale of its gas, telecommunications and retail electricity supply business (excluding the supply of electricity to commercial and industrial customers) to Mercury NZ Limited for \$441.0 million. Trustpower's retail business has been classified as an asset held for sale and a discontinued operation at 30 September 2021. The comparative consolidated statement of comprehensive income and respective notes have been re-presented to show the discontinued operation separately from continuing operations. As at 30 September 2021 the expected sales proceeds less costs to sell are higher than the carrying amount and as a result no adjustment has been made to the carrying value of Infratil's investment.

Results of discontinued operation	6 months ended 30 September 2021 \$Millions	6 months ended 30 September 2020 \$Millions	Year ended 31 March 2021 \$Millions
Revenue	384.0	357.9	650.8
Operating expenses	368.2	339.5	607.3
Results from operating activities	15.8	18.4	43.5
Depreciation and amortisation	(12.6)	(11.2)	(22.4)
Net realisations, revaluations, impairments	-	-	-
Net financing expense	(0.6)	(O.7)	(1.3)
Net surplus/(loss) before tax	2.6	6.5	19.8
Taxation (expense)/credit	(0.7)	(1.8)	(5.5)
Net surplus/(loss) from discontinued operation after tax	1.9	4.7	14.3
Assets held for sale	187.9		
Liabilities directly associated with assets held for sale	35.0		
Net assets of discontinued operation	152.9		
Effect of reclassification of the disposal group on the financial position of the Group			
Property, plant and equipment	17.5		
Intangible assets	27.9		
Capitalised customer acquisition costs	49.4		
Right of use assets	31.0		
Accounts receivable and prepayment	62.1		
Accounts payable and accruals	(2.7)		
Lease liabilities	(32.3)		
Net reclassification of assets and (liabilities)	152.9		
Cash flows from/(used in) discounted operations			
Net cash from/(used in) operating activities	3.7	5.8	
Net cash from/(used in) investing activities	(12.8)	(10.7)	
Net cash from/(used in) financing activities	(4.4)	(4.3)	
Net cash flows for the year	(13.5)	(9.2)	

8.3 Australian Social Infrastructure Partners

As at 31 March 2021, Infratil owned 56.5% of Australian Social Infrastructure Partners ('ASIP'), which in turn held a 9.95% share of the equity in the New Royal Adelaide Hospital public-private partnership ('PPP'). On 23 July 2021, the 9.95% share of equity in the New Royal Adelaide Hospital public-private partnership was sold for A\$41.8 million.

9 Revenue

	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Electricity	167.2	125.9	245.2
Revenue allocated to customer incentives	-	-	0.7
Aircraft movement and terminal charges	27.4	11.3	34.0
Transport, hotel and other trading activities	17.0	14.5	20.9
Radiology practice services	70.9	-	36.5
Radiology services	118.2	-	28.6
Other	24.7	8.6	42.3
Total operating revenue	425.4	160.3	408.2

10 Other operating expenses

		6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
	Note	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Trading operations				
Energy and wholesale costs		2.0	2.6	2.2
Line, distribution and network costs		26.8	6.3	41.7
Generation production & development costs		12.4	4.3	21.8
Other energy business costs		11.2	6.2	1.9
Telecommunications cost of sales		-	-	-
Radiology business costs		115.8	-	29.3
Airport business costs		13.9	10.0	21.4
Other operating business costs		0.8	-	0.7
Bad debts written off		-	-	-
Increase/(Decrease) in provision for expected credit loss		0.4	-	-
Directors' fees		1.6	1.0	2.2
Administration and other corporate costs		12.7	3.2	7.8
Management fee (to related party Morrison & Co Infrastructure Management)	17	27.9	19.6	45.7
International Portfolio Incentive fee	17	9.3	57.7	223.1
Donations		0.3	0.8	1.3
Total other operating expenses		235.1	111.7	399.1

11 Taxation

	6 months ended 30 September 2021 \$Millions Unaudited	6 monthded ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Net surplus before taxation from continuing operations	194.5	14.2	(111.6)
Taxation on the surplus for the period @ 28%	54.5	4.0	(31.2)
Plus/(less) taxation adjustments:			
Effect of tax rates in foreign jurisdictions	(1.5)	0.9	(3.7)
Net benefit of imputation credits	-	-	-
Timing differences not recognised	0.8	-	-
Tax losses not recognised/(utilised)	(2.1)	(11.0)	-
Effect of equity accounted earnings of associates	(22.5)	(24.7)	(33.0)
Recognition of previously unrecognised deferred tax	-	-	-
(Over)/under provision in prior periods	(9.5)	(6.5)	(6.9)
Net investment realisations	-	-	5.1
Other permanent differences	38.4	27.9	60.0
Taxation expense	58.1	(9.4)	(9.7)
Current taxation	47.2	6.7	(0.6)
Deferred taxation	10.9	(16.1)	(9.1)
Tax on discontinued operations	(3.0)	14.2	36.9

12 Loans and borrowings

This note provides information about the contractual terms of the Group's interest bearing loans and borrowings.

·	S	S	
	30 September 2021 \$Millions Unaudited	30 September 2020 \$Millions Unaudited	31 March 2021 \$Millions Audited
Current liabilities			
Unsecured bank loans	90.2	57.0	95.1
Secured bank facilities	5.8	32.4	-
less: Loan establishment costs capitalised and amortised over term	(3.7)	(3.1)	(1.0)
	92.3	86.3	94.1
Non-current liabilities			
Unsecured bank loans	155.0	328.9	650.2
Secured bank facilities	561.6	506.4	278.2
less: Loan establishment costs capitalised and amortised over term	(19.4)	(8.9)	(12.2)
	697.2	826.4	916.2
Facilities utilised at reporting date			
Unsecured bank loans	245.2	385.9	745.3
Unsecured guarantees	-	-	-
Secured bank loans	567.4	538.8	278.2
Secured guarantees	4.2	128.1	3.0
Facilities not utilised at reporting date			
Unsecured bank loans	1,035.0	759.1	554.8
Unsecured guarantees	-	-	-
Secured bank loans	158.0	174.9	86.2
Secured guarantees	-	58.3	-
Interest bearing loans and borrowings – current	92.3	86.3	94.1
Interest bearing loans and borrowings – non-current	697.2	826.4	916.2
Total interest bearing loans and borrowings	789.5	912.7	1,010.3
	30 September 2021	30 September 2020	31 March 2021
	\$Millions Unaudited	\$Millions Unaudited	\$Millions Audited
Maturity profile for bank facilities (excluding secured guarantees):			
Between 0 to 1 year	383.1	179.9	175.1
Between 1 to 2 years	600.0	532.2	596.9
Between 2 to 5 years	922.5	926.3	892.5
Over 5 years	100.0	220.3	-
Total bank facilities	2,005.6	1,858.7	1,664.5

Financing arrangements

Infratil Finance Limited, a wholly owned subsidiary of the Company, has entered into bank facility arrangements with a negative pledge agreement, which, with limited exceptions does not permit the Infratil Guaranteeing Group ('IGG') to grant any security over its assets. The IGG comprises entities subject to a cross guarantee and comprises Infratil Limited, Infratil Finance Limited and certain other wholly owned subsidiaries. The IGG does not incorporate the underlying assets of the Company's non-wholly owned subsidiaries and associates. The IGG bank facilities also include restrictions over the sale or disposal of certain assets without bank agreement. Liability under the cross guarantee is limited to the amount of debt drawn under the IGG facilities, plus any unpaid interest and costs of recovery. At 30 September 2021 drawn debt and accrued interest under the IGG facilities was nil (30 September 2020: \$52.0 million, 31 March 2021: \$217.3 million) and undrawn IGG facilities totalled \$570.0 million (30 September 2020: \$518.0 million, 31 March 2021: \$353.0 million).

Infratil Energy New Zealand Limited ('IENZ'), a wholly owned subsidiary of the Company, is not a member of the IGG and has granted a security interest over assets with a carrying amount of \$354.3 million (30 September 2020: \$346.6 million, 31 March 2021: \$342.3 million) as part of its bank facility arrangements. IENZ has total facilities of \$125.0 million, of which none was drawn as at 30 September 2021 (30 September 2020: \$50.0 million, 31 March 2021: \$125.0 million).

The Group's non-wholly owned subsidiaries also enter into bank facilities arrangements. Amounts outstanding under these facilities are included within loans and borrowings in the table above. Wellington International Airport and Trustpower facilities are both subject to negative pledge arrangements, which with limited exceptions does not permit those entities to grant security over their respective assets. Qscan Group and Pacific Radiology borrow under syndicated bank debt facilities and has granted security over their assets. All non-wholly owned subsidiary facilities are subject to restrictions over the sale or disposal of certain assets without bank agreement. The various bank facilities across the Group require the relevant borrowing group to maintain certain levels of shareholder funds and operate within defined performance and gearing ratios. Throughout the period the Group has complied with all debt covenant requirements as imposed by the respective lenders. WIAL has secured a temporary waiver of certain covenants with its banking group and USPP lender until the first compliance date which is no later than 31 March 2022.

Interest rates payable on bank loan facilities are floating rate determined by reference to prevailing money market rates at the time of draw-down plus a margin. Interest rates paid during the period ranged from 0.75% to 4.32% (30 September 2020: 0.62% to 2.93%, 31 March 2021: 0.57% to 4.32%).

13 Infrastructure bonds

	30 September 2021 \$Millions Unaudited	30 September 2020 \$Millions Unaudited	31 March 2021 \$Millions Audited
Balance at the beginning of the period	1,378.9	1,293.2	1,293.2
Issued during the period	102.4	-	84.7
Exchanged during the period	(54.8)	-	-
Matured during the period	(39.1)	-	-
Bond issue costs capitalised during the period	(1.2)	-	(1.0)
Bond issue costs amortised during the period	1.1	1.0	2.0
Balance at the end of the period	1,387.3	1,294.2	1,378.9
Current	93.4	93.7	93.8
Non-current fixed coupon	940.1	846.9	931.4
Non-current variable coupon	121.9	121.7	121.8
Non-current perpetual variable coupon	231.9	231.9	231.9
Balance at the end of the period	1,387.3	1,294.2	1,378.9
Repayment terms and interest rates:			
IFT220 maturing in June 2021, 4.90% p.a. fixed coupon rate	-	93.9	93.9
IFT190 maturing in June 2022, 6.85% p.a. fixed coupon rate	93.7	93.7	93.7
IFT240 maturing in December 2022, 5.65% p.a. fixed coupon rate	100.0	100.0	100.0
IFT210 maturing in September 2023, 5.25% p.a. fixed coupon rate	122.1	122.1	122.1
IFT230 maturing in June 2024, 5.50% p.a. fixed coupon rate	56.1	56.1	56.1
IFT260 maturing in December 2024, 4.75% p.a. fixed coupon rate	100.0	100.0	100.0
IFT250 maturing in June 2025, 6.15% p.a. fixed coupon rate	43.4	43.4	43.4
IFT300 maturing in March 2026, 3.35% p.a. fixed coupon rate	120.3	37.0	120.3
IFT280 maturing in December 2026, 3.35% p.a. fixed coupon rate	156.3	156.3	156.3
IFT270 maturing in December 2028, 4.85% p.a. fixed coupon rate until 15 December 2023	146.2	146.2	146.2
IFT310 maturing in December 2027, 3.60% p.a. fixed coupon rate	102.4	-	-
IFTHC maturing in December 2029, 2.75% p.a. variable coupon rate	123.2	123.2	123.2
IFTHA Perpetual Infratil infrastructure bonds	231.9	231.9	231.9
less: issue costs capitalised and amortised over term	(9.6)	(9.6)	(9.5)
add: issue premium capitalised and amortised over term	1.3		1.3
Balance at the end of the period	1,387.3	1,294.2	1,378.9

Fixed coupon

The fixed coupon bonds the Company has on issue are at a face value of \$1.00 per bond. Interest is payable quarterly on the bonds.

IFTHC bonds

The IFTHC bonds the Company has on issue are at a face value of \$1.00 per bond. Interest is payable quarterly on the bonds. For the period to 15 December 2021 the coupon is fixed at 2.75% per annum (for the period to 15 December 2020 the coupon was 3.50%). Thereafter the rate will be reset annually at 2.50% per annum over the then one year swap rate for quarterly payments.

IFT270 bonds

The interest rate of the IFT270 bonds is fixed for the first five years and then will reset on 15 December 2023 for a further five years. The interest rate for the IFT270 bonds for the period from (but excluding) 15 December 2023 until the maturity date will be the sum of the five year swap rate on 15 December 2023 plus a margin of 2.50% per annum.

Perpetual Infratil infrastructure bonds ('PIIBs')

The Company has 231,916,000 (30 September 2020: 231,916,000, 31 March 2021: 231,916,000) PIIBs on issue at a face value of \$1.00 per bond. Interest is payable quarterly on the bonds. On 15 November 2020 the coupon was set at 1.71% per annum until the next reset date, being 15 November 2021 (September 2020: 2.67%, March 2021: 1.71%). Thereafter the rate will be reset annually at 1.50% per annum over the then one year swap rate for quarterly payments, unless Infratil's gearing ratio exceeds certain thresholds, in which case the margin increases. These infrastructure bonds have no fixed maturity date. No PIIBs (September 2020: nil, March 2021: nil) were repurchased by Infratil Limited during the period.

Throughout the period the Company complied with all debt covenants relating to its bonds on issue.

At 30 September 2021 Infratil Infrastructure bonds (including PIIBs) had a fair value of \$1,378.3 million (30 September 2020: \$1,250.2 million, 31 March 2021: \$1,336.5 million).

14 Financial instruments

14.1 Fair values

Financial assets and financial liabilities are measured at their fair value, with the exception of bond debt and senior notes which are measured at amortised cost. The bond debt and senior notes have a fair value at 30 September 2021 of \$2,438.5 million (30 September 2020: \$2,355.1 million, 31 March 2021: \$2,382.7 million) compared to an amortised cost value of \$2,456.0 million (30 September 2020: \$2,328.4 million, 31 March 2021: \$2,397.6 million).

14.2 Estimation of fair values

The fair values of financial assets and financial liabilities are determined as follows:

- The fair value of financial assets and liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices.
- The fair value of other financial assets and liabilities are calculated using market-quoted rates based on discounted cash flow analysis.
- The fair value of derivative financial instruments are calculated using quoted prices. Where such prices are not available, use is made of discounted cash flow analysis using the applicable yield curve or available forward price data for the duration of the instruments.

Where the fair value of a derivative is calculated as the present value of the estimated future cash flows of the instrument, the two key types of variables used in the valuation techniques are:

- · forward price curve (for the relevant underlying interest rates, foreign exchange rates or commodity prices); and
- · discount rates.

Valuation input	Source
Interest rate forward price curve	Published market swap rates
Foreign exchange forward prices	Published spot foreign exchange rates
Electricity forward price curve	Market quoted prices where available and management's best estimate based on its view of the long run marginal cost of new generation where no market quoted prices are available
Discount rate for valuing interest rate derivatives	Published market interest rates as applicable to the remaining life of the instrument
Discount rate for valuing forward foreign exchange contracts	Published market rates as applicable to the remaining life of the instrument
Discount rate for valuing electricity price derivatives	Assumed counterparty cost of funds ranging from 3.3% to 3.5% (30 September 2020: 3.3% to 3.5%, 31 March 2021: 3.1% to 3.8%)

The selection of variables requires significant judgement and therefore there is a range of reasonably possible assumptions in respect of these variables that could be used in estimating the fair value of these derivatives. Maximum use is made of observable market data when selecting variables and developing assumptions for the valuation techniques.

14.3 Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1)
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2)
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3)

The following tables present the Group's financial assets and liabilities that are measured at fair value.

30 September 2021	Level 1 \$Millions Unaudited	Level 2 \$Millions Unaudited	Level 3 \$Millions Unaudited	Total \$Millions Unaudited
Assets per the statement of financial position				
Derivative financial instruments – energy	-	-	40.9	40.9
Derivative financial instruments – cross currency interest rate swaps	-	9.6	-	9.6
Derivative financial instruments – foreign exchange	-	-	-	-
Derivative financial instruments – interest rate	-	14.0	-	14.0
Total	<u> </u>	23.6	40.9	64.5
Liabilities per the statement of financial position				
Derivative financial instruments – energy	-	-	9.7	9.7
Derivative financial instruments – cross currency interest rate swaps	-	-	-	-
Derivative financial instruments – foreign exchange	-	0.2	-	0.2
Derivative financial instruments – interest rate	-	21.7	-	21.7
Total		21.9	9.7	31.6
30 September 2020				
Assets per the statement of financial position				
Derivative financial instruments – energy	-	2.0	155.3	157.3
Derivative financial instruments – cross currency interest rate swaps	-	21.2	-	21.2
Derivative financial instruments – foreign exchange	-	0.1	-	0.1
Derivative financial instruments – interest rate		17.0	_	17.0
Total		40.3	155.3	195.6
Liabilities per the statement of financial position				
Derivative financial instruments – energy	-	-	91.1	91.1
Derivative financial instruments – cross currency interest rate swaps	-	-	-	-
Derivative financial instruments – foreign exchange	-	-	-	-
Derivative financial instruments – interest rate		130.1	1.1	131.2
Total		130.1	92.2	222.3

31 March 2021	Level 1 \$Millions Audited	Level 2 \$Millions Audited	Level 3 \$Millions Audited	Total \$Millions Audited
Assets per the statement of financial position				
Derivative financial instruments – energy	-	-	145.6	145.6
Derivative financial instruments – cross currency interest rate swaps	-	7.1	-	7.1
Derivative financial instruments – foreign exchange	_	0.2	-	0.2
Derivative financial instruments – interest rate	-	15.3	-	15.3
Total		22.6	145.6	168.2
Liabilities per the statement of financial position				
Derivative financial instruments – energy	-	-	121.7	121.7
Derivative financial instruments – cross currency interest rate swaps	-	-	-	-
Derivative financial instruments – foreign exchange	-	0.2	-	0.2
Derivative financial instruments – interest rate	-	34.2	-	34.2
Total		34.4	121.7	156.1

There were no transfers between derivative financial instrument assets or liabilities classified as Level 1 or Level 2, and Level 3 of the fair value hierarchy during the period ended 30 September 2021 (30 September 2020: none, 31 March 2021: none).

14.4 Energy derivatives

Energy Price Risk is the risk that financial performance will be impacted by fluctuations in spot energy prices. The Group meets its energy sales demand by purchasing energy on spot markets, physical deliveries and financial derivative contracts. This exposes the Group to fluctuations in the spot and forward price of energy. The Group has entered into a number of energy hedge contracts to reduce the energy price risk from price fluctuations. These hedge contracts establish the price at which future specified quantities of energy are purchased and settled. Any resulting differential to be paid or received is recognised as a component of energy costs through the term of the contract. The Group has elected to apply cash flow hedge accounting to those instruments it deems material and which qualify as cash flow hedges.

Disclosures at 30 September 2021 exclude amounts relating to Tilt Renewables as it is an asset held for sale.

Energy price sensitivity analysis

The following table shows the impact on post-tax profit and equity of an increase/decrease in the relevant forward electricity prices with all other variables held constant:

	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Profit and loss			
10% increase in energy forward prices	(0.6)	(4.7)	(7.3)
10% decrease in energy forward prices	0.6	4.7	7.5
Other comprehensive income			
10% increase in energy forward prices	(9.7)	(59.4)	(12.3)
10% decrease in energy forward prices	9.7	56.1	14.2

The following table reconciles the movements in Level 3 Electricity price derivatives that are classified within Level 3 of the fair value hierarchy because the assumed location factors which are used to adjust the forward price path are unobservable.

	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Assets per the statement of financial position			
Opening balance	145.6	32.6	32.6
Foreign exchange movement on opening balance	-	1.1	4.1
Acquired as part of business combination	-	-	-
Gains and (losses) recognised in profit or loss	9.2	(21.9)	341.9
Gains and (losses) recognised in other comprehensive income	(113.9)	143.5	-
Transfer to assets held for sale	-		(233.0)
Closing balance	40.9	155.3	145.6
Total gains or (losses) for the period included in profit or loss for assets held at the end of the reporting period	(58.4)	61.1	131.5
Liabilities per the statement of financial position			
Opening balance	121.7	14.9	14.9
Foreign exchange movement on opening balance	-	1.0	1.0
Acquired as part of business combination	-	-	-
(Gains) and losses recognised in profit or loss	(111.8)	(13.8)	134.7
(Gains) and losses recognised in other comprehensive income	(0.2)	89.0	-
Transfer to liabilities held for sale	-		(28.9)
Closing balance	9.7	91.1	121.7
Total gains or (losses) for the period included in profit or loss for liabilities held at the end of the reporting period	(13.5)	(30.3)	92.2
Settlements during the period	(17.6)	(3.8)	(18.8)

15 Reconciliation of net surplus with cash flow from operating activities

	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Net surplus for the period	1,130.3	57.0	(16.0)
Items classified as investing activity:			
(Gain)/Loss on investment realisations, impairments and disposals of discontinued operations	(1,014.5)	0.8	(46.5)
Transaction costs payable relating to investing activities	2.8		-
Items not involving cash flows:			
Movement in financial derivatives taken to the profit or loss	(67.7)	8.7	4.1
Decrease in deferred tax liability excluding transfers to reserves	15.0	10.1	6.1
Changes in fair value of investment properties	(2.5)	(14.5)	(12.0)
Equity accounted earnings of associate net of distributions received	(82.5)	(67.1)	(109.0)
Depreciation	67.7	51.6	114.0
Movement in provision for bad debts	0.2	0.1	-
Amortisation of intangibles	7.9	5.6	13.2
Other	0.7	(6.1)	31.0
Movements in working capital:			
Change in receivables	64.4	(20.1)	(64.5)
Change in inventories	-	-	-
Change in trade payables	(27.6)	(0.8)	(1.3)
Change in accruals and other liabilities	(135.1)	(39.4)	208.4
Change in current and deferred taxation	23.5	(30.2)	(36.1)
Net cash flow from operating activities	(17.4)	(44.3)	91.4

16 Capital commitments

	30 September 2021 \$Millions Unaudited	30 September 2020 \$Millions Unaudited	31 March 2021 \$Millions Audited
Committed but not contracted for	46.2	3.6	-
Contracted but not provided for	38.5	198.2	51.3
Capital commitments	84.7	201.8	51.3

There were no individually material commitments as at 30 September 2021. As at 30 September 2020 capital commitments are primarily associated with the Dundonnell and Waipipi Wind Farms which total A\$159.7 million. See Note 6 for Infratil's commitments to Clearvision Ventures.

17 Related parties

Certain Infratil Directors have relevant interests in a number of companies with which Infratil has transactions in the normal course of business. A number of key management personnel are also Directors of Group subsidiary companies and associates.

Morrison & Co Infrastructure Management Limited ('MCIM') is the management company for the Company and receives management fees in accordance with the applicable management agreement. MCIM is owned by H.R.L. Morrison & Co Group Limited Partnership ('MCO'). Mr Bogoievski was a director of Infratil until 31 March 2021 and is a director and Chief Executive Officer of MCO. Mr Boyes assumed the role of Infratil Chief Executive Officer from 1 April 2021. Entities associated with Mr Bogoievski and Mr Boyes also have a beneficial interest in MCO.

Management and other fees paid by the Group (including associates) to MCIM, MCO or its related parties during the period were:	Note	6 months ended 30 September 2021 \$Millions Unaudited	6 months ended 30 September 2020 \$Millions Unaudited	Year ended 31 March 2021 \$Millions Audited
Management fees		27.9	19.6	45.7
International Portfolio incentive fee	18	131.4	57.7	223.1
Executive secondment and consulting		-	0.1	9.8
Directors' fees		0.9	1.0	1.8
Financial management, accounting, treasury, compliance and administrative services		0.8	0.8	1.6
Risk management reporting		-	0.3	-
Total management and other fees		161.0	79.5	282.0

The above table includes the accural for the realised incentive fee in relation to discontinued operations in the period ended 30 September 2021 (30 September 2020: none, 31 March 2021: \$0.4 million).

At 30 September 2021 amounts owing to MCIM of \$6.0 million (excluding GST) are included in trade creditors (30 September 2020: \$3.3 million, 31 March 2021: \$4.5 million).

18 International Portfolio Incentive Fee

International Investments are eligible for International Portfolio incentive fees ('Incentive Fees') under the Management Agreement between MCIM and Infratil. The Agreement allows for incentives to be payable for performance in excess of a minimum hurdle of 12% per annum in three separate categories:

- · Initial Incentive Fees;
- · Annual Incentive Fees; and,
- Realised Incentive Fees.

To the extent that there are assets that meet these criterion, independent valuations are performed on the respective International Investments to determine whether any Incentive Fees are payable.

International Portfolio Initial Incentive Fee

International Investments become eligible for the Initial Incentive Fee assessment on the third balance date (31 March) that they have been held continuously by the Company. All International Investments that are acquired in any one financial year are grouped together for the purposes of the Initial Incentive Fee, and an Initial Incentive Fee is payable at 20% of the outperformance of those assets against a benchmark of 12% per annum after tax, compounding.

International Portfolio Annual Incentive Fee

Thereafter International Investments are grouped together, and an Annual Incentive Fee is payable at 20% of the outperformance of those assets against the higher of, a benchmark of 12% per annum after tax, relative to the most recent 31 March valuation, or cost.

The Company's investments in CDC Data Centres, Longroad Energy and RetireAustralia are eligible for the International Portfolio Annual Incentive fee assessment as at 31 March 2022 (31 March 2021: CDC Data Centres, Longroad Energy, RetireAustralia, Tilt Renewables and ASIP).

As at 30 September 2021, it is probable that Infratil will have an International Portfolio Annual Incentive Fee (for the year to 31 March 2022) due to MCIM based on the performance of the above portfolio of assets, and as a result an amount of \$9.3 million has been provided for as at 30 September 2021 (30 September 2020: \$57.7 million, 31 March 2021: \$223.1 million).

International Portfolio Realised Incentive Fee

Realised Incentive Fees are payable on the realised gains from the sale or other realisation of International Investments at 20% of the outperformance (since the last valuation date) against the higher of, a benchmark of 12% p.a. after tax, relative to the most recent 31 March valuation, or cost. A Realised Incentive Fee of \$122.1 million in relation to the sale of Tilt Renewables is expected to be payable at 31 March 2022 (30 September 2020: nil, 31 March 2021: nil).

	6 months ended 30 September 2021 \$Millions Unaudited 6 months ended 30 September 2020 \$Millions Unaudited Unaudited		Year ended 31 March 2021 \$Millions Audited
International Portfolio Incentive Fees			
ASIP	(0.7)	-	1.6
CDC Data Centres	3.5	43.5	140.2
Longroad Energy	4.5	-	(8.0)
RetireAustralia	2.0	(2.5)	3.2
Tilt Renewables	122.1	16.7	86.1
	131.4	57.7	223.1

All Incentive Fees accrued at 30 September 2021 relate to the Annual and Realised Incentive Fee assessment.

Payment of Annual Incentive Fees

Any Annual Incentive Fee calculated in respect of a Financial Year is earned and paid in three annual instalments, with the second and third instalments only being earned and payable if, at each relevant assessment date, the fair value of the relevant assets (including distributions, if any) exceeds or is equal to the fair value as at the date for which the Incentive Fee was first calculated.

19 Contingent liabilities and legal matters

The Company and certain wholly owned subsidiaries are guarantors of the bank debt facilities of Infratil Finance Limited under a Deed of Negative Pledge, Guarantee and Subordination and the Company is a guarantor to certain obligations of subsidiary companies.

Shareholder support for Wellington International Airport

On 20 May 2020 Infratil and Wellington City Council entered into a shareholder support agreement with Wellington International Airport to enable the airport to access to up to \$75.0 million of additional funding by way of non-participating redeemable preference shares, if required. Infratil's contribution to this funding is proportional to its 66% ownership interest.

Shareholder support for RetireAustralia

On 12 May 2020 Infratil and consortium partner the New Zealand Superannuation Fund entered into a shareholder support agreement with RetireAustralia to enable RetireAustralia to access to up to A\$20.0 million of additional equity funding, if required. Infratil's contribution to this funding is proportional to its 50% ownership interest.

20 Events after balance date

Acquisition of Auckland Radiology Group

On 4 October 2021 Infratil and Pacific Radiology executed an agreement to partner with Auckland Radiology Group. Following the acquisition Infratil will own at least 50.1% of the combined entity which owns both Pacific Radiology and Auckland Radiology Group. The transaction was completed on 30 October 2021 and involved an equity contribution from Infratil of \$62.7 million.

Dividend

On 11 November 2021, the Directors approved a partially imputed interim dividend of 6.50 cents per share to holders of fully paid ordinary shares to be paid on 23 December 2021.



Independent Review Report

To the shareholders of Infratil Limited

Report on the condensed consolidated half year financial statements

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated half year financial statements on pages 2 to 40 do not:

- present fairly in all material respects the Group's financial position as at 30 September 2021 and its financial performance and cash flows for the sixmonth period ended on that date; and
- comply with NZ IAS 34 Interim Financial Reporting.

We have completed a review of the accompanying condensed consolidated half year financial statements which comprise:

- the consolidated statement of financial position as at 30 September 2021;
- the consolidated statements of comprehensive income, changes in equity and cash flows for the six-month period then ended; and
- notes, including a summary of significant accounting policies and other explanatory information.



Basis for conclusion

A review of condensed consolidated half year financial statements in accordance with NZ SRE 2410 *Review of Financial Statements Performed by the Independent Auditor of the Entity* ("NZ SRE 2410") is a limited assurance engagement. The auditor performs procedures, consisting of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures.

As the auditor of Infratil Limited, NZ SRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial statements.

Our firm has also provided other services to the group in relation to taxation services, audit of regulatory disclosures and other assurance engagements. Subject to certain restrictions, partners and employees of our firm may also deal with the group on normal terms within the ordinary course of trading activities of the business of the group. These matters have not impaired our independence as reviewer of the group. The firm has no other relationship with, or interest in, the group.



Use of this Independent Review Report

This report is made solely to the shareholders as a body. Our review work has been undertaken so that we might state to the shareholders those matters we are required to state to them in the Independent Review Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the shareholders as a body for our review work, this report, or any of the opinions we have formed.



Responsibilities of the Directors for the condensed consolidated half year financial statements

The Directors, on behalf of the group, are responsible for:

- the preparation and fair presentation of the condensed consolidated half year financial statements in accordance with NZ IAS 34 Interim Financial Reporting;
- implementing necessary internal control to enable the preparation of condensed consolidated half year financial statements that are fairly presented and free from material misstatement, whether due to fraud or error; and
- assessing the ability to continue as a going concern. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate or to cease operations, or have no realistic alternative but to do so.

<u>×L</u> Auditor's Responsibilities for the review of the condensed consolidated half year financial statements

Our responsibility is to express a conclusion on the condensed consolidated half year financial statements based on our review. We conducted our review in accordance with NZ SRE 2410. NZ SRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the condensed consolidated half year financial statements are not prepared, in all material respects, in accordance with NZ IAS 34 Interim Financial Reporting.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing (New Zealand). Accordingly we do not express an audit opinion on these condensed consolidated half year financial statements.

This description forms part of our Independent Review Report.

KPMG Wellington

11 November 2021

KPMG

Directory

Directors

Mark Tume (Chairman)

Jason Boyes

Alison Gerry

Paul Gough

Kirsty Mactaggart

Catherine Savage

Peter Springford

Company Secretary

Nick Lough

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Manager

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Auditor

KPMG

10 Customhouse Quay

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Wellington

Statement of Comprehensive Income For the 6 months ended 30 September 2021

		6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
	Notes	\$000	\$000	\$000
		Unaudited	Unaudited	Audited
Dividends received from subsidiary companies		-	-	115,000
Subvention income		-	-	-
Operating revenue		162,365	79,904	274,267
Total revenue		162,365	79,904	389,267
Directors' fees	4	570	492	1,012
Management and other fees	12	159,867	77,829	269,786
Other operating expenses	4	8,198	2,670	3,957
Total operating expenditure		168,635	80,991	274,755
Operating surplus/(loss) before financing, derivatives, realisati	ions and impairments	(6,270)	(1,087)	114,512
Net gain/(loss) on foreign exchange and derivatives		1,477	1,070	2,633
Net realisations, revaluations and (impairments)		-	-	-
Interest income		59,155	60,398	124,257
Interest expense		(30,749)	(31,118)	(61,520)
Net financing expense		28,406	29,280	62,737
Net surplus/(loss) before taxation		23,613	29,263	179,882
Taxation credit/(expense)	6	(3,945)	(1,631)	(5,484)
Net surplus/(loss) for the period		19,668	27,632	174,398
Total comprehensive income for the period		19,668	27,632	174,398

Statement of Changes in Equity

	Capital	Other reserves	Retained earnings	Total
Notes	4000	4000	_	† 222
For the 6 months ended 30 September 2021	\$000 Unaudited	\$000 Unaudited	\$000 Unaudited	\$000 Unaudited
For the 6 months ended 30 september 2021		Onaudited		Onaudited
Balance as at 1 April 2021	1,041,742	-	99,185	1,140,927
Total comprehensive income for the period				
Net surplus for the period	-	-	19,668	19,668
Total other comprehensive income	_	_	_	_
Total comprehensive income for the period	-	-	19,668	19,668
Contributions by and distributions to owners			<u> </u>	· · · · ·
Shares issued	_	_	_	_
Dividends to equity holders 3	_	_	(83,097)	(83,097)
Total contributions by and distributions to owners	-	-	(83,097)	(83,097)
	1,041,742	-	35,756	1,077,498
Balance at 30 September 2021	1,041,742	-	35,756	1,077,498
For the 6 months ended 30 September 2020	Unaudited	Unaudited	Unaudited	Unaudited
Balance as at 1 April 2020	747,615	-	42,481	790,096
Total comprehensive income for the period				
Net surplus for the period	-	-	27,632	27,632
Total other comprehensive income	-	-	-	-
Total comprehensive income for the period	-	-	27,632	27,632
Contributions by and distributions to owners				
Shares issued	294,213	-	-	294,213
Dividends to equity holders 3	-	-	(72,497)	(72,497)
Total contributions by and distributions to owners	294,213	-	(72,497)	221,716
Balance at 30 September 2020	4 044 030		(2.204)	4 020 444
Balance at 50 September 2020	1,041,828	-	(2,384)	1,039,444
For the year ended 31 March 2021	Audited	Audited	Audited	Audited
Balance as at 1 April 2020	747,615	-	42,481	790,096
Total comprehensive income for the year				
Net surplus for the year	-	-	174,398	174,398
Total other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	-	174,398	174,398
Contributions by and distributions to owners				
Shares issued	294,127	-	-	294,127
Dividends to equity holders 3	-	-	(117,694)	(117,694)
Total contributions by and distributions to owners	294,127	-	(117,694)	176,433
Balance at 31 March 2021	1,041,742	-	99,185	1,140,927

The accompanying notes form part of these financial statements.

Statement of Financial Position

As at 30 September 2021

		30 September 2021	30 September 2020	31 March 2021
	Notes	\$000	\$000	\$000
	Notes	Unaudited	Unaudited	Audited
		Siladdica	Ondudited	Addited
Cash and cash equivalents		_	_	_
Prepayments and sundry receivables		1,428	2,214	4,987
Income tax receivable		_	-	-
Advances to subsidiary companies	12	2,033,617	1,893,644	2,081,057
Current assets		2,035,045	1,895,858	2,086,044
Deferred tax		14,968	19,095	16,537
Investments	12	585,529	585,529	585,529
Non-current assets		600,497	604,624	602,066
Total assets		2,635,542	2,500,482	2,688,110
Bond interest payable		3,862	4,076	4,043
Accounts payable		6,050	3,927	5,050
Accruals and other liabilities		6,267	1,160	3,086
Infrastructure bonds	7	93,366	93,721	93,842
Derivative financial instruments	8	683	-	2,158
Loans from Group companies	12	153,897	153,897	153,897
Total current liabilities		264,125	256,781	262,076
Deferred tax	6	-	-	-
Infrastructure bonds	7	1,062,002	968,619	1,053,190
Perpetual Infratil Infrastructure bonds	7	231,917	231,917	231,917
Derivative financial instruments	8	-	3,721	-
Non-current liabilities		1,293,919	1,204,257	1,285,107
Attributable to shareholders of the Company		1,077,498	1,039,444	1,140,927
Total equity		1,077,498	1,039,444	1,140,927
Total equity and liabilities		2,635,542	2,500,482	2,688,110

Approved on behalf of the Board on 11 November 2021

—DocuSigned by:

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Statement of Cash Flows

For the 6 months ended 30 September 2021

Cash flows from operating activities Cash was provided from:	Notes	ended 30 September 2021 \$000 Unaudited	ended 30 September 2020 \$000 Unaudited	ended 31 March 2021 \$000
	Notes	2021 \$000	\$000	2021 \$000
	Notes	\$000	\$000	\$000
	Notes			-
		Unaudited	Unaudited	۸ سطئام ما
				Audited
Cash was provided from:				
Dividends received from subsidiary companies		-	-	115,000
Subvention receipt		-	-	-
Interest received		59,156	60,398	124,257
Operating revenue receipts		162,365	79,905	274,238
		221,521	140,303	513,495
Cash was dispersed to:				
Interest paid		(29,898)	(30,529)	(59,918)
Payments to suppliers		(160,894)	(81,268)	(274,727)
Taxation paid		(2,375)	(1,678)	(2,974)
		(193,167)	(113,475)	(337,619)
Net cash flows from operating activities	9	28,354	26,828	175,876
Cash flows from investing activities				
Cash was provided from:				
Net movement in subsidiary company loan		47,439	-	-
		47,439	-	-
Cash was dispersed to:				
Net movement in subsidiary company loan		-	(248,543)	(435,956)
		-	(248,543)	(435,956)
Net cash flows from investing activities		47,439	(248,543)	(435,956)
Cash flows from financing activities				
Cash was provided from:				
Proceeds from issue of shares		-	294,212	294,127
Issue of bonds		102,403	-	84,678
		102,403	294,212	378,805
Cash was dispersed to:				
Repayment of bonds		(93,883)	-	-
Infrastructure bond issue expenses		(1,216)	-	(1,031)
Repurchase of shares		-	-	-
Dividends paid	3	(83,097)	(72,497)	(117,694)
		(178,196)	(72,497)	(118,725)
Net cash flows from financing activities		(75,793)	221,715	260,080
Net cash movement		-	-	-
Cash balances at beginning of period		-	-	-
Cash balances at period end		-	-	-

Note some cash flows above are directed through an intercompany account. The cash flow statement above has been prepared on the assumption that these transactions are equivalent to cash in order to present the total cash flows of the entity.

The accompanying notes form part of these financial statements.

Notes to the Financial Statements

For the 6 months ended 30 September 2021

(1) Accounting policies

Reporting entity

Infratil Limited ('the Company') is a company domiciled in New Zealand and registered under the Companies Act 1993. The Company is listed on the NZX Main Board ('NZX') and Australian Securities Exchange ('ASX'), and is an FMC Reporting Entity in terms of Part 7 of the Financial Markets Conduct Act 2013.

Basis of preparation

These unaudited condensed half year financial statements ('half year statements') of Infratil Limited have been prepared in accordance with NZ IAS 34 Interim Financial Reporting and comply with IAS 34 Interim Financial Reporting. The half year statements have been prepared in accordance with the accounting policies stated in the published financial statements for the year ended 31 March 2021 and should be read in conjunction with the previous annual report. No changes have been made from the accounting policies used in the 31 March 2021 annual report which can be obtained from Infratil's registered office or www.infratil.com. The presentation currency used in the preparation of these financial statements is New Zealand dollars, which is also the Company's functional currency. Comparative figures have been restated where appropriate to ensure consistency with the current period.

(2) Nature of business

The Company is the ultimate parent company of the Infratil Group, owning infrastructure and utility businesses and investments in New Zealand, Australia, the United States, the United Kingdom, Europe and Asia. The Company is a limited liability company incorporated and domiciled in New Zealand. The address of its registered office is 5 Market Lane, Wellington, New Zealand.

(3) Infratil shares and dividends	6 months	6 months	Year
	ended	ended	ended
	30 September	30 September	31 March
	2021	2020	2021
	Unaudited	Unaudited	Audited
Total issued capital at the beginning of the period	722,952,533	659,678,837	659,678,837
Movements in issued and fully paid ordinary shares during the period:			
New shares issued	-	63,273,696	63,273,696
New shares issued under dividend reinvestment plan	-	-	-
Treasury Stock reissued under dividend reinvestment plan	-	-	-
Conversion of executive redeemable shares	-	-	-
Share buyback	-	-	-
Total issued capital at the end of the period	722,952,533	722,952,533	722,952,533

During the comparative period the Company issued new shares to provide additional balance sheet flexibility and to fund growth investments across Infratil's existing portfolio companies, as well as providing the opportunity to take advantage of any new investment opportunities that may arise. In total, net proceeds after issue costs of \$294.2 million were raised via an institutional placement and share purchase plan for existing shareholders. All fully paid ordinary shares have equal voting rights and share equally in dividends and equity. At 30 September 2021 the Group held 1,662,617 shares as Treasury Stock (30 September 2020: 1,662,617, 31 March 2021: 1,662,617).

Dividends paid on ordinary shares	6 months	6 months	Year	6 months	6 months	Year
	ended	ended	ended	ended	ended	ended
Dividends declared and paid by the Company for the period	30 September	30 September	31 March	30 September	30 September	31 March
were as follows:	2021	2020	2021	2021	2020	2021
	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Audited
	cps	cps	cps	\$000	\$000	\$000
Final dividend prior year	11.50	11.00	11.00	83,097	72,497	72,565
Interim dividend paid current year	-	-	6.25	-	-	45,185
Dividends paid on ordinary shares	11.50	11.00	17.25	83,097	72,497	117,750

(4) Other operating expenses	6 months	6 months	Year
	ended	ended	ended
	30 September	30 September	31 March
	2021	2020	2021
	Unaudited	Unaudited	Audited
	\$000	\$000	\$000
Fees paid to the Company auditor	161	266	256
Directors' fees	570	492	1,012
Administration and other corporate costs	8,037	2,404	3,701
Total other operating expenses	8,768	3,162	4,969

(5) Net investment realisations and (impairments)

At 30 September 2021 the Company reviewed the carrying amounts of loans to Infratil Group companies to determine whether there is any indication that those assets have suffered an impairment loss. The recoverable amount of the asset was estimated by reference to the counterparties' net asset position and ability to repay loans out of operating cash flows in order to determine the extent of any impairment loss. Management also considered the impact of the COVID-19 pandemic and forecasts for deteriorating global macroeconomic conditions as part of this assessment. As a result the Company did not impair any loans to Infratil Group companies in the period (30 September 2020: nil, 31 March 2021: nil). These balances are within the Infratil Wholly Owned Group to entities also controlled either directly or indirectly by Infratil Limited.

(6) Taxation	6 months ended	6 months ended	Year ended
	30 September	30 September	31 March
	2021	2020	2021
	Unaudited	Unaudited	Audited
	\$000	\$000	\$000
Surplus/(loss) before taxation	23,613	29,263	179,882
Taxation on the surplus/(loss) for the period @ 28% tax rate	6,612	8,194	50,367
Plus/(less) taxation adjustments:		-, -	,
Exempt dividends	-	-	(32,200)
Tax losses not recognised/(utilised)	(4,330)	-	-
Subvention payment	-	-	-
Losses offset within Group	-	(8,166)	(17,540)
Timing differences not recognised	-	-	-
(Under)/over provision in prior periods	1,665	1,590	4,741
Other permanent differences	(2)	13	116
Taxation expense/(credit)	3,945	1,631	5,484
Current taxation	-	-	2,973
Deferred taxation	3,945	1,631	2,511
	3,945	1,631	5,484

There was no income tax recognised in other comprehensive income during the period (30 September 2020: nil, 31 March 2021: nil)

(7) Infrastructure bonds	6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
	Unaudited	Unaudited	Audited
	\$000	\$000	\$000
	4 272 040	4 202 400	4 202 400
Balance at the beginning of the period	1,378,949	1,293,188	1,293,188
Issued during the period	102,403	-	84,678
Exchanged during the period	(54,799)	-	-
Matured during the period	(39,084)	-	-
Purchased by Infratil during the period	-	-	-
Bond issue costs capitalised during the period	(1,216)	-	(1,031)
Bond issue costs amortised during the period	1,157	1,069	2,163
Issue premium amortised during the year	(125)	-	(49)
Balance at the end of the period	1,387,285	1,294,257	1,378,949
Current	93,366	93,721	93,842
Non-current fixed coupon	940,126	846,904	931,395
Non-current variable coupon	121,876	121,715	121,795
Non-current perpetual variable coupon	231,917	231,917	231,917
Balance at the end of the period	1,387,285	1,294,257	1,378,949
Repayment terms and interest rates:			
IFT220 maturing in June 2021, 4.90% p.a. fixed coupon rate	-	93,883	93,883
IFT190 maturing in June 2022, 6.85% p.a. fixed coupon rate	93,696	93,696	93,696
IFT240 maturing in December 2022, 5.65% p.a. fixed coupon rate	100,000	100,000	100,000
IFT210 maturing in September 2023, 5.25% p.a. fixed coupon rate	122,104	122,104	122,104
IFT230 maturing in June 2024, 5.50% p.a. fixed coupon rate	56,117	56,117	56,117
IFT260 maturing in December 2024, 4.75% p.a. fixed coupon rate	100,000	100,000	100,000
IFT250 maturing in June 2025, 6.15% p.a. fixed coupon rate	43,413	43,413	43,413
IFT300 maturing in March 2026, 3.35% p.a. fixed coupon rate	120,269	36,976	120,269
IFT280 maturing in December 2026, 3.35% p.a. fixed coupon rate	156,279	156,279	156,279
IFT310 Maturing in December 2027, 3.60% p.a fixed coupon rate	102,403	-	_
IFT270 maturing in December 2028, 4.85% p.a. fixed coupon rate until 15 December 2023	146,249	146,249	146,249
IFTHC maturing in December 2029, 2.75% p.a. variable coupon rate reset annually from December 2020	123,186	123,186	123,186
IFTHA Perpetual Infratil infrastructure bonds	231,917	231,917	231,917
less: Bond issue costs capitalised and amortised over term	(9,559)	(9,563)	(9,500)
add: issue premium capitalised and amortised over term	1,211	(2,200)	1,336
Balance at the end of the period	1,387,285	1,294,257	1,378,949
		_,,	_,,

Fixed coupon

The fixed coupon bonds the Company has on issue are at a face value of \$1.00 per bond. Interest is payable quarterly on the bonds.

Perpetual Infratil infrastructure bonds ('PIIBs')

The Company has 231,916,600 (30 September 2020: 231,916,600, 31 March 2021: 231,916,600) PIIBs on issue at a face value of \$1.00 per bond. Interest is payable quarterly on the bonds. For the period to 15 November 2021 the coupon will be fixed at 1.71% per annum (September 2020: 2.67%, March 2021: 1.71%). Thereafter the rate will be reset annually at 1.5% per annum over the then one year swap rate for quarterly payments, unless Infratil's gearing ratio exceeds certain thresholds, in which case the margin increases. These infrastructure bonds have no fixed maturity date. No PIIBs (September 2020: nil, March 2021: nil) were repurchased by Infratil Limited during the period.

IFTHC bonds

The Company has 123,186,000 (30 September 2020: 123,186,000, 31 March 2021: 123,186,000) IFTHCs on issue at a face value of \$1.00 per bond. Interest is payable quarterly on the bonds. For the period to 15 December 2021 the coupon is fixed at 2.75% per annum (September 2020: 3.50%, March 2021: 2.75%). Thereafter the rate will be reset annually at 2.5% per annum over the then one year swap rate for quarterly payments.

IFT270 bonds

The interest rate of the IFT270 bonds is fixed for the first five years and then reset on 15 December 2023 for a further five years. The interest rate for the IFT270 bonds for the period from (but excluding) 15 December 2023 until the maturity date will be the sum of the five year swap rate on 15 December 2023 plus a margin of 2.50% per annum.

Throughout the period the Company complied with all debt covenant requirements as imposed by the bond Supervisor.

At 30 September 2021 the infrastructure bonds (including PIIBs) had a fair value of \$1,378.3 million (30 September 2020: \$1,250.2 million, 31 March 2021: \$1,336.5 million).

(8) Financial instruments

Interest rates

Interest rate risk is the risk of interest rate volatility negatively affecting the Company's interest expense cash flow and earnings. The Company mitigates this risk by issuing borrowings at fixed interest rates or entering into Interest Rate Swaps to convert floating rate exposures to fixed rate exposure. Borrowings issued at fixed rates expose the Company to fair value interest rate risk which is managed by the interest rate profile and hedging.

Fair value hierarchy

The analyses of financial instruments carried at fair value, by valuation method is below. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2)
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The Company has interest rate swap derivatives that are classified as Level 2 and have a fair value liability of \$0.7 million at 30 September 2021 (30 September 2020: \$3.7 million, 31 March 2021: \$2.2 million).

(9) Reconciliation of net surplus with cash flow from operating activities	6 months ended 30 September 2021	6 months ended 30 September 2020	Year ended 31 March 2021
	Unaudited	Unaudited	Audited
	\$000	\$000	\$000
Net surplus/(loss)	19,668	27,632	174,398
Add items not involving cash flows			
Movement in financial derivatives taken to the profit or loss	(1,477)	(1,070)	(2,633)
Amortisation of deferred bond issue costs	1,032	1,073	2,114
Movements in working capital			
Change in receivables and prepayments	3,559	(1,046)	(3,815)
Change in trade payables	1,000	(122)	1,001
Change in accruals and other liabilities	3,002	407	2,300
Change in taxation and deferred tax	1,570	(46)	2,511
Net cash inflow/(outflow) from operating activities	28,354	26,828	175,876
			•

(10) Commitments

There are no outstanding commitments (30 September 2020: nil, 31 March 2021: nil).

(11) Contingent liabilities

The Company and certain wholly owned subsidiaries are guarantors of the bank debt facilities of Infratil Finance Limited under a Deed of Negative Pledge, Guarantee and Subordination and the Company is a guarantor to certain obligations of subsidiary companies.

The Company has a contingent liability under the international fund management agreement with Morrison & Co International Limited in the event that the Group sells its international assets, or valuation of the assets exceeds the performance thresholds set out in the international fund management agreement.

(12) Related parties

Infratil Finance Limited

Infratil No. 1 Limited

Infratil No. 5 Limited

Infratil PPP Limited

Certain Infratil Directors have relevant interests in a number of companies with which Infratil has transactions in the normal course of business. A number of key management personnel are also Directors of Group subsidiary companies and associates.

Morrison & Co Infrastructure Management Limited ('MCIM') is the management company for the Company and receives management fees in accordance with the applicable management agreement. MCIM is owned by H.R.L. Morrison & Co Group Limited Partnership ('MCO'). Mr Bogoievski was a director of Infratil until 31 March 2021 and is a director and Chief Executive Officer of MCO. Mr Boyes assumed the role of Infratil Chief Executive Officer from 1 April 2021. Entities associated with Mr Bogoievski and Mr Boyes also have a beneficial interest in MCO.

The Company has the following significant loans and investments to/(from)/in its subsidiaries:

		micerest meonic			carrying value		
	6 months	6 months	Year				
	ended	ended	ended				
	30 September	30 September	31 March	30 September	30 September	31 March	
	2021	2020	2021	2021	2020	2021	
Related party	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Audited	
	\$000	\$000	\$000	\$000	\$000	\$000	
Advances							
Infratil Finance	59,154	60,397	124,256	2,033,617	1,893,644	2,081,057	
Aotea Energy Holdings Limited	-	-	-	(153,897)	(153,897)	(153,897)	
Investments in							
Infratil Investments Limited				87,665	87,665	87,665	
Infratil 1998 Limited				12,000	12,000	12,000	

Interest income

Management and other fees paid by the Company to MCIM, MCO or its related parties during the year were:

Munagement and other jees paid by the company to McM, McO or its related parties during the year were.			
	6 months	6 months	Year
	ended	ended	ended
	30 September	30 September	31 March
	2021	2020	2021
			a 1:. 1
	Unaudited	Unaudited	Audited
	\$000	\$000	\$000
Management fees	27,584	19,323	45,074
International Portfolio Incentive fees	131,477	57,700	223,100
Financial management, accounting, treasury, compliance and administrative services	806	806	1,612
Total management and other fees	159,867	77,829	269,786

Intercompany (loan)/advance/investment at

carrying value

153,897

78,024

5,942

248,001

153,897

78,024

5,942

248,001

153,897

78,024

5,942

248,001

(13) Events after balance date

Acquisition of Auckland Radiology Group

On 4 October 2021 Infratil and Pacific Radiology executed an agreement to partner with Auckland Radiology Group. Following the acquisition Infratil will own at least 50.1% of the combined entity which owns both Pacific Radiology and Auckland Radiology Group. The transaction was completed on 30 October 2021 and involved an equity contribution from Infratil of \$62.7 million.

Dividend

On 11 November 2021, the Directors approved a partially imputed interim dividend of 6.50 cents per share to holders of fully paid ordinary shares to be paid on 23 December 2021.



Independent Review Report

To the shareholders of Infratil Limited

Report on the condensed half year financial statements

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed half year financial statements on pages 1 to 10 do not:

- i. present fairly in all material respects the company's financial position as at 30 September 2021 and its financial performance and cash flows for the six-month period ended on that date; and
- comply with NZ IAS 34 Interim Financial Reporting.

We have completed a review of the accompanying condensed half year financial statements which comprise:

- the statement of financial position as at 30 September 2021;
- the statements of comprehensive income, changes in equity and cash flows for the sixmonth period then ended; and
- notes, including a summary of significant accounting policies and other explanatory information.



Basis for conclusion

A review of condensed half year financial statements in accordance with NZ SRE 2410 Review of Financial Statements Performed by the Independent Auditor of the Entity ("NZ SRE 2410") is a limited assurance engagement. The auditor performs procedures, consisting of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures.

As the auditor of Infratil Limited, NZ SRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial statements.

Other than in our capacity as auditor we have no relationship with, or interests in, the company.



Use of this Independent Review Report

This report is made solely to the shareholders as a body. Our review work has been undertaken so that we might state to the shareholders those matters we are required to state to them in the Independent Review Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the shareholders as a body for our review work, this report, or any of the opinions we have formed.

Responsibilities of the Directors for the condensed half year financial statements

The Directors, on behalf of the company, are responsible for:

- the preparation and fair presentation of the condensed half year financial statements in accordance with NZ IAS 34 Interim Financial Reporting;



- implementing necessary internal control to enable the preparation of condensed half year financial statements that are fairly presented and free from material misstatement, whether due to fraud or error; and
- assessing the ability to continue as a going concern. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate or to cease operations, or have no realistic alternative but to do so.

<u>×</u> Auditor's Responsibilities for the review of the condensed half year financial statements

Our responsibility is to express a conclusion on the condensed half year financial statements based on our review. We conducted our review in accordance with NZ SRE 2410. NZ SRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the condensed half year financial statements are not prepared, in all material respects, in accordance with NZ IAS 34 Interim Financial Reporting.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing (New Zealand). Accordingly we do not express an audit opinion on these condensed half year financial statements.

This description forms part of our Independent Review Report.

KPMG Wellington

11 November 2021

KPMG

Directory

Directors

Mark Tume (Chairman)

Jason Boyes

Alison Gerry

Paul Gough

Kirsty Mactaggart

Catherine Savage

Peter Springford

Company Secretary

Nick Lough

Registered Office - New Zealand

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Manager

Morrison & Co Infrastructure Management

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Share Registrar - New Zealand

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Telephone: +64 9 375 5998

E-mail: enquiries@linkmarketservices.co.nz Internet address: www.linkmarketservices.co.nz

Auditor

KPMG

10 Customhouse Quay

PO Box 996 Wellington

Registered Office - Australia

C/- H.R.L. Morrison & Co Private Markets Pty Ltd

Level 31 60 Martin Place Sydney NSW 200

Telephone: +64 4 473 3663

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Link Market Services

Level 12

680 George Street Sydney NSW 2000

Telephone: +61 2 8280 7100

E-mail: registrars@linkmarketservices.com.au Internet address: www.linkmarketservices.com.au





Results announcement

Results for announcement to the market			
Name of issuer	Infratil Limited		
Reporting Period	6 months to 30 Septem	ber 2021	
Previous Reporting Period	6 months to 30 Septem	ber 2020	
Currency	NZD		
	Amount (000s)	Percentage change	
Revenue from continuing operations	\$541,100	121.7%	
Total Revenue	\$985,000	48.8%	
Net profit/(loss) from continuing operations	\$136,400	478.0%	
Total net profit/(loss)	\$1,130,337	1,883.0%	
Interim/Final Dividend			
Amount per Quoted Equity Security	\$0.06500000		
Imputed amount per Quoted Equity Security	\$0.02527850		
Record Date	6 December 2021		
Dividend Payment Date	23 December 2021		
	Current period Prior compara period		
		period	
Net tangible assets per Quoted Equity Security	\$3.65	\$3.15	
	This Results announcer conjunction with the atta condensed consolidated statements for the 6 mo 2021 ("Interim Financial detailed commentary or	\$3.15 ment should be read in ached unaudited thalf year financial onths ended 30 September Statements"). More the operations of the las been provided in the m Results Presentation och have been released	
Security A brief explanation of any of the figures above necessary to enable the figures to be	This Results announcer conjunction with the atta condensed consolidated statements for the 6 mo 2021 ("Interim Financial detailed commentary or Group over the period h form of the Infratil Interial and Interim Report, which	\$3.15 ment should be read in ached unaudited thalf year financial onths ended 30 September Statements"). More the operations of the las been provided in the m Results Presentation och have been released	
Security A brief explanation of any of the figures above necessary to enable the figures to be understood	This Results announcer conjunction with the atta condensed consolidated statements for the 6 mo 2021 ("Interim Financial detailed commentary or Group over the period h form of the Infratil Interial and Interim Report, which	\$3.15 ment should be read in ached unaudited thalf year financial on the ended 30 September. Statements"). More the operations of the enas been provided in the m Results Presentation of thave been released mancial Statements.	
A brief explanation of any of the figures above necessary to enable the figures to be understood Authority for this announcement Name of person authorised to make this	This Results announcer conjunction with the atta condensed consolidated statements for the 6 mo 2021 ("Interim Financial detailed commentary or Group over the period h form of the Infratil Interia and Interim Report, which alongside the Interim Fi	\$3.15 ment should be read in ached unaudited d half year financial onths ended 30 September Statements"). More at the operations of the has been provided in the m Results Presentation of have been released mancial Statements. Financial Officer	
A brief explanation of any of the figures above necessary to enable the figures to be understood Authority for this announcement Name of person authorised to make this announcement	This Results announcer conjunction with the atta condensed consolidated statements for the 6 mo 2021 ("Interim Financial detailed commentary or Group over the period h form of the Infratil Interin and Interim Report, whi alongside the Interim Fi	\$3.15 ment should be read in ached unaudited d half year financial onths ended 30 September Statements"). More at the operations of the has been provided in the m Results Presentation of have been released mancial Statements. Financial Officer	
A brief explanation of any of the figures above necessary to enable the figures to be understood Authority for this announcement Name of person authorised to make this announcement Contact person for this announcement	This Results announcer conjunction with the atta condensed consolidated statements for the 6 mo 2021 ("Interim Financial detailed commentary or Group over the period h form of the Infratil Interin and Interim Report, which alongside the Interim Financial Phillippa Harford, Chief	\$3.15 ment should be read in ached unaudited dhalf year financial on the ended 30 September Statements"). More the operations of the las been provided in the mass Results Presentation on thave been released nancial Statements. Financial Officer Financial Officer	

Unaudited financial statements accompany this announcement.





Section 1: Issuer information				
Name of issuer	Infratil Limited			
Financial product name/description	Ordinary Share	es		
NZX ticker code	IFT			
ISIN (If unknown, check on NZX website)	NZIFTE0003S	3 / ASX IFT		
Type of distribution	Full Year		Quarterly	
(Please mark with an X in the	Half Year	Х	Special	
relevant box/es)	DRP applies			
Record date	6 December 20)21	•	
Ex-Date (one business day before the Record Date)	3 December 20)21		
Payment date (and allotment date for DRP)	23 December 2021			
Total monies associated with the distribution ¹	\$46,991,915			
Source of distribution (for example, retained earnings)	Retained earnings			
Currency	NZD			
Section 2: Distribution amounts per	financial produ	ıct		
Gross distribution ²	\$0.09027850			
Total cash distribution ³	\$0.06500000			
Excluded amount (applicable to listed PIEs)	N/A			
Supplementary distribution amount	\$0.01147092			
Section 3: Imputation credits and Re	esident Withhol	ding Tax ⁴		
Is the distribution imputed	Fully imputed			
If fully or partially imputed, please state imputation rate as % applied	28%			
Imputation tax credits per financial product	\$0.02527850			
Resident Withholding Tax per financial product	\$0.00451341			

¹ Continuous issuers should indicate that this is based on the number of units on issue at the date of the form ² "Gross distribution" is the total cash distribution plus the amount of imputation credits, per financial product, before the deduction of Resident Withholding Tax (RWT).

³ "Total cash distribution" is the cash distribution excluding imputation credits, per financial product, before the deduction of RWT. This should *include* any excluded amounts, where applicable to listed PIEs.

The imputation credits plus the RWT amount is 33% of the gross distribution for the purposes of this form. If the distribution is fully

imputed the imputation credits will be 28% of the gross distribution with remaining 5% being RWT. This does not constitute advice as to whether or not RWT needs to be withheld.

Section 4: Distribution re-investment plan (if applicable)		
DRP % discount (if any)	Nil	
Start date and end date for determining market price for DRP	8 December 2021	21 December 2021
Date strike price to be announced (if not available at this time)	22 December 2021	
Specify source of financial products to be issued under DRP programme (new issue or to be bought on market)	Bought on market and/or new issue	
DRP strike price per financial product		
Last date to submit a participation notice for this distribution in accordance with DRP participation terms	7 December 2021	
Section 5: Authority for this announcement		
Name of person authorised to make this announcement	Phillippa Harford, Chief Financial Officer	
Contact person for this announcement	Phillippa Harford, Chief Financial Officer	
Contact phone number	64 4 473 3663	
Contact email address	Phillippa.Harford@hrlmorrison.com	
Date of release through MAP	12 November 2021	