

## RESULTS FOR THE SIX MONTHS TO 30 SEPTEMBER 2016 (1H17)

**Metro Performance Glass lifted by buoyant construction markets and growing commercial and Retrofit businesses****Highlights for the first half versus the prior comparable period (1H16)<sup>1</sup>:**

- Group revenue of \$116.3 million, up 23% and New Zealand revenue of \$111.7 million, up 18%
- Reported EBIT<sup>2</sup> rose 14% to \$18.2 million; normalised EBIT<sup>2,3</sup> rose 21% to \$19.2 million
- Reported NPAT rose 5% to \$11.5 million; normalised<sup>3</sup> NPAT rose 14% to \$12.5 million
- Commercial forward order book grew to \$29.7 million at period end, 60% higher than 1H16
- Retrofit double glazing revenue grew to \$10.0 million, 29% higher than 1H16
- Declared a fully-imputed interim dividend of 3.6 cents per share, in line with 1H16

Metro Performance Glass (NZX.MPG, ASX.MPP, Metro Glass) today reports strong growth in sales and earnings as the group benefits from robust housing and construction markets and continued expansion of its commercial and Retrofit businesses.

Including one month of trading from Australian Glass Group (AGG)<sup>4</sup>, group revenue rose 23% to \$116.3 million from \$94.9 million in the same period in the prior year. Excluding AGG, Metro Glass' New Zealand revenue rose 18% to \$111.7 million.

Reported operating profit (EBIT) rose 14% to \$18.2 million and normalised EBIT<sup>3</sup> (excluding one-off acquisition-related expenses) grew 21% to \$19.2 million, from \$15.9 million in 1H16.

Reported net profit after tax (NPAT) for the group rose 5% to \$11.5 million and normalised<sup>3</sup> NPAT in 1H17 rose 14% to \$12.5 million, from \$11.0 million in 1H16.

Metro Glass' manufacturing cost position continued to improve in the period, however these gains were diluted by investments required to maintain service levels and support the substantial growth of the business.

The group had a higher effective tax rate in 1H17 (30% in 1H17 vs. 24% in 1H16) due to one-off items including non-deductible acquisition expenses in 1H17 and deductible IPO related expenses in 1H16. The higher tax rate and the timing of tax payments resulted in income taxes paid of \$8.1 million, up from \$3.0 million in 1H16. This had an impact on operating cash flows in the half year which decreased from \$8.8 million in 1H16 to \$4.7 million in 1H17.

Metro Glass refinanced its existing borrowing facilities (previously due to expire in July 2017) for a three year term, as part of its acquisition of Australian Glass Group (AGG). This acquisition saw the group's gearing<sup>5</sup> increase from 26.0% at 30 September 2015 to 38.5% at 30 September 2016. Net interest bearing debt at the end of the period was \$95.4 million, up from \$52.2 million at the end of 1H16.

Chairman Sir John Goulter said: "The company continued to make good progress in the half year, achieving strong growth and completing the significant strategic step of entering Australia. We are confident that AGG, and the Australian glass processing market more broadly, represent an attractive long term growth opportunity for Metro Glass.

"Reflecting the significant opportunities that the group has in front of it and the group's increased gearing level following the debt funded acquisition of AGG, the board has declared an interim dividend of 3.6 cents per share, in line with last year. The interim dividend will be fully imputed for New Zealand resident shareholders. The record date for dividend entitlements is 9 January 2017 and the payment date is 23 January 2017."

Chief Executive Nigel Rigby said: "Metro Glass continues to scale up its capabilities, team and product offering to meet the healthy demand we see from both the residential and commercial construction

markets in New Zealand. However, it is critical that we balance the group's rapid growth with our commitment to market leading service. We have taken a number of steps in the half to increase capacity and deliver improved service for our customers.

"We also completed the acquisition of AGG in the period, reflecting our view that Metro Glass' core competencies in double glazing and high performance glass, position us well for the significant long term opportunities identified in the Australian market. We took ownership on 1 September 2016 and are pleased with the early progress the company has made.

"Metro Glass' commercial business grew well in 1H17, with the company completing or commencing a number of significant projects, particularly in the North Island. The NZ forward book of commercial work grew 60% to \$29.7 million as at 30 September 2016, from \$18.6 million at the end of 1H16.

"The Retrofit double glazing business continued its rapid growth and development in the half with revenue up 29% to \$10.0 million from \$7.8 million in 1H16.

"The commercial and Retrofit businesses generally utilise a higher level of glazing resource than our traditional window manufacturer, merchant and retail businesses. Therefore with their expansion, Metro Glass' glazing costs increased in the period both in absolute dollar terms and as a percentage of revenue. The increased costs primarily related to increased activity levels, however our glazing infrastructure and management team was also strengthened to prepare us for future growth.

"Metro Glass targets both a service and cost leadership position through manufacturing excellence and customer focus. Our investment in extra capacity in Auckland has enabled us to service the growing market. Good progress continued to be made on processing costs in 1H17 with factory costs continuing to reduce as a percentage of revenue. While balancing the demands of processing record volumes of glass, we continue to see further opportunities to drive manufacturing cost savings and plant optimisation."

Sir John Goulter said: "The group is continuing to optimise its business to make the most of the supportive market conditions, and is looking ahead to the remainder of the financial year with confidence."

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#### **Accompanying documents**

- 2017 Interim Report
- NZX Appendix 1 and NZX Appendix 7

#### **Half year results conference call**

Metro Glass will host a conference call today to review the results for the six months to 30 September 2016. The conference call is scheduled to begin at 10:00am NZDT, 8:00am AEDT and will be webcast simultaneously over the Internet.

To view the webcast, access the company's website at <http://www.metroglass.co.nz/investor-centre/>. Please allow extra time prior to the webcast to visit the site and download streaming media software if required. An online archive of the event will be available approximately two hours after the webcast.

To join the conference call, participants will need to dial in to one of the numbers below at least 5 minutes prior to the scheduled call time and identify yourself to the operator. When prompted, please quote the conference code of: **1467479**

New Zealand Toll Free	0800 423 970	International	+64 (0)9 9133 622
Australia Toll Free	1800 387 385	Australia	+61 (0)2 8880 3256
Hong Kong Toll Free	800 901 530	US/Canada Toll Free	800 263 0877

## APPENDIX 1: GENERALLY ACCEPTED ACCOUNTING PRINCIPLES (GAAP) TO NON-GAAP RECONCILIATION

Metro Performance Glass' results are reported under New Zealand International Financial Reporting Standards (NZ IFRS). This release includes non-GAAP financial measures which are not prepared in accordance with NZ IFRS. The non-GAAP financial measures used in this release include:

- **EBITDA:** calculated by adding (or deducting) finance expense / (income), taxation expense, depreciation, and amortisation, to net profit after tax.
- **EBIT:** calculated by adding (or deducting) finance expense / (income), and taxation expense to net profit after tax.

Metro Glass believes that these non-GAAP financial measures provide useful information to readers to assist in the understanding of the company's financial performance, financial position or returns, but that they should not be viewed in isolation, nor considered as a substitute for measures reported in accordance with NZIFRS. Non-GAAP financial measures may not be comparable to similarly titled amounts reported by other companies.

Half Year to 30 September; \$M	1H17	1H16 <sup>1</sup>
Normalised net profit after tax	12.5	11.0
Less: abnormal expenses <sup>3</sup>	1.0	0
<b>Net profit after tax (or Profit for the period)</b>	<b>11.5</b>	<b>11.0</b>
Add: taxation expense	5.0	3.4
Add: net finance expense	1.7	1.6
EBIT <sup>2</sup> (or Operating Profit)	18.2	15.9
Add: depreciation & amortisation	4.8	3.2
EBITDA <sup>2</sup>	23.1	19.2
EBIT (or Operating Profit)	18.2	15.9
Add: abnormal expenses <sup>3</sup>	1.0	0.0
Normalised EBIT	19.2	15.9
EBITDA	23.1	19.2
Add: abnormal expenses <sup>3</sup>	1.0	0.0
Normalised EBITDA	24.0	19.2

### About Metro Performance Glass

Metro Performance Glass (NZX.MPG; ASX.MPP) is the largest value added glass processor in New Zealand. It produces a range of customised glass products that are predominantly used in residential and non-residential construction applications such as windows, doors, internal partitions, balustrades, facades, showers, mirrors, furniture and splash backs. Metro Performance Glass has national NZ coverage through its 17 sites, including four major processing sites, a fleet of over 300 service vehicles and more than 850 employees across New Zealand. Additionally, the company acquired Australian Glass Group, the third largest glass processor in Victoria and New South Wales in September 2016.

Learn more: [www.metroglass.co.nz](http://www.metroglass.co.nz), [www.australianglassgroup.com.au](http://www.australianglassgroup.com.au)

<sup>1</sup> All prior period comparisons are to the half year ended 30 September 2015 (1H16) unless otherwise stated.

<sup>2</sup> EBITDA and EBIT are non-GAAP measures of financial performance. Additional detail is provided on page 3 of this release.

<sup>3</sup> Normalised financial items exclude the impact from one-off, non-deductible acquisition related expenses totalling \$1.0m.

<sup>4</sup> Metro Glass acquired Australian Glass Group on 1 September 2016.

<sup>5</sup> Gearing: net interest bearing debt / (net interest bearing debt + equity).

# METRO PERFORMANCE GLASS LIMITED

Interim Financial Statements

FOR THE PERIOD ENDED 30 SEPTEMBER 2016





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## ABOUT METRO PERFORMANCE GLASS

Metro Performance Glass (NZX.MPG; ASX.MPP) is New Zealand's largest and most innovative glass processor, distributor and glazier. We produce a range of customised glass products that are predominantly used in residential and non-residential construction applications such as windows, doors, internal partitions, balustrades, facades, showers, mirrors, furniture and splash backs.



## A SELECTION OF RECENT PROJECTS





We have national coverage through 17 sites, including four major processing sites, a fleet of over 300 service vehicles and more than 850 employees across the country. Additionally, the company acquired Australian Glass Group, the third largest glass processor in Victoria and New South Wales In September 2016.

We continue to be at the forefront of providing performance glass products and industry leading customer service – something we call Performance without Compromise.

Learn more: [www.metroglass.co.nz](http://www.metroglass.co.nz)







# HALF-YEAR SNAPSHOT: REVIEW OF 2017 STRATEGIC PRIORITIES

# 1

## DRIVE TOP LINE GROWTH

Increase revenue and market share through product, supply chain and logistics initiatives ensuring customers' expectations are exceeded

### *Half-year progress*

- Group revenue +23% to \$116.3 million (including one month of trading from Australian Glass Group), New Zealand revenue +18% to \$111.7 million vs. 1H 2016
- Took a number of steps to increase processing capacity and deliver improved customer service

# 2

## DELIVER MANUFACTURING EXCELLENCE

Continually push to achieve our desired service and cost leadership position through manufacturing excellence

### *Half-year progress*

- Processed record glass volumes in the half, with an increasingly complex product mix
- Continued expansion of product range
- Factory costs continued to reduce as a percentage of revenue

# 3

## INCREASE OUR PRESENCE IN COMMERCIAL PROJECTS

Capture an increasing share of the growing commercial construction market and execute well on the existing forward book

### *Half-year progress*

- Grew our forward book of commercial work +60% year on year to \$29.7 million
- Completed or commenced a number of significant projects, particularly in the North Island

# 4

## EXPAND OUR RETROFIT DOUBLE GLAZING BUSINESS

Drive the growth and profitability of the Retrofit double glazing replacement business

### *Half-year progress*

- Revenue +29% vs. 1H 2016
- Broad based growth across New Zealand


# 5

## LEVERAGE KEY COMPETENCIES IN HIGH OPPORTUNITY AUSTRALIAN MARKETS

Support and integrate Australian Glass Group


### *Half-year progress*

- Completed acquisition of Australian Glass Group on 1 September 2016
- Pleased with early progress the company has made

A man with short brown hair, wearing a dark suit jacket over a light-colored shirt and a patterned tie, standing in front of a background of colorful glass panels in shades of blue, purple, and green.

*"METRO GLASS CONTINUES TO SCALE UP ITS CAPABILITIES, TEAM AND PRODUCT OFFERING TO MEET THE STRONGLY SUPPORTIVE DEMAND WE SEE FROM BOTH THE RESIDENTIAL AND COMMERCIAL CONSTRUCTION MARKETS IN NEW ZEALAND."*

*Nigel Rigby  
Executive Director,  
Chief Executive Officer*

A man with glasses, wearing a dark suit jacket over a light blue striped shirt and a dark tie with yellow diagonal stripes, standing in front of the same colorful glass panel background as the top image.

*"DURING THE SIX MONTHS TO 30 SEPTEMBER 2016, WE DELIVERED WELL ON OUR STRATEGIC PRIORITIES FOR THE 2017 FINANCIAL YEAR, ACHIEVING STRONG GROWTH AND COMPLETING THE SIGNIFICANT STRATEGIC STEP OF ENTERING AUSTRALIA."*

*Sir John Goulter  
Chairman*

# 2017 INTERIM REPORT: DIRECTORS' REPORT

## **BUOYED BY HIGHLY SUPPORTIVE CONSTRUCTION MARKETS AND GROWING COMMERCIAL AND RETROFIT BUSINESSES.**

Metro Performance Glass delivered strong results for the six months ended 30 September 2016. The group achieved strong growth in sales and earnings, further expanded its commercial and Retrofit businesses, and continued to invest to ensure it remains well positioned to benefit from the continuing robust housing and construction markets.

### **FINANCIAL RESULTS**

Including one month of trading from Australian Glass Group (AGG)<sup>1</sup>, group revenue rose 23% to \$116.3 million in the six months to 30 September 2016 from \$94.9 million in the six months to 30 September 2015 (prior comparable period). Excluding AGG, Metro Glass' New Zealand revenue rose 18% to \$111.7 million.

Despite balancing the demands of processing record volumes of glass and an increasingly complex product mix, Metro Glass continued to make good progress on its manufacturing cost position in the half year, with factory costs continuing to reduce as a percentage of revenue. However, these gains were diluted by investments required to maintain service levels and support the growth of the business, particularly in increased glazing-related costs.

Reported operating profit rose 14% to \$18.2 million and normalised<sup>2</sup> operating profit grew 21% to \$19.2 million, from \$15.9 million in the prior comparable period.

Reported net profit after tax (NPAT) for the group rose 5% to \$11.5 million and normalised<sup>2</sup> NPAT in the half year rose 15% to \$12.5 million, from \$11.0 million in the prior comparable period.

The group had a higher effective tax rate in the half year than in the prior comparable period (30% in H1 FY17 vs. 24% in H1

FY16) due to one-off items including non-deductible acquisition expenses in the half year and deductible IPO related expenses in the prior comparable period. The higher tax rate and the timing of tax payments resulted in income taxes paid of \$8.1 million, up from \$3.0 million in 1H16. This had an impact on operating cash flows in the half year which decreased from \$8.8 million in 1H16 to \$4.7 million in 1H17.

Metro Glass refinanced its existing borrowing facilities for a three-year term, as part of its acquisition of Australian Glass Group on 1 September 2016. This acquisition saw the group's debt to debt plus equity ratio increase from 26.0% at 30 September 2015 to 38.5% at 30 September 2016. Total net interest bearing debt at the end of the period was \$95.4 million, up from \$52.2 million at 30 September 2016.

### **MARKETS**

The half year saw further growth in construction activity and building consents in New Zealand. There was a marked shift northward in consent activity, with North Island residential consents up 25% year-on-year. The North Island accounted for 70% of all residential consents issued over the 12 months to 30 September 2016, up from 64% for the prior year. While Canterbury consent issuance declined 11% over the same period, consents in the South Island excluding Canterbury were up 16%.

### **STRATEGY AND OPERATIONS**

During the six months to 30 September 2016, we delivered well on our strategic priorities for the 2017 financial year, achieving strong growth and completing the significant strategic step of entering the Australian market.

<sup>1</sup> Metro Glass acquired Australian Group on 1 September 2016.

<sup>2</sup> Excluding the impact of \$1.0 million of one-off, non-deductible Australian Glass Group acquisition-related costs.





# DIRECTORS' REPORT (CONT'D)

Metro Glass continues to focus on scaling up its capabilities, team and product offering to meet the ongoing demand we see from both the residential and commercial construction markets in New Zealand and Australia. That said, it is also critical that we balance the group's rapid growth with our commitment to market-leading service. Our significant investments in Auckland have enabled us to service the growing market, and we have taken a number of steps in the half to further increase capacity and deliver improved service for our customers.

While glass processing costs in our factories were well managed in the half year, we continue to see further opportunities to drive further manufacturing cost savings and plant optimisation.

Metro Glass' commercial business continued to expand in the half year, with the company completing or commencing a number of significant projects, particularly in the North Island. The New Zealand forward order book of commercial work grew 60% to \$29.7 million at 30 September 2016, from \$18.6 million at 30 September 2015.

The Retrofit double glazing business also continued its rapid growth and development in the half year with revenue up 29% to \$10.0 million from \$7.8 million in the prior comparable period.

Each of the commercial and Retrofit businesses generally use a higher level of glazing resources than our traditional window manufacturer, merchant and retail businesses. This expansion in glazing resources was a significant contributor to growth in Metro Glass' glazing costs in the half year, both in absolute dollar terms and as a percentage of revenue. The increased costs primarily related to increased activity levels. However, our glazing infrastructure and management team was also strengthened to prepare us for future growth.

Finally, we also completed the acquisition of Australian Glass Group on 1 September 2016, reflecting our view that Metro Glass' core competencies in double glazing and high performance glass position us well for the

significant long term opportunities identified in the Australian market.

We are pleased with the early progress the company has made and remain confident that Australian Glass Group, and the Australian glass processing market more broadly, represent an attractive long-term growth opportunity for Metro Glass.

## DIVIDEND

Reflecting the significant opportunities that the group has in front of it and the group's increased gearing level following the debt funded acquisition of Australian Glass Group, the directors have declared an interim dividend of 3.6 cents per share which is in line with last year's interim dividend. This dividend will be fully imputed for New Zealand resident shareholders. The record date for dividend entitlements is 9 January 2017 and the payment date is 23 January 2017.

## LOOKING FORWARD

Metro Glass continues to optimise and expand its business to make the most of the strongly supportive market conditions we see in New Zealand and across the Tasman. We are looking ahead to the remainder of the financial year and beyond with confidence.

## FINANCIAL MARKETS CONDUCT ACT

For the purposes of clause 30 of Schedule 4 of the Financial Markets Conduct Act 2013 (FMCA), Metro Performance Glass Limited (NZBN: 9429041261286) of 5 Lady Fisher Place, East Tamaki, Auckland 2013, advises that it is required to comply with the FMCA by 1 December 2016. On and from this date, all of the requirements of the FMCA will apply to the company. In particular, the company's share register will then be governed by Part 4 of the FMCA. The company is already governed by the FMCA financial reporting and fair dealing requirements, amongst other things.



*Sir John Goulter*  
Chairman



*Nigel Rigby*  
Executive Director, CEO

# INDEPENDENT AUDITOR'S REPORT



## ***Independent Review report***

to the shareholders of Metro Performance Glass Limited

### ***Report on the Interim Financial Statements***

We have reviewed the accompanying financial statements of Metro Performance Glass Limited ("the Group") on pages 11 to 20, which comprise the consolidated interim statement of financial position as at 30 September 2016, and the consolidated interim statement of comprehensive income, the consolidated interim statement of changes in equity and the consolidated interim statement of cash flows for the period ended on that date, and selected explanatory notes.

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

The Directors are responsible on behalf of the Group for the preparation and presentation of these financial statements in accordance with New Zealand Equivalent to International Accounting Standard 34 Interim Financial Reporting (NZ IAS 34) and for such internal controls as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

### ***Our Responsibility***

Our responsibility is to express a conclusion on the accompanying financial statements based on our review. We conducted our review in accordance with the New Zealand Standard on Review Engagements 2410 *Review of Financial Statements Performed by the Independent Auditor of the Entity* (NZ SRE 2410). NZ SRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the financial statements, taken as a whole, are not prepared in all material respects, in accordance with NZ IAS 34. As the auditors of the Company, NZ SRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial statements.

A review of financial statements in accordance with NZ SRE 2410 is a limited assurance engagement. The auditors perform procedures, primarily consisting of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. 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) and International Standards on Auditing. Accordingly we do not express an audit opinion on these financial statements.

Other than in our capacity as auditors and providers of assurance and executive reward services, we have no relationship with, or interests in, the Group. These services have not impaired our independence as auditors of the Group.

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# INDEPENDENT AUDITOR'S REPORT (CONT'D)



## *Independent Review report*

Metro Performance Glass Limited

### *Conclusion*

Based on our review, nothing has come to our attention that causes us to believe that these financial statements of the Group are not prepared, in all material respects, in accordance with NZ IAS 34.

### *Restriction on Distribution or Use*

This report is made solely to the Company's Shareholders, as a body. Our review work has been undertaken so that we might state to the Company's Shareholders those matters which we are required to state to them in our 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 procedures, for this report, or for the conclusion we have formed.

For and on behalf of:

A handwritten signature in blue ink, appearing to read 'Brian Waterhouse-Cook', is written over a faint, illegible printed name.

Chartered Accountants  
21 November 2016

Auckland

PwC

# CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

for the half year ended 30 September

	Consolidated Sep-16	Consolidated Sep-15
	\$'000	\$'000
Sales revenue	116,284	94,863
Cost of sales	(57,333)	(46,498)
<b>Gross profit</b>	<b>58,951</b>	<b>48,365</b>
Distribution and glazing related expenses	(21,074)	(17,314)
Selling and marketing expenses	(5,179)	(4,209)
Administration expenses	(14,486)	(10,930)
<b>Operating profit</b>	<b>18,212</b>	<b>15,912</b>
Interest expense	(1,659)	(1,616)
Interest income	4	61
<b>Profit before income taxation</b>	<b>16,557</b>	<b>14,357</b>
Income taxation expense	(5,010)	(3,404)
<b>Profit for the period</b>	<b>11,547</b>	<b>10,953</b>
<b>Other comprehensive income</b>		
Items that may be subsequently reclassified to profit or loss:		
Exchange differences on translating foreign operations	143	-
Cash flow hedges	(886)	1,408
<b>Total comprehensive income for the period attributable to shareholders</b>	<b>10,804</b>	<b>12,361</b>
<b>Earnings per share (based on profit for the period)</b>		
Basic earnings per share (cents per share)	6.2	5.9
Diluted earnings per share (cents per share)	6.2	5.9

The Board of Directors authorised these financial statements for issue on 21 November 2016.

For and on behalf of the Board:



Sir John Goulter  
Chairman



Nigel Rigby  
Executive Director, CEO

The above statement of comprehensive income should be read in conjunction with the accompanying notes.





# CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

at 30 September

	Consolidated Sep-16 \$'000	Consolidated Sep-15 \$'000	Consolidated Mar-16 \$'000
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	3,497	2,752	6,404
Trade and other receivables	41,740	27,202	25,858
Inventories	18,375	13,698	17,655
Derivative financial instruments	-	3,459	-
Other current assets	3,844	2,861	2,538
<b>Total current assets</b>	<b>67,456</b>	<b>49,972</b>	<b>52,455</b>
<b>Non-current assets</b>			
Property, plant and equipment	57,547	47,415	47,997
Deferred tax assets	4,234	-	2,715
Intangible assets	163,478	127,964	127,743
<b>Total non-current assets</b>	<b>225,259</b>	<b>175,379</b>	<b>178,455</b>
<b>Total assets</b>	<b>292,715</b>	<b>225,351</b>	<b>230,910</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	26,066	17,130	21,543
Income tax liability	681	190	2,365
Deferred tax liabilities	-	647	-
Derivative financial instruments	4,106	1,151	2,875
Provisions	5,170	405	240
<b>Total current liabilities</b>	<b>36,023</b>	<b>19,523</b>	<b>27,023</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities	2,998	38	2,998
Interest bearing liabilities	98,945	55,000	50,000
Lease incentive provisions	2,359	2,286	2,255
<b>Total non-current liabilities</b>	<b>104,302</b>	<b>57,324</b>	<b>55,253</b>
<b>Total liabilities</b>	<b>140,325</b>	<b>76,847</b>	<b>82,276</b>
<b>Net assets</b>	<b>152,390</b>	<b>148,504</b>	<b>148,634</b>
<b>Equity</b>			
Contributed equity	304,795	302,746	304,587
Retained earnings	20,878	13,808	16,732
Group reorganisation reserve	(170,665)	(170,665)	(170,665)
Share based payments reserve	195	953	50
Foreign currency translation reserve	143	-	-
Cashflow hedge reserve	(2,956)	1,662	(2,070)
<b>Total equity</b>	<b>152,390</b>	<b>148,504</b>	<b>148,634</b>

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

# CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

For the half year ended 30 September

	Consolidated			Total
	Contributed equity	Reserves	Retained earnings	
	\$'000	\$'000	\$'000	\$'000
<b>Opening balance at 1 April 2015</b>	<b>302,746</b>	<b>(169,626)</b>	<b>9,559</b>	<b>142,679</b>
Profit for the period	-	-	10,953	10,953
Other comprehensive income for the period	-	1,408	-	1,408
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>1,408</b>	<b>10,953</b>	<b>12,361</b>
Dividends paid	-	-	(6,704)	(6,704)
Movement in share based payments reserve	-	168	-	168
<b>Total transactions with shareholders, recognised directly in equity</b>	<b>-</b>	<b>168</b>	<b>(6,704)</b>	<b>(6,536)</b>
<b>Unaudited closing balance at 30 September 2015</b>	<b>302,746</b>	<b>(168,050)</b>	<b>13,808</b>	<b>148,504</b>
<b>Opening balance at 1 October 2015</b>	<b>302,746</b>	<b>(168,050)</b>	<b>13,808</b>	<b>148,504</b>
Profit for the period	-	-	9,542	9,542
Other comprehensive loss for the period	-	(3,732)	-	(3,732)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>(3,732)</b>	<b>9,542</b>	<b>5,810</b>
Dividends paid	-	-	(6,618)	(6,618)
Payments received on management incentive plan shares	944	-	-	944
Transfer share based payments reserve to equity	897	(897)	-	-
Movement in share based payments reserve	-	(6)	-	(6)
<b>Total transactions with shareholders, recognised directly in equity</b>	<b>1,841</b>	<b>(903)</b>	<b>(6,618)</b>	<b>(5,680)</b>
<b>Audited closing balance at 31 March 2016</b>	<b>304,587</b>	<b>(172,685)</b>	<b>16,732</b>	<b>148,634</b>
<b>Opening balance at 1 April 2016</b>	<b>304,587</b>	<b>(172,685)</b>	<b>16,732</b>	<b>148,634</b>
Profit for the period	-	-	11,547	11,547
Other comprehensive loss for the period	-	(886)	-	(886)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>(886)</b>	<b>11,547</b>	<b>10,661</b>
Dividends paid	-	-	(7,401)	(7,401)
Payments received on management incentive plan shares	208	-	-	208
Movement in foreign currency translation reserve	-	143	-	143
Transfer share based payments reserve to equity	-	-	-	-
Movement in share based payments reserve	-	145	-	145
<b>Total transactions with shareholders, recognised directly in equity</b>	<b>208</b>	<b>288</b>	<b>(7,401)</b>	<b>(6,905)</b>
<b>Unaudited closing balance at 30 September 2016</b>	<b>304,795</b>	<b>(173,283)</b>	<b>20,878</b>	<b>152,390</b>

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

# CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

For the half year ended 30 September

	6 Months Consolidated Sep-16 \$'000	6 Months Consolidated Sep-15 \$'000
<b>Cash flows from operating activities</b>		
Receipts from customers	108,783	92,514
Payments to suppliers and employees	(93,976)	(79,101)
Interest received	4	61
Interest paid	(1,751)	(1,602)
Income taxes paid	(8,064)	(3,040)
<b>Net cash inflow from operating activities</b>	<b>4,996</b>	<b>8,832</b>
<b>Cash flows from investing activities</b>		
Payments for property, plant & equipment	(3,337)	(6,985)
Payments for intangible assets	(1,033)	-
Acquisition of subsidiaries (net of cash acquired)	(45,428)	-
<b>Net cash outflow from investing activities</b>	<b>(49,798)</b>	<b>(6,985)</b>
<b>Cash flows from financing activities</b>		
Repayment of borrowings	-	(9,000)
Drawdown of borrowings	48,945	9,000
Payments received on management incentive plan shares	208	-
Dividend paid	(7,401)	(6,704)
<b>Net cash inflow/outflow from financing activities</b>	<b>41,752</b>	<b>(6,704)</b>
<b>Net increase in cash and cash equivalents</b>	<b>(3,050)</b>	<b>(4,857)</b>
Cash and cash equivalents at the beginning of the period	6,404	7,609
Effects of exchange rate changes on cash and cash equivalents	143	-
<b>Cash and cash equivalents at end of the period</b>	<b>3,497</b>	<b>2,752</b>

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.





# NOTES TO THE FINANCIAL STATEMENTS

## **BASIS OF PREPARATION**

### **Reporting entity**

These interim financial statements are for Metro Performance Glass Limited ('the Company') and its subsidiaries (together, 'the Group'). The Group supplies processed flat glass and related products primarily to the residential and commercial building sectors. The Company is a profit oriented entity for financial reporting purposes and has operations and sales in New Zealand and Australia.

### **Statutory base**

The Company is a limited liability company incorporated and domiciled in New Zealand. The address of its registered office is 5 Lady Fisher Place, East Tamaki, Auckland. The incorporation date for Metro Performance Glass Limited was 30 May 2014 and as part of a group reorganisation was listed on the New Zealand Securities Exchange (NZX) on 29 July 2014.

The comparative trading results presented encompass the six month period from 01 April 2015 to 30 September 2015.

### **Basis of preparation**

The consolidated interim financial statements have been approved for issue by the Board of Directors on 21 November 2016.

The Group's unaudited condensed consolidated interim financial statements have been prepared in accordance with

Generally Accepted Accounting Practice (NZ GAAP). They comply with New Zealand equivalent International Financial Reporting Standards NZ IAS 34: Interim Financial Reporting and International Accounting Standard IAS 34: Interim Financial Reporting.

These financial statements are presented in New Zealand dollars and rounded to the nearest thousand. These financial statements do not include all the information required for full financial statements, and consequently should be read in conjunction with the full financial statements of the Group for the period ended 31 March 2016. The same accounting policies, presentation and methods of computation have been followed in these condensed financial statements as were applied in the preparation of the Group's audited financial statements for the period ended 31 March 2016.

### **Historical cost convention**

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities measured at fair value through profit or loss.

### **Principles of consolidation**

The financial statements incorporate the assets and liabilities of all subsidiaries of Metro Performance Glass Limited ('the company' or 'the parent entity') at 30 September 2016. Subsidiaries are all entities



over which the Group has control. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. Acquisition related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value at the acquisition date. The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised in profit and loss.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

## **FOREIGN CURRENCY TRANSLATION**

### **Functional and presentation currency**

The financial statements are presented in New Zealand dollars, which is Metro Performance Glass Limited's functional and presentation currency.

### **Transactions and balances**

Foreign currency transactions are translated using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period end exchange rates of monetary assets and liabilities denominated in

foreign currencies are recognised in profit and loss. Monetary assets and liabilities arising from transactions or overseas borrowings that remain at balance date are translated at closing rates.

## **CHANGES IN ACCOUNTING POLICY AND DISCLOSURES**

There are no significant impacts from the adoption of any new standards or amendments by the Group during the period. The adoption of NZ IFRS 15 'Revenue' and NZ IFRS 9 'Financial Instruments' will be mandatory from periods beginning on or after 01 January 2018. These are not expected to have a significant impact on the Group's financial statements.

## **BUSINESS COMBINATION**

On 01 September 2016 the Group acquired 100% of the shares of AGG, a glass processing company based in Melbourne and Sydney with the acquisition price being debt funded. The AGG processing market offers significant opportunities for Metro Glass and AGG is a strong fit, providing the ability to leverage key competencies across both New Zealand and Australia.

Additional expenses within the statement of comprehensive income arising from due diligence and legal costs amount to \$1m.

The following table summarises the consideration paid for AGG and the assets and liabilities assumed recognised at the acquisition date.



## PURCHASE CONSIDERATION

	\$'000
Cash Consideration	46,823
Deferred consideration	685
<b>Total purchase consideration</b>	<b>47,509</b>

	Fair value \$'000
Cash	1,395
Trade Receivables	8,421
Inventories	1,389
Plant and Equipment	9,729
Intangible assets: internally developed software	2,891
Intangible assets: customer relationships	2,102
Other current assets	259
Deferred tax liability	(196)
Trade payables	(3,926)
Other current liabilities	(551)
Provision for leasehold make good	(2,983)
Employee benefit obligations	(2,053)
Net identifiable assets acquired	16,477
Add goodwill	31,031
<b>Net assets acquired</b>	<b>47,509</b>

The goodwill is attributable to the anticipated future profitability of the acquired business. It will not be deductible for tax purposes.

## REVENUE AND PROFIT CONTRIBUTION

The acquired business contributed sales revenue of \$4.567m to the Group for the period from 01 September to 30 September 2016.

If the acquisition had occurred on 01 April 2016, consolidated sales revenue for the period ended 30 September 2016 would have been \$142.574m.

The impact of the profit or loss of AGG prior to the acquisition date is impracticable to determine as a result of the significant restructuring of AGG which occurred in the months prior to the acquisition of the company by Metro.

## Purchase consideration – cash outflow

	\$'000
Outflow of cash to acquire subsidiary, net of cash acquired	
Cash consideration	46,823
Less: cash balance acquired	(1,395)
<b>Net outflow of cash – investing activities</b>	<b>45,428</b>

## FINANCIAL PERFORMANCE

### Segment Information

Operating segments of the Group at 30 September 2016 have been determined based on financial information that is regularly reviewed by the Board in conjunction with the Chief Executive Officer and Chief Financial Officer, collectively known as the Chief Operating Decision Maker for the purpose of allocating resources, assessing performance and making strategic decisions.

Substantially all of the Group's revenue is derived from the sale of glass and related products and services. Following the acquisition of Australian Glass Group (AGG), on 01 September 2016 the Group now operates in two geographic segments.

Sales Revenue and Net Assets have been reported below.

	New Zealand \$'000	Australia \$'000	Consolidated \$'000
Geographical Area	6 months	1 month	
Sales Revenue	111,717	4,567	116,284
Net Assets	151,930	14,709	152,390

### Revenue recognition

Revenue comprises the fair value of the consideration received for the sale of goods and services, net of value-added tax (including Goods and Services Tax), rebates and discounts and after eliminating sales within the Group.

### Sales of goods

The Group operates a network of processing and retail branches for the provision and assembly of customised glass products across New Zealand. Sales of goods are recognised when a Group entity has delivered glass products to the customer, the customer has accepted the products and collectability of the related receivables is reasonably assured.

### Sales of services

The Group provides nationwide glazing services throughout the Metro Performance Glass branch network. For sales of glazing services, revenue is recognised in the accounting period in which the services are rendered, by reference to stage of

completion of the specific transaction and assessed on the basis of the actual service provided as a proportion of the total services to be provided.

### Goods and Services Tax (GST)

The statement of comprehensive income has been prepared so that all components are stated exclusively of GST. All items in the statement of financial position are stated net of GST, with the exception of receivables and payables, which include GST invoiced.

### INTANGIBLE ASSETS

Goodwill and intangible values have been reviewed and an increase in goodwill of \$31.03m is attributable to the acquisition of AGG.

The amortisation expense for the six months ended 30 September 2016 was \$1.32m (September 2015: \$1.08m).

### PROPERTY, PLANT & EQUIPMENT

There have been no changes in the estimated useful life of key items of plant and machinery or any significant disposals. Significant acquisitions include the purchase of AGG. The depreciation expense for the six months ended 30 September 2016 was \$3.51m (September 2015: \$2.16m).

### RELATED PARTIES

There have been no material changes in the nature or amount of related party transactions since 31 March 2016.

### SUBSEQUENT EVENTS

Subsequent to 30 September 2016, the Board has resolved to pay an interim dividend of 3.6 cents per share (fully imputed).

The dividend will be paid on 23 January 2017 to all shareholders on the company's register as at 5.00pm, 9th January 2017.







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**Share Registry**

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**Auditors**

*PriceWaterhouseCoopers*

**NZX Appendix 1: results for announcement to the market**

Reporting Period: 6 months to 30 September 2016

Previous Reporting Period: 6 months to 30 September 2015

Earnings	Amount (NZ\$'000)	Percentage change %
Revenue from ordinary activities	116,284	+22.6%
Profit (loss) from ordinary activities after tax attributable to security holders	11,547	+5.4%
Net profit (loss) attributable to security holders	11,547	+5.4%

Interim / Final Dividend	Amount per Security	Imputed Amount Per Security
Interim dividend – per ordinary share	NZ\$0.0360	NZ\$0.0140
Record Date	9 January 2017	
Dividend Payment Date	23 January 2017	

	30-Sep-16	30-Sep-15
Net tangible assets per security (NZ\$)	(0.06)	0.11

Financial information and commentary: Accompanying this announcement are Metro Performance Glass Limited's unaudited financial statements for the six months ended 30 September 2016. While unaudited, PwC has provided a review report on the financial statements, which is contained in the Interim Report. These financial statements and the financial commentary set out in the announcement and Interim Report provide additional information required in accordance with Listing Rule 10.3.2 and Appendix 1.

John Fraser-Mackenzie  
Company Secretary & Chief Financial Officer

**About Metro Performance Glass**

Metro Performance Glass (NZX.MPG; ASX.MPP) is the largest value added glass processor in New Zealand. It produces a range of customised glass products that are predominantly used in residential and non-residential construction applications such as windows, doors, internal partitions, balustrades, facades, showers, mirrors, furniture and splash backs. Metro Performance Glass has national NZ coverage through its 17 sites, including four major processing sites, a fleet of over 300 service vehicles and more than 850 employees across New Zealand. Additionally, the company acquired Australian Glass Group, the third largest glass processor in Victoria and New South Wales in September 2016.

Learn more: [www.metroglass.co.nz](http://www.metroglass.co.nz), [www.australianglassgroup.com.au](http://www.australianglassgroup.com.au)

### Notice of event affecting securities

NZSX Listing Rule 7.12.2. For rights, NZSX Listing Rules 7.10.9 and 7.10.10.  
For change to allotment, NZSX Listing Rule 7.12.1, a separate advice is required.

Number of pages including this one  
(Please provide any other relevant details on additional pages)

1

Full name of Issuer **Metro Performance Glass Limited**

Name of officer authorised to make this notice **John Fraser-Mackenzie** Authority for event, e.g. Directors' resolution **Directors' Resolution**

Contact phone number **027 551 6751** Contact fax number  Date **21 / 11 / 2016**

**Nature of event**  
Tick as appropriate  
 Bonus Issue  If ticked, state whether: Taxable  / Non Taxable  Conversion  Interest  Rights Issue Renounceable   
 Rights Issue non-renounceable  Capital change  Call  Dividend  If ticked, state whether: Interim  Full Year  Special  DRP Applies

**EXISTING securities affected by this** *If more than one security is affected by the event, use a separate form.*

Description of the class of securities **Ordinary Shares** ISIN **NZMPGE0001S5**  
*If unknown, contact NZX*

**Details of securities issued pursuant to this event** *If more than one class of security is to be issued, use a separate form for each class.*

Description of the class of securities  ISIN   
*If unknown, contact NZX*

Number of Securities to be issued following event  Minimum Entitlement  Ratio, e.g. 1 for 2  for

Conversion, Maturity, Call Payable or Exercise Date  Treatment of Fractions

Strike price per security for any issue in lieu or date Strike Price available.  Tick if pari passu  OR provide an explanation of the ranking

**Monies Associated with Event** *Dividend payable, Call payable, Exercise price, Conversion price, Redemption price, Application money.*

*In dollars and cents*  
 Amount per security (does not include any excluded income) **3.6 cents per share** Source of Payment **Retained Earnings**  
 Excluded income per security (only applicable to listed PIEs)   
 Currency **New Zealand Dollars** Supplementary dividend details - NZSX Listing Rule 7.12.7 Amount per security in dollars and cents **\$0.006353**  
 Total monies **\$6,661,080** Date Payable **23 January, 2017**

**Taxation** *Amount per Security in Dollars and cents to six decimal places*

In the case of a taxable bonus issue state strike price \$  Resident Withholding Tax **\$0.002500** Imputation Credits (Give details) **\$0.014000**  
 Foreign Withholding Tax \$  FDP Credits (Give details)

**Timing** (Refer Appendix 8 in the NZSX Listing Rules)

**Record Date 5pm** For calculation of entitlements - **9 January, 2017** **Application Date** Also, Call Payable, Dividend / Interest Payable, Exercise Date, Conversion Date. **23 January, 2017**

**Notice Date** Entitlement letters, call notices, conversion notices mailed  **Allotment Date** For the issue of new securities. Must be within 5 business days of application closing date.

**OFFICE USE ONLY**  
 Ex Date: Security Code:   
 Commence Quoting Rights: Security Code:   
 Cease Quoting Rights 5pm:  
 Commence Quoting New Securities:  
 Cease Quoting Old Security 5pm:

