| DELEGAT GROUP LIMITED                                  |  |  |
|--|--|--|
| Results for announcement to the market                 |  |  |
| Reporting Period 6 months to 31 December 2016          |  |  |
| Previous Reporting Period 6 months to 31 December 2015 |  |  |

|   | Amount (ooos) | Percentage change |
|---|---------------|-------------------|
| Revenue from ordinary activities  | \$136,374     | +2%               |
| Operating Profit from ordinary activities after tax (Operating NPAT)                                  | \$24,693      | +17%              |
| Operating Profit from ordinary activities before interest, tax and depreciation (Operating EBITDA)    | \$48,519      | +19%              |
| Reported Profit from ordinary<br>activities after tax attributable to<br>shareholders (Reported NPAT) | \$19,141      | -11%              |
| Net profit attributable to shareholders   | \$19,141      | -11%              |

| Audit | The financial statements attached to this report have not been audited. |
|-------|---|
| Audit | 1   |

| Comments | Refer to the Executive Chairman's Report appended.   |
|----------|--|
|          | The financial statements for the 6 months to 31 December 2015 have been restated following the adoption of "Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture" on 1 July 2016. |

| Interim Dividend | Cents per share | Cents per share (imputed) |
|------------------|-----------------|---------------------------|
|                  | Not Applicable  | Not Applicable            |

# Net Tangible Assets per share

|                               | Current Year | Previous corresponding year |
|-------------------------------|--------------|-----------------------------|
| Net Tangible Assets per share | \$2.82       | \$2.52                      |

# **Executive Chairman's Interim Report 2017**

# Delegat achieved record global case sales and Operating NPAT in the first half of the 2017 financial year.

JIM DELEGAT

Executive Chairman

On behalf of the Board of Directors of Delegat Group Limited, I am pleased to present its operating and financial results for the six months ended 31 December 2016.

# **Performance Highlights**

- Record Global Case Sales of 1,446,000.
- Record Operating NPAT of \$24.7 million.
- Capital investment of \$21.9 million in growth assets including vineyard development and the Hawke's Bay and Marlborough Wineries.
- Oyster Bay received the 'Hot Brand' award from New York's highly regarded Impact Magazine for a seventh consecutive year.
- Barossa Valley Estate Shiraz 2014 and Grenache Shiraz Mourvedre 2014 were both awarded 90 Points by James Halliday, Australia's leading wine writer.
- Delegat Crownthorpe Terraces Chardonnay 2015 received a Gold Medal at the New Zealand International Wine Show 2016.

The Group presents its financial statements in accordance with the New Zealand equivalents to International Financial Reporting Standards (NZ IFRS). The Directors continue to be of the view that the results reported under NZ IFRS do not provide adequate insight into the Group's underlying operational performance, primarily due to a number of fair value adjustments that are required to be reported on.

To better understand the operating performance, the Group has published an Operating Performance report and reconciliation of Operating Profit to Reported Profit. This reconciliation eliminates from each line in the Statement of Financial Performance all fair value adjustments.

# **Operating Performance**

A record Operating NPAT of \$24.7 million was generated compared to \$21.1 million for the same period the previous year. Operating EBIT of \$41.4 million is \$7.6 million higher than for the same period the previous year.

#### **Operating Performance**

| Dec 2016 | Dec 2015   | % Change  |
|----------|--|---|
| Actual   | Actual   | vs 2015   |
| 135.8    | 128.6  | 6%  |
| 76.7     | 72.0   | 6%  |
| 56%      | 56%  |   |
| (35.3)   | (38.2)   | 8%  |
| 41.4     | 33.8   | 22%   |
| 30%      | 26%  |   |
| (16.7)   | (12.7)   | -31%  |
| 24.7     | 21.1   | 17%   |
| 18%      | 16%  |   |
| 48.5     | 40.8   | 19%   |
| 36%      | 32%  |   |
|          | Actual 135.8 76.7 56% (35.3) 41.4 30% (16.7) 24.7 18% 48.5 | Actual         Actual           135.8         128.6           76.7         72.0           56%         56%           (35.3)         (38.2)           41.4         33.8           30%         26%           (16.7)         (12.7)           24.7         21.1           18%         16%           48.5         40.8 |

#### Notes

- 1. Operating revenue is before fair value movements on derivative instruments (if gains).
- 2. Operating Gross Profit is before the net fair value movements on biological produce (harvest adjustment) and the NZ IFRS adjustment included in note 1.
- 3. Operating Expenses are before fair value movements on derivative instruments (if losses) and share-based payments.
- 4. Operating EBIT, EBITDA and NPAT are before any fair value adjustments.

Delegat achieved Operating Revenue of \$135.8 million on global case sales of 1,446,000 in the six month period. Revenue is up \$7.2 million on the same period last year due to a 14% increase in global case sales, partially offset by the unfavourable impact of foreign exchange rate changes.

The Group's case sales performance and foreign currency rates achieved are detailed below:

#### **Case Sales and Foreign Currency**

CA\$

| Cons Color (000la)             |   | Dec 2016 | Dec 2015 | % Change |
|--------------------------------|---|----------|----------|----------|
| Case Sales (000's)             |   | Actual   | Actual   | vs 2015  |
| UK, Ireland and Europe         |   | 449      | 384      | 17%      |
| North America (USA and Canada) |   | 518      | 476      | 9%       |
| Australia, NZ and Asia Pacific |   | 479      | 407      | 18%      |
| Total Cases                    | - | 1,446    | 1,267    | 14%      |
| Fausian Common and Batas       | - | Dec 2016 | Dec 2015 | % Change |
| Foreign Currency Rates         |   | Actual   | Actual   | vs 2015  |
| GB£                            |   | 0.5396   | 0.4451   | -21%     |
| AU\$                           |   | 0.9428   | 0.9224   | -2%      |
| US\$                           |   | 0.7132   | 0.6503   | -10%     |

Operating Gross Margin is up 6% on the same period last year and is impacted by lower cost of goods per case arising from the higher yielding 2016 vintage. Operating Expenses at \$35.3 million are \$2.9 million lower than the same period last year. This is due to the impact of a stronger New Zealand currency on the translation of off-shore expenditure.

0.9438

0.8759

-8%

#### **NZ IFRS Fair Value adjustments**

In accordance with NZ IFRS the Group is required to account for certain of their assets at fair value rather than at historic cost. All movements in these fair values are reflected in and impact the Statement of Financial Performance. The Group records adjustments in respect of two significant items at the half-year reporting date:

- Harvest Provision Release (Grapes) Inventory is valued at market value, rather than costs incurred, at harvest. Any fair value adjustment is excluded from Operating Performance for the year, by creating a Harvest Provision. This Harvest Provision is then released through Cost of Sales when inventory is sold in subsequent years. The adjustment provides a write-down of \$8.3 million (December 2015: \$4.8 million);
- Derivative Instruments held to hedge the Group's foreign currency and interest rate exposure. The
  mark-to-market movement of these instruments at balance date resulted in a fair value write-up of \$0.6
  million (December 2015: \$5.4 million).

These together with minor adjustments in respect of share-based payments, net of taxation, amount to a write-down of \$5.6 million (December 2015: write-up of \$0.4 million).

#### **IMPACT OF 'FAIR VALUE' ADJUSTMENTS**

| NIZĆ millione                            | Dec 2016 | Dec 2015 | % Change |
|--|----------|----------|----------|
| NZ\$ millions                            | Actual   | Actual   | vs 2015  |
| Operating NPAT                           | 24.7     | 21.1     | 17%      |
| Operating NPAT % of Revenue              | 18%      | 16%      |          |
| Biological Produce (Grapes) <sup>1</sup> | (8.3)    | (4.8)    | -73%     |
| Derivative Instruments                   | 0.6      | 5.4      | -89%     |
| Total Fair Value Items                   | (7.7)    | 0.6      | n/m²     |
| Less: Tax                                | 2.1      | (0.2)    | n/m²     |
| Fair Value Items after Tax               | (5.6)    | 0.4      | n/m²     |
| Reported NPAT                            | 19.1     | 21.5     | -11%     |

<sup>1.</sup> Biological Produce (Grapes) is the difference between market value paid for grapes versus the cost to grow grapes. The harvest provision is reversed and only recognised when the finished wine is sold.

# **Reconciliation of Reporting to Operating Performance**

Accounting for all fair value adjustments under NZ IFRS, the Group's reported unaudited financial performance for the six months ended 31 December 2016 is reconciled to Operating Profit as follows:

#### RECONCILIATION OF REPORTING TO OPERATING PERFORMANCE

|                               | Six months | Six months ended 31 December 2016 |          |           | Six months ended 31 December 2015 |          |  |  |
|-------------------------------|------------|-----------------------------------|----------|-----------|-----------------------------------|----------|--|--|
| NZ\$ millions                 | Operating  | Fair Value<br>Adjustment          | Reported | Operating | Fair Value<br>Adjustment          | Reported |  |  |
| Operating Revenue             | 135.8      | 0.6                               | 136.4    | 128.6     | 5.4                               | 134.0    |  |  |
| Cost of Sales                 | (59.1)     | (8.3)                             | (67.4)   | (56.6)    | (4.8)                             | (61.4)   |  |  |
| Gross Profit                  | 76.7       | (7.7)                             | 69.0     | 72.0      | 0.6                               | 72.6     |  |  |
| Operating Expenses            | (35.3)     | -                                 | (35.3)   | (38.2)    | -                                 | (38.2)   |  |  |
| EBIT <sup>1</sup>             | 41.4       | (7.7)                             | 33.7     | 33.8      | 0.6                               | 34.4     |  |  |
| Interest and Tax              | (16.7)     | 2.1                               | (14.6)   | (12.7)    | (0.2)                             | (12.9)   |  |  |
| NPAT <sup>2</sup>             | 24.7       | (5.6)                             | 19.1     | 21.1      | 0.4                               | 21.5     |  |  |
| EBIT                          | 41.4       | (7.7)                             | 33.7     | 33.8      | 0.6                               | 34.4     |  |  |
| Depreciation and Amortisation | 7.1        | -                                 | 7.1      | 7.0       | -                                 | 7.0      |  |  |
| EBITDA <sup>3</sup>           | 48.5       | (7.7)                             | 40.8     | 40.8      | 0.6                               | 41.4     |  |  |

#### Notes

- 1 EBIT means earnings before interest and tax.
- 2 NPAT means net profit after tax.
- ${\tt 3\;EBITDA\,means\;earnings\;\;before\,interest, tax, depreciation\,and\,amortisation.}$

<sup>2.</sup> n/m means not meaningful.

#### **Cash Flow**

The Group generated Cash Flows from Operations of \$24.9 million in the current half-year, which is an increase of \$9.8 million on the same period last year. This increase is primarily due to higher receipts from customers due to the higher cases sales. A total of \$23.0 million was invested in additional property, plant and equipment during the period, including vineyard development in New Zealand and the Barossa Valley, and development of the Hawke's Bay and Marlborough wineries, which will provide earnings growth into the years ahead. The Group distributed \$12.1 million to shareholders in dividends. Additional borrowings of \$10.3 million were drawn down to fund the increased capital investment during the six months.

The Group has Net Debt of \$292.0 million, compared to \$282.7 million at 30 June 2016 – an increase of 3% and well within the Group's long term bank debt facilities.

# **Looking Forward**

The results achieved in the six months to December 2016 are testament to the strength of the Group's business model. Delegat Group is well positioned to pursue its strategic goal to build a leading global Super Premium wine company. The Group is on target to achieve global case sales for the full year of 2,632,000, up 9% on last year. The Group continues to face risks in the form of exchange rate volatility, which makes it difficult to forecast financial performance. Based on the prevailing exchange rates, the Group forecasts a 2017 operating profit result in line with last year's record performance.

JIM DELEGAT

**Executive Chairman** 

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# Delegat Group Limited and Subsidiaries Statement of Financial Performance For the Six Months Ended 31 December 2016

|  | Unaudited<br>Dec 2016<br>6 Months<br>\$000 | Audited<br>June 2016<br>12 Months<br>\$000<br>Restated* | Unaudited Dec 2015 6 Months \$000 Restated* |
|--|--|---|---|
| Revenue  | 136,374                                    | 247,331   | 133,944                                     |
| Profit before finance costs  | 33,691                                     | 76,845  | 34,421                                      |
| Finance costs  | 6,862                                      | 9,656   | 4,419                                       |
| Profit before income tax   | 26,829                                     | 67,189  | 30,002                                      |
| Income tax expense   | 7,688                                      | 19,076  | 8,469                                       |
| Profit for the Period attributable to Shareholders of the Parent Company | 19,141                                     | 48,113  | 21,533                                      |
| Earnings Per Share   |  |   |   |
| - Basic earnings per share (cents per share)                             | 18.93                                      | 47.58   | 21.30                                       |
| - Fully diluted earnings per share (cents per share)                     | 18.93                                      | 47.58   | 21.29                                       |

The accompanying notes form part of these financial statements

<sup>\*</sup> The financial statements for the year ended 30 June 2016 and 31 December 2015 have been restated following the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016. Refer to Statement of Accounting Policies.

# Delegat Group Limited and Subsidiaries Statement of Other Comprehensive Income For the Six Months Ended 31 December 2016

|  | Unaudited<br>Dec 2016<br>6 Months<br>\$000 | Audited<br>June 2016<br>12 Months<br>\$000<br>Restated* | Unaudited Dec 2015 6 Months \$000 Restated* |
|--|--|---|---|
| Profit after income tax  | 19,141                                     | 48,113  | 21,533                                      |
| Other comprehensive income that may subsequently be classified to the profit and loss: |  |   |   |
| - Translation of foreign subsidiaries  | (1,415)                                    | (2,483)   | (1,014)                                     |
| - Net gain on hedge of a net investment  | 162  | -   | -   |
| - Income tax relating to components of other comprehensive income                      | (45)                                       | -   | -   |
| Total comprehensive income for the period, net of tax                                  | 17,843                                     | 45,630  | 20,519                                      |
| Comprehensive income attributable to Shareholders of the Parent Company                | 17,843                                     | 45,630  | 20,519                                      |

<sup>\*</sup> The financial statements for the year ended 30 June 2016 and 31 December 2015 have been restated following the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016. Refer to Statement of Accounting Policies.

# Delegat Group Limited and Subsidiaries Statement of Changes in Equity For the Six Months Ended 31 December 2016

|   | For the period ended 31 December 2016 (Unaudited) |             |             |          |              |  |  |  |
|---|---|-------------|-------------|----------|--------------|--|--|--|
|   | Share Capital                                     | Foreign     | Share-based | Retained | Total Equity |  |  |  |
|   |   | Currency    | Payment     | Earnings |              |  |  |  |
|   |   | Translation | Reserve     |          |              |  |  |  |
|   |   | Reserve     |             |          |              |  |  |  |
|   | \$000   | \$000       | \$000       | \$000    | \$000        |  |  |  |
| Audited balance at 30 June 2016                                   | 49,815  | (3,697)     | 585         | 233,286  | 279,989      |  |  |  |
| Changes in equity for the period ended 31 December 2016           |   |             |             |          |              |  |  |  |
| Other comprehensive income  |   |             |             |          |              |  |  |  |
| - Translation of foreign subsidiaries                             | -   | (1,415)     | -           | -        | (1,415)      |  |  |  |
| - Net gain on hedge of a net investment                           | -   | 162         | -           | -        | 162          |  |  |  |
| - Income tax relating to components of other comprehensive income | -   | (45)        | -           | -        | (45)         |  |  |  |
| Total other comprehensive income                                  | -   | (1,298)     | -           | -        | (1,298)      |  |  |  |
| - Net profit for the period                                       | -   | -           | -           | 19,141   | 19,141       |  |  |  |
| Total comprehensive income for the period                         | -   | (1,298)     | -           | 19,141   | 17,843       |  |  |  |
| Equity Transactions   |   |             |             |          |              |  |  |  |
| - Dividends paid to shareholders                                  | -   | -           | -           | (12,141) | (12,141)     |  |  |  |
| Unaudited balance at 31 December 2016                             | 49,815  | (4,995)     | 585         | 240,286  | 285,691      |  |  |  |

|   | For the year ended 30 June 2016 (Audited) / Restated* |             |             |          |              |  |  |  |
|---|---|-------------|-------------|----------|--------------|--|--|--|
|   | Share Capital   | Foreign     | Share-based | Retained | Total Equity |  |  |  |
|   |   | Currency    | Payment     | Earnings |              |  |  |  |
|   |   | Translation | Reserve     |          |              |  |  |  |
|   |   | Reserve     |             |          |              |  |  |  |
|   | \$000   | \$000       | \$000       | \$000    | \$000        |  |  |  |
| Audited balance at 30 June 2015                   | 49,712  | (1,214)     | 596         | 196,302  | 245,396      |  |  |  |
| Changes in equity for the year ended 30 June 2016 |   |             |             |          |              |  |  |  |
| Other comprehensive income                        |   |             |             |          |              |  |  |  |
| - Translation of foreign subsidiaries             | -   | (2,483)     | -           | -        | (2,483)      |  |  |  |
| Total other comprehensive income                  | -   | (2,483)     | -           | -        | (2,483)      |  |  |  |
| - Net profit for the year                         | -   | -           | -           | 48,113   | 48,113       |  |  |  |
| Total comprehensive income for the year           | =   | (2,483)     | -           | 48,113   | 45,630       |  |  |  |
| Equity Transactions                               |   |             |             |          |              |  |  |  |
| - Shares issued                                   | 103   | -           | (21)        | -        | 82           |  |  |  |
| - Dividends paid to shareholders                  | =   | -           | 5           | (11,129) | (11,124)     |  |  |  |
| - Share-based payments expense                    | -   | -           | 5           | -        | 5            |  |  |  |
| Audited balance at 30 June 2016                   | 49,815  | (3,697)     | 585         | 233,286  | 279,989      |  |  |  |

|   | For the period ended 31 December 2015 (Unaudited) / Restated* |                                    |                                   |                      |              |  |  |  |
|---|---|------------------------------------|-----------------------------------|----------------------|--------------|--|--|--|
|   | Share Capital   | Foreign<br>Currency<br>Translation | Share-based<br>Payment<br>Reserve | Retained<br>Earnings | Total Equity |  |  |  |
|   | \$000   | Reserve<br>\$000                   | \$000                             | \$000                | \$000        |  |  |  |
| Audited balance at 30 June 2015                         | 49,712  | (1,214)                            | 596                               | 196,302              | 245,396      |  |  |  |
| Changes in equity for the period ended 31 December 2015 |   |                                    |                                   |                      |              |  |  |  |
| Other comprehensive income                              |   |                                    |                                   |                      |              |  |  |  |
| - Translation of foreign subsidiaries                   | -   | (1,014)                            | -                                 | -                    | (1,014)      |  |  |  |
| Total other comprehensive income                        | -   | (1,014)                            | -                                 | -                    | (1,014)      |  |  |  |
| - Net profit for the period                             | -   | -                                  | -                                 | 21,533               | 21,533       |  |  |  |
| Total comprehensive income for the period               | -   | (1,014)                            | -                                 | 21,533               | 20,519       |  |  |  |
| Equity Transactions                                     |   |                                    |                                   |                      |              |  |  |  |
| - Dividends paid to shareholders                        | -   | -                                  | 5                                 | (11,129)             | (11,124)     |  |  |  |
| - Share-based payments expense                          | -   | -                                  | 3                                 | -                    | 3            |  |  |  |
| Unaudited balance at 31 December 2015                   | 49,712  | (2,228)                            | 604                               | 206,706              | 254,794      |  |  |  |

<sup>\*</sup> The financial statements for the year ended 30 June 2016 and 31 December 2015 have been restated following the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016. Refer to Statement of Accounting Policies.

# Delegat Group Limited and Subsidiaries Statement of Financial Position As at 31 December 2016

|  | Unaudited<br>Dec 2016<br>\$000 | Audited<br>June 2016<br>\$000<br>Restated* | Unaudited<br>Dec 2015<br>\$000<br>Restated* | Audited<br>June 2015<br>\$000<br>Restated* |
|--|--------------------------------|--|---|--|
| Equity   |                                |  |   |  |
| Share capital  | 49,815                         | 49,815                                     | 49,712                                      | 49,712                                     |
| Foreign currency translation reserve   | (4,995)                        | (3,697)                                    | (2,228)                                     | (1,214)                                    |
| Share-based payment reserve  | 585                            | 585  | 604   | 596  |
| Retained earnings  | 240,286                        | 233,286                                    | 206,706                                     | 196,302                                    |
| Total Equity   | 285,691                        | 279,989                                    | 254,794                                     | 245,396                                    |
| Liabilities  |                                |  |   |  |
| Current Liabilities  | 20.000                         | 21 100                                     | 26.257                                      | 20.720                                     |
| Trade payables and accruals Derivative financial instruments   | 28,880<br>1,063                | 31,190<br>2,397                            | 26,357<br>1,709                             | 29,739<br>6,587                            |
| Interest-bearing loans and borrowings  | 15,000                         | 2,397                                      | 1,709                                       | 0,567                                      |
| Income tax payable   | 321                            | 3,405                                      | 529   | 6,422                                      |
| nicome tax payable   | 45,264                         | 36,992                                     | 28,595                                      | 42,748                                     |
| Non-Current Liabilities  | 13,201                         | 30,772                                     | 20,373                                      | 12,710                                     |
| Deferred tax liability   | 32,473                         | 29,216                                     | 27,349                                      | 22,734                                     |
| Derivative financial instruments   | 5,952                          | 7,057                                      | 3,523                                       | 3,302                                      |
| Interest-bearing loans and borrowings (secured)  | 282,510                        | 287,148                                    | 258,761                                     | 206,768                                    |
| -  | 320,935                        | 323,421                                    | 289,633                                     | 232,804                                    |
| Total Liabilities  | 366,199                        | 360,413                                    | 318,228                                     | 275,552                                    |
| Total Equity and Liabilities   | 651,890                        | 640,402                                    | 573,022                                     | 520,948                                    |
| Assets   |                                |  |   |  |
| Current Assets   | 5 470                          | 4.405                                      | 7.055                                       | 4.702                                      |
| Cash and cash equivalents Trade and other receivables  | 5,472<br>55,450                | 4,425<br>43,746                            | 7,255<br>52,772                             | 4,782<br>42,942                            |
| Derivative financial instruments   | 2.450                          | 4,281                                      | 682   | 42,942                                     |
| Income tax receivable  | 1,933                          | 67   | 1,529                                       | 144  |
| Inventories  | 114,840                        | 130,610                                    | 104,677                                     | 112,888                                    |
| In the control of the | 180,145                        | 183,129                                    | 166,915                                     | 160,756                                    |
| Non-Current Assets   |                                | ,  |   | ,  |
| Property, plant and equipment  | 467,696                        | 453,212                                    | 402,439                                     | 356,597                                    |
| Intangible assets  | 3,578                          | 3,692                                      | 3,157                                       | 3,066                                      |
| Derivative financial instruments   | -                              | -  | 22  | -  |
| Deferred tax asset   | 471                            | 369  | 489   | 529  |
|  | 471,745                        | 457,273                                    | 406,107                                     | 360,192                                    |
| Total Assets   | 651,890                        | 640,402                                    | 573,022                                     | 520,948                                    |

For, and on behalf of, the Board who authorised the issue of the financial statements on 27 February 2017.

JN Delegat, Executive Chairman

GS Lord, Managing Director

<sup>\*</sup> The financial statements for the year ended 30 June 2016 and 31 December 2015 have been restated following the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016. Refer to Statement of Accounting Policies.

# Delegat Group Limited and Subsidiaries Statement of Cash Flows For the Six Months Ended 31 December 2016

|  |   | Unaudited<br>Dec 2016<br>6 Months<br>\$000 | Audited<br>June 2016<br>12 Months<br>\$000 | Unaudited Dec 2015 6 Months \$000 |
|--|---|--|--|-----------------------------------|
| Operating Activities   |   |  |  |                                   |
| Cash was provided from                                       |   |  |  |                                   |
| Receipts from customers                                      |   | 127,429                                    | 241,354                                    | 123,564                           |
| Interest received  |   | 5  | 29   | 13                                |
| Income tax received  |   | -  | 96   | _                                 |
| Net GST received/(paid)                                      |   | 1,326                                      | (529)                                      | (211)                             |
|  |   | 128,760                                    | 240,950                                    | 123,366                           |
| Cash was applied to  |   |  |  |                                   |
| Payments to suppliers and employees                          |   | 79,527                                     | 150,538                                    | 85,629                            |
| Payments to grape growers                                    |   | 8,951                                      | 22,381                                     | 6,759                             |
| Interest paid  |   | 5,908                                      | 10,142                                     | 4,835                             |
| Income tax paid  |   | 9,518                                      | 15,438                                     | 11,081                            |
|  |   | 103,904                                    | 198,499                                    | 108,304                           |
| Net Cash Inflows from Operating Activities                   | 3 | 24,856                                     | 42,451                                     | 15,062                            |
| Investing Activities Cash was provided from                  |   |  |  |                                   |
| Proceeds from sale of property, plant and equipment          |   | 1,147                                      | 1,763                                      | 1,443                             |
| Dividends received   |   | 2  | 7  | 7                                 |
|  |   | 1,149                                      | 1,770                                      | 1,450                             |
| Cash was applied to  |   |  |  |                                   |
| Purchase of property, plant and equipment                    |   | 22,453                                     | 112,977                                    | 54,726                            |
| Purchase of intangible assets                                |   | -  | 226  | 226                               |
| Capitalised interest paid                                    |   | 589  | 4,010                                      | 2,334                             |
| Capitalised lease payments                                   |   | -  | 44   | 32                                |
|  |   | 23,042                                     | 117,257                                    | 57,318                            |
| Net Cash Outflows from Investing Activities                  |   | (21,893)                                   | (115,487)                                  | (55,868)                          |
| Financing Activities Cash was provided from                  |   |  |  |                                   |
| Proceeds from issue of shares                                |   | -  | 83   | -                                 |
| Proceeds from borrowings                                     |   | 37,982                                     | 97,046                                     | 54,644                            |
| Cash was applied to  |   | 37,982                                     | 97,129                                     | 54,644                            |
| Dividends paid to shareholders                               |   | 12,129                                     | 11,124                                     | 11,122                            |
| Repayment of borrowings                                      |   | 27,694                                     | 12,889                                     | -                                 |
|  |   | 39,823                                     | 24,013                                     | 11,122                            |
| Net Cash (Outflows)/Inflows from Financing Activities        |   | (1,841)                                    | 73,116                                     | 43,522                            |
| Not In second in Coals Hold                                  |   | 1 100                                      | 0.0  | 0.714                             |
| Net Increase in Cash Held                                    |   | 1,122                                      | 80   | 2,716                             |
| Cash and cash equivalents at beginning of the year           |   | 4,425                                      | 4,782                                      | 4,782                             |
| Effect of exchange rate changes on foreign currency balances |   | (75)                                       | (437)                                      | (243)                             |
| Cash and Cash Equivalents at End of the Period               |   | 5,472                                      | 4,425                                      | 7,255                             |

#### Delegat Group Limited and Subsidiaries Statement of Accounting Policies For the Six Months Ended 31 December 2016

#### Reporting Entity

The financial statements presented are those of Delegat Group Limited and its subsidiaries (the Group). Delegat Group Limited is a company limited by shares, incorporated and domiciled in New Zealand and registered under the Companies Act 1993. The Parent shares are publicly traded on the New Zealand Stock Exchange.

The financial statements for the Group for the six months ended 31 December 2016 were authorised for issue in accordance with a resolution of the Directors on 27 February 2017.

#### **Basis of Preparation**

The interim consolidated financial statements of the Group are for the six months ended 31 December 2016 and have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand (NZ GAAP) and NZ IAS 34: Interim Financial Reporting. Accounting policies applied in these interim financial statements comply with New Zealand equivalents to International Financial Reporting Standards, other applicable Financial Reporting Standards (NZ IFRS) and NZ IFRIC interpretations issued and effective or issued and early adopted as at the time of preparing these statements (February 2017) as applicable to the Group as a profit-oriented entity.

The interim financial statements are presented in New Zealand Dollars, rounded to the nearest thousand. They are prepared on a historical cost basis except for derivative financial instruments and biological produce which have been measured at fair value.

The preparation of the interim financial statements in conformity with NZ IAS 34 requires the Group to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

#### **Financial Instruments**

The Group holds interest rate swaps at fair value through the statement of financial performance. In estimating the fair value of the interest rate swaps the Group uses level 2 inputs of the fair value measurement hierarchy. The Group's interest rate swaps fall into level 2 of the fair value measurement hierarchy because their fair value is determined using inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly as prices or indirectly (derived from prices). The fair values are derived through valuation techniques that maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates.

#### **Hedge of Net Investment in Foreign Operation**

For hedges of a net investment in a foreign operation, the effective portion of the gain or loss on the hedging instrument is recognised in the statement of other comprehensive income and accumulated in the foreign currency translation reserve, while any ineffective portion is recognised immediately in the statement of financial performance. On disposal of the foreign operation, the cumulative amount of any such gains or losses accumulated within equity are transferred to the statement of financial performance.

Included in interest-bearing loans and borrowings at 31 December 2016 is a borrowing of A\$29,350,000 which during the period has been designated as a hedge of the net investment in Barossa Valley Estate Pty Limited (BVE). This borrowing is being used to hedge the Group's exposure to the AUD foreign exchange risk on this investment. Gains or losses on the retranslation of this borrowing are transferred to the statement of other comprehensive income to offset any gains or losses on translation of the net investment in BVE. There is no ineffectiveness in the period ended 31 December 2016.

#### Delegat Group Limited and Subsidiaries Statement of Accounting Policies (continued) For the Six Months Ended 31 December 2016

#### **Changes in Accounting Policies**

The accounting polices adopted are consistent with those of the previous financial year, with the exception of the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016 (see below). Refer to the published financial statements for the year ended 30 June 2016 for a complete listing of the Group accounting policies.

On 1 July 2016, the Group adopted Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture. Following implementation of these amendments, the Group's bearer plants (vines) fall within the scope of NZ IAS 16 rather than NZ IAS 41. Under NZ IAS 16, the Group has the ability to choose between the cost model and the revaluation model for subsequent measurement and there is a requirement to depreciate the bearer plants over their estimated useful lives. In accordance with the requirements of NZ IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors the financial statements for the periods ended 30 June 2016 and 31 December 2015 have been restated and in accordance with NZ IAS 34 a statement of financial position as at the beginning of the preceding period has been presented.

Under NZ IAS 16, the Group has chosen to adopt the cost model to value their bearer plants and has applied the fully retrospective transition provisions. This means that all fair value increments previously recognised have been reversed and the Group's bearer plants depreciated from their original planting dates. The estimated useful life of the Group's bearer plants is 50 years. As shown in the table below, this has decreased the value of the Group's bearer plants which are now included in property, plant and equipment and decreased the Group's deferred tax liability, with a corresponding decrease in equity.

Under NZ IAS 41, at the half year reporting date the Group previously recognised a fair value increment on the Group's bearer plants, representing the value of the agricultural produce (grapes) attached to the bearer plants at this date, and accordingly expensed the growing costs incurred during the period. Following the adoption of the amendments above, the fair value of the agricultural produce (grapes) at the half year reporting date is determined separately from the value of the bearer plants and included within inventory. The Group considers the growing costs incurred for the period to be the best indicator of the fair value of agricultural produce at the half year reporting date.

|  | Unaudited  | Unaudited  | Unaudited  |
|--|------------|------------|------------|
|  | June 2016  | Dec 2015   | June 2015  |
|  | \$000      | \$000      | \$000      |
|  | Increase / | Increase / | Increase / |
|  | (Decrease) | (Decrease) | (Decrease) |
| Financial statement line:                            |            |            |            |
| Statement of Financial Performance                   |            |            |            |
| Revenue  | (7,043)    | (6,331)    |            |
| Cost of sales  | 1,128      | (9,637)    |            |
| Income tax expense                                   | (2,294)    | 934        |            |
| Earnings per share                                   |            |            |            |
| - Basic earnings per share (cents per share)         | (5.81)     | 2.34       |            |
| - Fully diluted earnings per share (cents per share) | (5.81)     | 2.34       |            |
| Statement of Financial Position                      |            |            |            |
| Equity   | (33,896)   | (25,647)   | (28,019)   |
| Current tax liability                                | 3          | 194        | -          |
| Deferred tax liability                               | (13,627)   | (10,619)   | (11,426)   |
| Inventory  | -          | 10,194     | -          |
| Property, plant and equipment                        | (47,632)   | (46,349)   | (39,461)   |
| Deferred tax asset                                   | 112        | 83         | 16         |

#### Delegat Group Limited and Subsidiaries Notes to the Financial Statements For the Six Months Ended 31 December 2016

#### 1 Segment Reporting

The Group reviews its operational performance based upon the management and the geographic areas in which their customers are based. Financial information which is available to management in order to assess segment performance and investment opportunities is presented on the same basis. In accordance with NZ IFRS 8: Operating Segments this forms the basis of presentation for Segment Reporting and is the format adopted below:

- Delegat Limited (Delegat) is party to vineyard leases and has interests in freehold land and winery infrastructure which allows the company to grow, harvest and make finished wine to be marketed, distributed and sold into the Super-Premium wine markets. Delegat sells and markets its product through a combination of subsidiary companies based overseas or to customers and distributors directly in the New Zealand, Canadian, Asian and Pacific Island markets. Delegat Australia Pty Limited, Delegat Europe Limited, and Delegat USA, Inc. act as distributors and assist in the marketing of product in their respective geographic regions. Wines are sold all year round to all regions and the Group considers there is no significant variation in revenues throughout the year.

The Group implements appropriate transfer pricing regimes within the operating segments on an arm's length basis in a manner similar to transactions with third parties.

Management monitor the operating results of its business units separately for the purpose of making resource allocations and performance assessments. Segment performance is evaluated based on operating profit or loss, which may be measured differently from operating profit or loss in the consolidated financial statements as segment reporting is based upon internal management reports. The main differences are a result of some deferred tax balances being recognised upon consolidation not being allocated to individual subsidiaries. Also intercompany stock margin eliminations are managed on a group basis and are not allocated to operating segments.

| For the 6 months ended 31 December 2016    | Delegat Limited | Delegat Australia<br>Pty Limited | Delegat Europe<br>Limited | Delegat USA,<br>Inc. | Other Segments | Eliminations and<br>Adjustments <sup>9</sup> | 6 months ended<br>31 December<br>2016 |
|--|-----------------|----------------------------------|---------------------------|----------------------|----------------|--|---------------------------------------|
| For the 6 months ended 31 December 2010    | \$000           | \$000                            | \$000                     | \$000                | \$000          | \$000  | \$000                                 |
| Operating income                           |                 |                                  |                           |                      |                |  |                                       |
| External sales <sup>6</sup>                | 33,760          | 46,346                           | 39,075                    | 41,887               | 2,261          | (26,955)                                     | 136,374                               |
| Internal sales                             | 110,398         | -                                | -                         | -                    | 5,555          | (115,953)                                    | -                                     |
| Total segment revenues <sup>1</sup>        | 144,158         | 46,346                           | 39,075                    | 41,887               | 7,816          | (142,908)                                    | 136,374                               |
| Interest revenue                           | 1               | 2                                | -                         | 1                    | 2,637          | (2,636)                                      | 5                                     |
| Operating expenses                         |                 |                                  |                           |                      |                |  |                                       |
| Interest expense <sup>2</sup>              | 8,713           | -                                | -                         | -                    | 785            | (2,636)                                      | 6,862                                 |
| Depreciation and amortisation <sup>3</sup> | 6,369           | 67                               | 8                         | 33                   | 640            | -  | 7,117                                 |
| Income tax expense/(credit) <sup>4</sup>   | 5,772           | 352                              | 196                       | 418                  | 1,120          | (170)  | 7,688                                 |
| Segment profit/(loss)                      | 14,530          | 809                              | 780                       | 629                  | 2,828          | (435)  | 19,141                                |
| Assets                                     |                 |                                  |                           |                      |                |  |                                       |
| Segment assets <sup>5,10</sup>             | 594,243         | 27,501                           | 18,874                    | 21,523               | 124,191        | (134,442)                                    | 651,890                               |
| Capital expenditure <sup>8</sup>           | 20,049          | 7                                | 104                       | 26                   | 2,639          | -  | 22,825                                |
| Segment liabilities                        | 379,176         | 16,999                           | 10,715                    | 13,402               | 37,239         | (91,332)                                     | 366,199                               |

#### Delegat Group Limited and Subsidiaries Notes to the Financial Statements For the Six Months Ended 31 December 2016

#### 1 Segment Reporting (continued)

| For the 6 months ended 31 December 2015 - Restated* | Delegat Limited | Delegat Australia<br>Pty Limited | Delegat Europe<br>Limited | Delegat USA,<br>Inc. | Other Segments | Eliminations and Adjustments <sup>9</sup> | 6 months ended<br>31 December<br>2015 |
|---|-----------------|----------------------------------|---------------------------|----------------------|----------------|---|---------------------------------------|
| Tot the 6 months chaca of Beechber 2015 Restated    | \$000           | \$000                            | \$000                     | \$000                | \$000          | \$000                                     | \$000                                 |
| Operating income                                    |                 |                                  |                           |                      |                |   |                                       |
| External sales <sup>7</sup>                         | 31,622          | 40,690                           | 42,941                    | 40,590               | 1,374          | (23,273)                                  | 133,944                               |
| Internal sales                                      | 106,509         | -                                | -                         | -                    | 6,461          | (112,970)                                 |                                       |
| Total segment revenues <sup>1</sup>                 | 138,131         | 40,690                           | 42,941                    | 40,590               | 7,835          | (136,243)                                 | 133,944                               |
| Interest revenue                                    | 8               | 4                                | -                         | -                    | 2,805          | (2,804)                                   | 13                                    |
| Operating expenses                                  |                 |                                  |                           |                      |                |   |                                       |
| Interest expense <sup>2</sup>                       | 6,373           | -                                | -                         | -                    | 850            | (2,804)                                   | 4,419                                 |
| Depreciation and amortisation <sup>3</sup>          | 6,309           | 68                               | 6                         | 36                   | 571            | -   | 6,990                                 |
| Income tax expense/(credit) 4                       | 7,549           | 309                              | 226                       | 425                  | 204            | (244)                                     | 8,469                                 |
| Segment profit/(loss)                               | 19,462          | 487                              | 1,179                     | 590                  | 440            | (625)                                     | 21,533                                |
| Assets  |                 |                                  |                           |                      |                |   |                                       |
| Segment assets <sup>5,10</sup>                      | 506,816         | 24,134                           | 15,498                    | 11,133               | 121,830        | (106,389)                                 | 573,022                               |
| Capital expenditure <sup>8</sup>                    | 47,017          | 5                                | 1                         | 12                   | 8,877          | -   | 55,912                                |
| Segment liabilities                                 | 330,045         | 14,842                           | 6,750                     | 4,281                | 63,012         | (100,702)                                 | 318,228                               |

- 1. Intersegment revenues are eliminated on consolidation. Intercompany profit margins are also eliminated.
- 2. Interest expense is net of any interest capitalised to long-term assets. During the period \$589,000 (December 2015: \$2,334,000) was capitalised to long-term assets.
- 3. Depreciation and amortisation expenses presented above are gross of \$6,519,000 (December 2015: \$5,550,000) which has been included within inventory.
- 4. Segment income tax expense does not include the deferred tax impacts of temporary differences arising from intercompany stock margin eliminations as these are managed on a group level.
- 5. Segment assets include the value of investments and loan balances for subsidiaries which reside in Delegat Limited however do not include the effects of stock margin eliminations for stock on hand in subsidiaries.
- 6. For the six months ended 31 December 2016 Delegat Australia Pty Limited had a single customer which comprised 10% or more of Group sales amounting to \$21,352,000.
- 7. For the six months ended 31 December 2015 Delegat Australia Pty Limited had a single customer which comprised 10% or more of Group sales amounting to \$16,823,000 and Delegat USA, Inc. had a single customer which comprised 10% or more of group sales amounting to \$14,811,000.
- 8. Capital expenditure consists of additions of property, plant and equipment inclusive of capitalised interest. Capital expenditure is included within each of the reported segment assets noted above.
- 9. The eliminations and adjustments of segment profit, assets and liabilities relate to intercompany transactions and balances which are eliminated on consolidation.
- 10. Other segments' assets include non-current assets of Barossa Valley Estate Pty Limited of \$44,413,000 (December 2015: \$38,069,000) which are located in Australia.

#### 2 Expenses

|  | Unaudited<br>Dec 2016 | Audited<br>June 2016 | Unaudited<br>Dec 2015 |
|--|-----------------------|----------------------|-----------------------|
|  | 6 Months              | 12 Months            | 6 Months              |
|  | \$000                 | \$000                | \$000                 |
|  |                       | Restated*            | Restated*             |
| Expenses by function have been categorised as follows: |                       |                      | _                     |
| Cost of sales  | 67,341                | 105,094              | 61,300                |
| Selling, marketing and promotion expenses              | 30,003                | 54,569               | 29,916                |
| Corporate governance expenses                          | 417                   | 906                  | 393                   |
| Administration expenses                                | 4,922                 | 9,917                | 7,914                 |

<sup>\*</sup> The financial statements for the year ended 30 June 2016 and 31 December 2015 have been restated following the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016. Refer to Statement of Accounting Policies.

# Delegat Group Limited and Subsidiaries Notes to the Financial Statements (continued) For the Six Months Ended 31 December 2016

# 3 Reconciliation of Profit for the Period with Net Cash Inflows from Operating Activities

|  | Unaudited | Audited   | Unaudited |
|--|-----------|-----------|-----------|
|  | Dec 2016  | June 2016 | Dec 2015  |
|  | 6 Months  | 12 Months | 6 Months  |
|  | \$000     | \$000     | \$000     |
|  | 4000      | Restated* | Restated* |
| Reported profit after tax  | 19,141    | 48,113    | 21,533    |
| Add/(deduct) items not involving cash flows                      |           |           |           |
| Amortisation of leases   | 107       | 251       | 138       |
| Depreciation expense   | 7,010     | 12,403    | 6,852     |
| Other non-cash items   | (707)     | (3,114)   | (1,629)   |
| (Gain)/Loss on disposal of assets                                | (225)     | (547)     | (449)     |
| Movement in derivative financial instruments                     | (608)     | (4,716)   | (5,361)   |
| Movement in deferred tax assets                                  | (102)     | 160       | 40        |
| Movement in deferred tax liabilities                             | 3,257     | 6,482     | 4,615     |
|  | 27,873    | 59,032    | 25,739    |
| Movement in working capital balances are as follows:             |           |           |           |
| Trade payables and accruals                                      | (2,310)   | 1,451     | (3,382)   |
| Trade and other receivables                                      | (11,704)  | (804)     | (9,830)   |
| Inventories  | 15,770    | (17,722)  | 8,211     |
| Income tax   | (4,950)   | (2,940)   | (7,278)   |
|  | (3,194)   | (20,015)  | (12,279)  |
| Add items classified as investing and financing activities       |           |           |           |
| Capital purchases included within trade payables and inventories | 177       | 3,434     | 1,602     |
|  | (3,017)   | (16,581)  | (10,677)  |
| Net Cash Inflows from Operating Activities                       | 24,856    | 42,451    | 15,062    |

#### 4 Acquisition and Disposal of Assets

During the six months ended 31 December 2016 the Group incurred total capital expenditure of \$22,825,000 (31 December 2015: \$55,912,000). There were no significant asset disposals in the six month period ended 31 December 2016.

# 5 Capital Commitments

The estimated capital expenditure contracted for at 31 December 2016 but not provided for is \$10,730,000 (31 December 2015: \$44,518,000).

<sup>\*</sup> The financial statements for the year ended 30 June 2016 and 31 December 2015 have been restated following the adoption of Amendments to NZ IAS 16: Property, Plant and Equipment and NZ IAS 41: Agriculture on 1 July 2016. Refer to Statement of Accounting Policies.