



Level 32, 1 O'Connell Street  
Sydney NSW 2000

W [www.eclixgroup.com](http://www.eclixgroup.com)

Eclix Group Limited | ABN: 85 131 557 901

20 May 2015

Manager, Market Announcements Office  
ASX Limited  
Level 4, Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir / Madam

**ECLIX GROUP LIMITED (ECX)  
RESULTS FOR ANNOUNCEMENT TO THE MARKET**

The following documents for the half-year ended 31 March 2015 are attached for immediate release to the market:

1. Appendix 4D – Half-Year Report; and
2. Interim Financial Report.

These documents are required by Listing Rule 4.2A and should be read in conjunction with the Eclix Group Limited annual financial report for the year ended 31 September 2014 and any public disclosures made by the company in accordance with the continuous disclosure requirements of the Listing Rules and the Corporations Act 2011.

Yours faithfully

A handwritten signature in blue ink, appearing to read "Matt Sinnamon", with a long, sweeping underline.

Matt Sinnamon  
Company Secretary  
General Counsel

**APPENDIX 4D  
INTERIM REPORT  
ECLIPX GROUP LIMITED  
ACN : 131 557 901**

**HALF-YEAR ENDED 31 MARCH 2015**

**1 Details of the reporting period and the previous corresponding period**

Current period	1 October 2014 - 31 March 2015
Prior corresponding period	1 October 2013 - 31 March 2014

**2 Results for announcement to the market**

Key Information	Half Year Ended 31 Mar 2015 \$'000	Half Year Ended 31 Mar 2014 \$'000	Change on Previous Period \$'000	Change on Previous Period %
Revenue from continuing operations	238,644	138,781	99,863	72.0%
Profit / (loss) for the half-year after tax	8,833	3,991	4,842	121.3%
Net profit / (loss) attributable to members	8,833	3,991	4,842	121.3%

**Commentary**

The 2015 half-year results includes the costs associated with the initial public offering and the 2014 half-year results would exclude all acquisitions that occurred post 31 March 2014. Refer to 2015 Interim Report accompanying this Report for more detailed commentary.

**Dividends**

No dividends have been declared or paid for the current or prior period.

**Record date for determining entitlement to the dividends**

N/A

**APPENDIX 4D  
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ECLIPX GROUP LIMITED  
ACN : 131 557 901**

**3 Net Tangible Assets Per Security**

	Half Year Ended 31 Mar 2015 cents	Half Year Ended 31 Mar 2014 cents
Net Tangible Assets Per Security	(141.21)	33.09

Net tangible assets per security is calculated using tangible assets and number of securities prior to the initial public offering that occurred on 22 April 2015. Refer to the subsequent events note in the interim financial report for additional information.

**4 Control gained or lost during the period**

Name of entity	Date control gained	Contribution to profit before tax \$'000
Fleet NZ Limited	1 Oct 2014	1,233
Pacific Leasing Solutions (NZ) Limited	1 Oct 2014	(2,030)
Leasing Finance (NZ) Limited	1 Oct 2014	11,990
PLS Notes (NZ) Limited	1 Oct 2014	-
Fleet Holding (NZ) Limited	1 Oct 2014	(4,876)
Truck Leasing Limited	1 Oct 2014	775
Fleet Partners NZ Trust	1 Oct 2014	(9)
FP Ignition Trust 2011-1 New Zealand	1 Oct 2014	(19)
CarLoans.com.au	16 Oct 2014	(547)
CarLoans.co.nz	16 Oct 2014	162
FleetChoice	16 Oct 2014	(28)
CLFC Media Pty Ltd	16 Oct 2014	341

**5 Dividend payments**

No dividend payments were made for the periods under review.

**6 Dividend reinvestment plans**

N/A

**7 Investments in Associates and Joint Ventures**

Eclipx Group Limited does not have a percentage holding in any associates or joint ventures.

**8 Foreign entities**

The Group applies International Financial Reporting Standards.

**APPENDIX 4D  
INTERIM REPORT  
ECLIPX GROUP LIMITED  
ACN : 131 557 901**

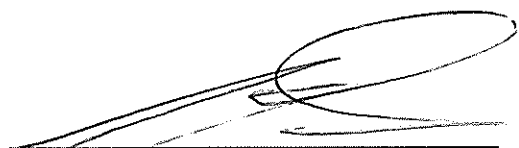
**9 Audited review**

The financial statements were subject to a review and the auditor's report is attached as part of the Interim Report.

**10 Attachments**

The Interim Report of Eclipx Group Limited for the half-year ended 31 March 2015 is attached.

**11 Signed**



Kerry Roxburgh  
Chairman  
Sydney

Date: 19 May 2015

# **Eclipx Group Limited**

ACN 131 557 901

## **Interim report for the half-year ended 31 March 2015**

# Eclipx Group Limited

ACN 131 557 901

## Interim report - 31 March 2015

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This Interim Financial Report does not include all the notes of the type normally included in an Annual Financial Report. Accordingly, this report is to be read in conjunction with the Annual Report for the year ended 30 September 2014.

**Eclipx Group Limited**  
**Directors' report**  
**31 March 2015**

**Directors' report**

The Directors of Eclipx Group Limited (referred to hereafter as the 'Group') present their report together with the consolidated financial statements for the six month period ended 31 March 2015 and the auditor's review report thereon.

**Directors**

The following persons were Directors of the Group during the whole of the financial half-year period and up to the date of this report, unless otherwise stated:

**Name**

**Executive**

Doc Klotz  
 Chief Executive Officer

Garry McLennan  
 Deputy Chief Executive Officer and Chief Financial Officer

**Non-executive**

Gregory Ruddock		
Kerry Roxburgh	Chairman	Appointed 26 March 2015
Gail Pemberton		Appointed 26 March 2015
Trevor Allen		Appointed 26 March 2015
Russell Shields		Appointed 26 March 2015
Tom Woolley		Resigned 16 December 2014
Nick Johnson		Resigned 26 March 2015
Holger Michaelis		Resigned 26 March 2015

The Company Secretary of Eclipx Group Limited is Matt Sinnamon (appointed on 27 October 2014).

**Review of operations**

A summary of consolidated statutory information is set out below for the six months ended 31 March 2015.

<b>Summary of statutory earnings</b>	<b>Half-year ended 31 March 2015 \$'000</b>	<b>Half-year ended 31 March 2014 \$'000</b>	<b>% Change</b>
Net operating income before operating expenses and impairment charges	<b>83,444</b>	36,850	126%
Profit/(loss) for the half-year	<b>8,833</b>	3,991	121%

<b>Summary of proforma earnings</b>	<b>Half-year ended 31 March 2015 \$'000</b>	<b>Prospectus disclosed year ended 30 September 2015 \$'000</b>
Net operating income before operating expenses and impairment charges	<b>83,444</b>	174,400
Cash Net Profit after Tax (per segment note)	<b>23,832</b>	47,000

**Financial highlights**

The proforma cash net profit after tax for the half year ended 31 March 2015 was \$23.8 million, the Group has achieved 50.7% against the full year proforma number as disclosed in the prospectus.

The statutory net operating income before operating expenses and impairment charges for the half year ended 31 March 2015 was \$83.4 million, a 126% increase on the previous corresponding period. The statutory net profit for the half year ended 31 March 2015 was \$8.8 million, a 121% increase on the previous corresponding period.

**Eclipx Group Limited**  
**Directors' report**  
**31 March 2015**

The results for the 2015 half-year include the results of the acquisitions of FleetPlus and FleetPartners NZ for the entire 6 month period and the results of CarLoans from the 16th of October 2014. The previous corresponding period will not include the results of these entities as the acquisitions by Eclipx occurred subsequent to 31 March 2014.

The 2015 statutory profit for the half-year includes the costs associated with the initial public offering (\$9.3 million), acquisition costs relating to the acquisitions of Fleet NZ Limited and CarLoans and interest costs associated with a capital and debt funding structure that materially changed on the IPO of the business on the 22nd of April 2015.

The Cash Net Profit after Tax disclosed under Summary of proforma earnings include adjustments to the statutory profit for: the costs associated with the initial public offering (\$9.3 million) and acquisitions of Fleet NZ and CarLoans; and changes in the capital structure associated with the initial public offering which would impact the corporate borrowing costs of the Group.

The Group has seen positive growth in new business writings across the various segments. On a proforma and consistent basis comparing 2015 to 2014 new business writings have increased by 40%.

Current liabilities as at 31 March 2015 include \$162m in related party promissory notes which have been converted to equity at the IPO on 22 April 2015.

Borrowings and cash in the Group have been positively impacted by the issue of seller notes in the warehouse structures and the replacement of corporate borrowings to fund the acquisition of Fleet Plus. The new corporate borrowings are repayable in 3 years and the interest rate has been hedged.

**Significant changes in the Group's state of affairs**

The parent entity of the Group changed its name from Fleet Aust Pty Limited to Eclipx Group Limited during the half-year ended 31 March 2015.

On 1 October 2014 a group restructure was undertaken whereby Fleet NZ Limited and its controlled entities ("NZ Group"), a related party of the Group incorporated in New Zealand, was acquired by FleetPartners Pty Ltd, a wholly owned subsidiary of Eclipx Group Limited.

On 16 October 2014 the Group concluded the 100% acquisition of the CarLoans Group ("CarLoans").

**Principal activities**

During the half-year the principal continuing activities of the Group consisted of supplying, financing and managing vehicles on behalf of corporate customers and consumers in Australia, and corporate and small and medium enterprise customers in New Zealand.

**Events subsequent to reporting period**

The Group embarked on an initial public offering ("IPO") and listed on the Australian Stock Exchange ("ASX") on 22 April 2015. The ASX ticker code is ECX.

The IPO comprised an offer to issue 45.3 million shares by Eclipx, and the sale of 64.8 million shares through the retail offer and an institutional offer, at an offer price of \$2.30 per share. A significant portion of funds raised through the IPO have been utilised to repay promissory notes held by Sing Glow (an investment holding company managed by GIC Special Investments Private Limited that was a pre-IPO substantial shareholder of the Group). Ironbridge Funds, which is a substantial shareholder of the Group, had agreed for their promissory notes (\$84.3 million net of withholding tax), to be endorsed to the Company in consideration for the issue of shares by Eclipx Group Limited at the offer price. The repayment and conversion of promissory notes decreased current liabilities via a reduction in advances from related parties of \$162.2M post IPO.

Other than the matter above, no other matter or circumstance has arisen since 31 March 2015 that has significantly affected, or may significantly affect:

- (a) the Group's operations in future financial years, or
- (b) the results of those operations in future financial years, or
- (c) the Group's state of affairs in future financial years.



Eclix Group Limited  
Directors' report  
31 March 2015

**Dividends**

No dividend has been declared, paid or recommended during the period.

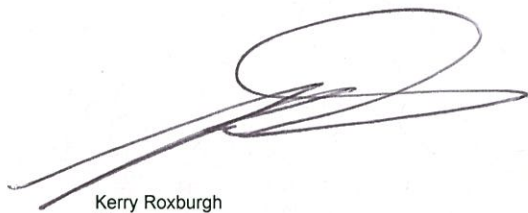
**Auditor's independence declaration**

A copy of the auditor's independence declaration, as required under section 307C of the *Corporations Act 2001* is set out on page 9 of the half-year report.

**Rounding of amounts**

The Company is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the directors' report. Amounts in the Directors' report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

This report is made in accordance with a resolution of Directors of Eclix Group Limited.



Kerry Roxburgh  
Chairman



Doc Klotz  
Chief Executive Officer

19 May 2015

19 May 2015



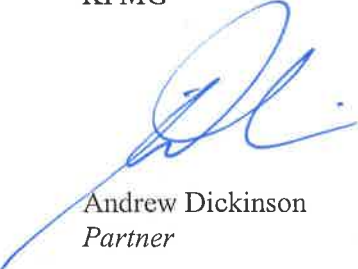
*Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001*

To: the directors of Eclipx Group Limited

I declare that, to the best of my knowledge and belief, in relation to the review for the half-year ended 31 March 2015 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the review.

KPMG



Andrew Dickinson  
*Partner*

Sydney

19 May 2015



## **Independent auditor's review report to the members of Eclix Group Limited**

### **Report on the financial report**

We have reviewed the accompanying interim financial report of Eclix Group Limited, which comprises the consolidated statement of financial position as at 31 March 2015, and consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes 1 to 15 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising the company and the entities it controlled at the half-year's end or from time to time during the half-year.

#### *Directors' responsibility for the interim financial report*

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

#### *Auditor's responsibility*

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the interim financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 March 2015 and its performance for the half-year ended on that date; and complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of Eclix Group Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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



*Independence*

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

*Conclusion*

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

(a) giving a true and fair view of the Group's financial position as at 31 March 2015 and of its performance for the half-year ended on that date; and

(b) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

KPMG



Andrew Dickinson  
*Partner*

Sydney


19 May 2015

Eclix Group Limited  
For the half-year ended 31 March 2015

## Directors' declaration

- 1 In the opinion of the Directors of Eclix Group Limited:
  - a The interim consolidated financial statements and notes thereto for the half-year ended 31 March 2015 are in accordance with the *Corporations Act 2001*, including
    - i giving a true and fair view of the Group's financial position as at 31 March 2015 and of its performance for the half-year ended on that date; and
    - ii complying with Accounting Standard *AASB134 Interim Financial Reporting* and the *Corporations Regulations 2001*; and
  - b There are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors of Eclix Group Limited:



Kerry Roxburgh  
Chairman

Sydney  
19 May 2015

# Eclipx Group Limited

ACN 131 557 901

## Half-year report - 31 March 2015

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**Eclix Group Limited**  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For the half-year ended 31 March 2015**

		<b>Consolidated</b>	
		<b>Half-year ended 31 March 2015</b>	<b>Half-year ended 31 March 2014</b>
Notes		<b>\$'000</b>	<b>\$'000</b>
	Revenue from continuing operations	238,644	138,781
	Cost of revenue	(121,390)	(77,286)
	Lease finance costs	(33,810)	(24,645)
	<b>Net operating income before operating expenses and impairment charges</b>	<b>83,444</b>	<b>36,850</b>
	Impairment losses on loans and receivables	(249)	(1,998)
	Employee benefit expense	(30,978)	(15,063)
	Depreciation, amortisation and impairment expense	(3,305)	(1,424)
	Operating overheads	(22,344)	(7,824)
	<b>Total overheads</b>	<b>(56,627)</b>	<b>(24,311)</b>
	Operating finance costs	(14,277)	(4,723)
	<b>Profit/(loss) before income tax</b>	<b>12,291</b>	<b>5,818</b>
	Income tax benefit/(expense)	(3,458)	(1,827)
	<b>Profit/(loss) for the half-year</b>	<b>8,833</b>	<b>3,991</b>
	<b>Other comprehensive income</b>		
	<i>Items that may be reclassified to profit or loss</i>		
	Changes in the fair value of cash flow hedges	(7,756)	-
	Exchange differences on translation of foreign operations	8,070	-
	<b>Other comprehensive income for the half-year, net of tax</b>	<b>314</b>	<b>-</b>
	<b>Total comprehensive income/(loss) for the half-year</b>	<b>9,147</b>	<b>3,991</b>
	Profit/(loss) is attributable to:		
	Owners of Eclix Group Limited	8,833	3,991
	Total comprehensive income/(loss) for the half-year is attributable to:		
	Owners of Eclix Group Limited	9,147	3,991
	<b>Earnings per share for profit/(loss) from continuing operations attributable to the ordinary equity holders of the company:</b>	<b>Cents</b>	<b>Cents</b>
	Basic earnings per share	7.18	4.20
	Diluted earnings per share	6.88	4.20
	<b>Earnings per share for profit/(loss) attributable to the ordinary equity holders of the company:</b>		
	Basic earnings per share	7.18	4.20
	Diluted earnings per share	6.88	4.20

*The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.*

**Eclipx Group Limited**  
**Statement of Financial Position**  
**As at 31 March 2015**

	Notes	Consolidated	
		31 Mar 2015 \$'000	30 Sep 2014 \$'000
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents		51,017	42,999
Restricted cash and cash equivalents		106,143	65,732
Trade and other receivables		66,732	44,116
Finance leases		78,360	61,733
Inventory		17,295	11,970
Operating leases reported as property, plant and equipment	6	226,035	168,646
<b>Total current assets</b>		<b>545,582</b>	<b>395,196</b>
<b>Non-current assets</b>			
Property, plant and equipment	6	6,949	6,647
Operating leases reported as property, plant and equipment	6	694,438	409,736
Deferred tax assets		10,351	7,227
Intangibles	7	510,387	360,790
Finance leases		105,164	87,673
<b>Total non-current assets</b>		<b>1,327,289</b>	<b>872,073</b>
<b>Total assets</b>		<b>1,872,871</b>	<b>1,267,269</b>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Trade and other liabilities		111,918	90,031
Borrowings	8	295,608	383,081
Derivative financial instruments		20,905	9,903
Provisions		6,178	6,279
Payables - Advances from related parties		162,180	-
<b>Total current liabilities</b>		<b>596,789</b>	<b>489,294</b>
<b>Non-current liabilities</b>			
Trade and other liabilities		4,909	1,416
Borrowings	8	936,964	486,210
Provisions		1,494	1,312
Deferred tax liabilities		21,749	-
Payables - Advances from related parties		-	101,251
<b>Total non-current liabilities</b>		<b>965,116</b>	<b>590,189</b>
<b>Total liabilities</b>		<b>1,561,905</b>	<b>1,079,483</b>
<b>Net assets</b>		<b>310,966</b>	<b>187,786</b>
<b>EQUITY</b>			
Contributed equity		147,667	84,366
Reserves		(3,188)	(2,325)
Retained earnings		166,487	105,745
<b>Total equity</b>		<b>310,966</b>	<b>187,786</b>

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



**Eclipx Group Limited**  
**Statement of Changes in Equity**  
**For the half-year ended 31 March 2015**

Consolidated	Attributable to members of Eclipx Group Limited			
	Contributed equity	Reserves	Retained earnings	Total equity
	\$'000	\$'000	\$'000	\$'000
<b>Balance at 1 October 2013</b>	83,440	(6,544)	117,951	<b>194,847</b>
Profit for the half-year	-	-	3,991	<b>3,991</b>
Other comprehensive income/(loss)	-	-	-	-
Foreign currency translation	-	-	-	-
<b>Total comprehensive income for the half-year</b>	-	-	3,991	<b>3,991</b>
<b>Transactions with owners in their capacity as owners</b>				
Issued treasury shares	(1,403)	(674)	-	<b>(2,077)</b>
Employee share schemes	-	-	-	-
<b>Balance at 31 March 2014</b>	<b>82,037</b>	<b>(7,218)</b>	<b>121,942</b>	<b>196,761</b>
<b>Balance at 1 October 2014</b>	84,366	(2,325)	105,745	<b>187,786</b>
Profit for the half-year	-	-	8,833	<b>8,833</b>
Other comprehensive income	-	(7,756)	-	<b>(7,756)</b>
Foreign currency translation	-	8,070	-	<b>8,070</b>
<b>Total comprehensive income for the half-year</b>	-	314	8,833	<b>9,147</b>
Acquired as part of business combinations	-	-	51,909	<b>51,909</b>
Issue of new shares for acquisition of Fleet NZ Limited	63,301	-	-	<b>63,301</b>
<b>Transactions with owners in their capacity as owners</b>				
Issued treasury shares	-	(1,880)	-	<b>(1,880)</b>
Employee share schemes	-	703	-	<b>703</b>
<b>Balance at 31 March 2015</b>	<b>147,667</b>	<b>(3,188)</b>	<b>166,487</b>	<b>310,966</b>

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

**Eclipx Group Limited**  
**Statement of Cash Flows**  
**For the half-year ended 31 March 2015**

		<b>Consolidated</b>	
		<b>Half-year ended 31</b>	<b>Half-year ended 31</b>
		<b>March 2015</b>	<b>March 2014</b>
Notes		<b>\$'000</b>	<b>\$'000</b>
<b>Cash flows from operations</b>			
	Receipts from customers	294,931	202,259
	Payments to suppliers and employees	<u>(156,194)</u>	<u>(72,845)</u>
		138,737	129,414
	Income tax paid	(10,037)	(13,557)
	Interest received	2,185	1,513
5	Interest paid	<u>(33,554)</u>	<u>(24,645)</u>
	<b>Net cash inflow from operating activities</b>	<u>97,331</u>	<u>92,725</u>
<b>Cash flows from investing activities</b>			
6	Purchase of items reported under operating leases	(197,405)	(88,047)
	Purchase of property, plant and equipment and intangibles	(5,119)	(113)
11	Payment for acquisition of business	(11,622)	-
11	Acquired as part of acquisition of Fleet NZ Limited	38,226	-
	Proceeds from items reported under operating leases	<u>77,702</u>	<u>47,984</u>
	<b>Net cash outflow from investing activities</b>	<u>(98,218)</u>	<u>(40,176)</u>
<b>Cash flows from financing activities</b>			
	Proceeds from borrowings	359,662	79,242
	Repayments of borrowings	(312,299)	(128,291)
	Proceeds from issue of shares	58	281
	Loans from related parties	<u>(1,580)</u>	<u>5,207</u>
	<b>Net cash inflow/(outflow) from financing activities</b>	<u>45,841</u>	<u>(43,561)</u>
	<b>Net increase in cash and cash equivalents</b>	44,954	8,988
	Cash and cash equivalents at the beginning of the financial half-year, net of overdraft	108,731	123,622
	Exchange rate variations on New Zealand cash and cash equivalent balances	<u>3,475</u>	<u>-</u>
	<b>Restricted and unrestricted cash and cash equivalents at end of half-year, net of overdraft</b>	<u>157,160</u>	<u>132,610</u>

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

**Eclipx Group Limited**  
**Notes to the financial statements**  
**For the half-year ended 31 March 2015**

## **1 General information**

Eclipx Group Limited (formerly Fleet Aust Pty Limited) is a public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 32, 1 O'Connell Street  
Sydney NSW 2000

Eclipx Group Limited embarked on an initial public offering and listed on the Australian Stock Exchange ("ASX") on 22 April 2015. The ASX ticker code is ECX.

The financial statements are presented in Australian Dollars, which is Eclipx Group Limited's presentation currency.

The financial statements were authorised for issue by the Directors on 19 May 2015. The Directors have the power to amend and reissue the financial statements.

## **2 Significant accounting policies**

These interim financial statements are general purpose financial statements prepared in accordance with AASB 134 Interim Financial Reporting and the Corporations Act 2001, and with IAS 34 Interim Financial Reporting.

They do not include all of the information required for a complete set of annual financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements as at and for the year ended 30 September 2014.

The principal accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

### **Net working capital deficiency and going concern**

The Group reported a net working capital deficiency of \$51,207,000 for the half-year ended 31 March 2015. Notwithstanding the Group's net working capital deficiency, the financial report has been prepared on the going concern basis. The Group is profitable and generates positive operating cash flows which are sufficient to service the Group's obligations. The Group recorded \$694,438,000 of operating leases classified as non-current on the balance (because these assets have lease terms that do not end within 12 months from the half year end date), but will receive cash inflows generated from these assets in the next 12 months. Further, the Group completed an IPO on 22 April 2015 which resulted in a current liability (\$162,180,000 - Advances from related parties) being converted to equity. The Directors are satisfied that the Group has sufficient liquid funds available to enable the Group to meet its obligations as they fall due if needed.

At the time of signing the financial report, the Directors of the entity are of the opinion that no asset is likely to be realised for less than its carrying value in the entity's financial report. Accordingly, no adjustments have been made to the entity's financial report relating to the recoverability and classification of the carrying value of the entity's assets or the amounts and classification of the entity's liabilities that might be necessary should the entity not continue as a going concern.

### **New, revised or amending Accounting Standards and Interpretations adopted**

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group during the financial half-year ended 31 March 2015 and are not expected to have any significant impact for the full financial year ending 30 September 2015. Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

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### 3 Operating segments

#### (a) Description of segments

The Directors have determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions (who were the Chief Operating Decision Makers, until the appointment of the current board on the 26th of March 2015). The Board, in addition to statutory profit after tax, assess the business on a Cash Net Profit After Tax (NPAT) basis. Cash NPAT is defined as statutory profit after tax, adjusted for the after tax effect of material one-off items that the Board believes does not reflect the ongoing operations of the Group and amortisation of acquired intangible assets.

The Board considers the business from a customer perspective and has identified three reportable segments: Australia Commercial, Australia Consumer and New Zealand Commercial. The segments are based on the class of customer to which services are provided. Services in all segments include providing operating, finance lease products and fleet management services to customers. The New Zealand Commercial segment was identified as a reportable segment during the period following the acquisition of Fleet NZ Limited and its subsidiaries on 1 October 2014 by the Group.

From the 26th of March 2015 the Chief Operating Decision Makers are the Chief Executive Officer and the Deputy Chief Executive Officer.

#### (b) Segment information provided to the CEO and Deputy CEO

The segment information provided to the CEO and Deputy CEO for the reportable segments for the half-year ended 31 March is as below:

**2015**

	<b>Australia Commercial</b>	<b>Australia Consumer</b>	<b>Australia Total</b>	<b>New Zealand Commercial</b>	<b>Total</b>
<b>Net operating income before operating expenses and impairment changes</b>	<b>54,888</b>	<b>10,471</b>	<b>65,359</b>	<b>18,085</b>	<b>83,444</b>
Depreciation and amortisation of non-financial assets	(699)	(133)	(832)	(142)	(974)
Bad and doubtful debts	(233)	-	(233)	(16)	(249)
Operating expenses	(31,041)	(7,039)	(38,080)	(10,377)	(48,457)
<b>Profit before Tax and Non-recurring Costs</b>	<b>22,915</b>	<b>3,299</b>	<b>26,214</b>	<b>7,550</b>	<b>33,764</b>
Non-recurring costs*	(17,169)	(3,270)	(20,439)	(1,034)	(21,473)
Tax	(1,386)	(8)	(1,394)	(2,064)	(3,458)
<b>Statutory Net Profit/(Loss) after Tax</b>	<b>4,360</b>	<b>21</b>	<b>4,381</b>	<b>4,452</b>	<b>8,833</b>
IPO and acquisition costs and capital proforma adjustments including tax impact	10,905	2,077	12,982	384	13,366
Intangibles amortisation including tax impact	1,349	257	1,606	27	1,633
<b>Cash Net Profit after Tax</b>	<b>16,614</b>	<b>2,355</b>	<b>18,969</b>	<b>4,863</b>	<b>23,832</b>

\* Non-recurring costs relate to IPO and acquisition costs, capital proforma adjustments and intangibles amortisation.

### 3 Operating segments (continued)

2014

	Australia Commercial	Australia Consumer	Australia Total	New Zealand Commercial	Total
<b>Net operating income before operating expenses and impairment changes</b>	<b>32,611</b>	<b>4,239</b>	<b>36,850</b>	-	<b>36,850</b>
Depreciation and amortisation of non-financial assets	(494)	(104)	(598)	-	(598)
Bad and doubtful debts	(1,998)	-	(1,998)	-	(1,998)
Operating expenses	(18,699)	(3,924)	(22,623)	-	(22,623)
<b>Profit before Tax and Non-recurring Costs</b>	<b>11,420</b>	<b>211</b>	<b>11,631</b>	-	<b>11,631</b>
Non-recurring costs*	(4,805)	(1,008)	(5,813)	-	(5,813)
Tax	(1,511)	(316)	(1,827)	-	(1,827)
<b>Statutory Net Profit/(Loss) after Tax</b>	<b>5,104</b>	<b>(1,113)</b>	<b>3,991</b>	-	<b>3,991</b>
Funding and capital proforma adjustments including tax impact	2,885	606	3,491	-	3,491
Intangibles amortisation including tax impact	478	100	578	-	578
<b>Cash Net Profit after Tax</b>	<b>8,467</b>	<b>(407)</b>	<b>8,060</b>	-	<b>8,060</b>

\* Non-recurring costs relate to capital proforma adjustments and intangibles amortisation.

#### (c) Entity-wide disclosure

No individual customer makes up greater than 10% of total revenue of the Group in either financial period presented.

An analysis of the Group's revenue for each major service category can be observed in Note 4.

No segment information is presented on assets and liabilities in the information provided to the Chief Operating Decision Makers.

#### (d) Geographic disclosures

The Group operates in two geographical segments being Australia and New Zealand. Net operating income generated from Australia and New Zealand were \$65,359,000 and \$18,085,000 respectively.

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#### 4 Revenue

	Consolidated	
	Half-year ended 31 March 2015	Half-year ended 31 March 2014
	\$'000	\$'000
<b>From continuing operations:</b>		
Finance income	51,112	38,913
Maintenance and management	49,647	22,109
Related products and services	14,214	6,511
Operating lease rentals	97,820	70,511
Brokerage income	8,949	-
Sundry income	2,159	154
End of lease income	14,743	583
<b>Total Revenue from continuing operations</b>	<b>238,644</b>	<b>138,781</b>
<b>Cost of revenue:</b>		
Maintenance and management expense	21,578	7,358
Related products and services expense	2,164	2,210
Impairment on operating leased assets	1,253	-
Depreciation on operating leased assets	96,395	67,718
<b>Total cost of revenue</b>	<b>121,390</b>	<b>77,286</b>

#### 5 Expenses

	Consolidated	
	Half-year ended 31 March 2015	Half-year ended 31 March 2014
	\$'000	\$'000
<b>Profit/(loss) before income tax includes the following specific expenses:</b>		
<i>Depreciation &amp; amortisation</i>		
Plant and equipment - fixture and fittings	974	598
Amortisation - intangible assets	1,608	-
Software	723	826
<b>Total depreciation &amp; amortisation</b>	<b>3,305</b>	<b>1,424</b>
<i>Lease finance costs</i>		
Interest and finance charges - third parties	33,554	24,645
Hedge (gains) / losses	256	-
<b>Total lease finance costs</b>	<b>33,810</b>	<b>24,645</b>
<i>Operating finance costs</i>		
Interest expense promissory notes - related parties	7,814	4,723
Interest expense convertible redeemable preference shares	1,012	-
Facility finance costs	5,451	-
<b>Total operating finance costs</b>	<b>14,277</b>	<b>4,723</b>
Rental of premises	2,590	1,273
Technology costs	4,198	2,727

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**6 Non-current assets - Property, plant and equipment**

	Plant and equipment \$'000	Fixture and fittings \$'000	Motor vehicles \$'000	Total \$'000
<b>30 September 2014</b>				
Opening net book amount at 1 October 2013	4,196	863	592,120	597,179
Property, plant and equipment acquired as part of business combinations	696	-	19,115	19,811
Additions	2,325	3	178,518	180,846
Transfers to inventory	-	-	(74,977)	(74,977)
Impairment charge	-	-	(4,865)	(4,865)
Depreciation charge	(1,297)	(139)	(131,529)	(132,965)
Closing net book amount	<u>5,920</u>	<u>727</u>	<u>578,382</u>	<u>585,029</u>
<b>At 30 September 2014</b>				
Cost	10,564	1,090	982,793	994,447
Accumulated depreciation and impairment	(4,644)	(363)	(404,411)	(409,418)
Net book amount	<u>5,920</u>	<u>727</u>	<u>578,382</u>	<u>585,029</u>
<b>31 March 2015</b>				
Opening net book amount at 1 October 2014	5,920	727	578,382	585,029
Property, plant and equipment acquired as part of business combinations (note 11)	915	107	287,260	288,282
Reclassifications	(4,213)	1,863	-	(2,350)
Additions	490	2,020	197,405	199,915
Transfers to inventory	-	-	(71,243)	(71,243)
Impairment charge	-	-	(1,253)	(1,253)
Depreciation charge	(669)	(305)	(96,395)	(97,369)
Foreign exchange variation	84	10	26,317	26,411
Closing net book amount	<u>2,527</u>	<u>4,422</u>	<u>920,473</u>	<u>927,422</u>
<b>At 31 March 2015</b>				
Cost	8,113	7,574	1,439,696	1,455,383
Accumulated depreciation and impairment	(5,586)	(3,152)	(519,223)	(527,961)
Net book amount	<u>2,527</u>	<u>4,422</u>	<u>920,473</u>	<u>927,422</u>

	Consolidated	
	31 Mar 2015 \$'000	30 Sep 2014 \$'000
<b>Motor vehicle operating leases reported as property, plant and equipment</b>		
Operating leases terminating within 12 months	226,035	168,646
Operating leases terminating after more than 12 months	694,438	409,736
	<u>920,473</u>	<u>578,382</u>
<b>Net book amount of property, plant and equipment</b>		
Plant and equipment	2,527	5,920
Fixture and fittings	4,422	727
	<u>6,949</u>	<u>6,647</u>
<b>Total property, plant and equipment</b>	<u>927,422</u>	585,029

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**7 Non- current assets - Intangible assets**

	Consolidated				
	Brand names	Customer relationships	Software	Goodwill	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
<b>30 September 2014</b>					
Opening net book amount at 1 October 2013	-	-	9,879	152,948	162,827
Intangibles acquired as part of business combination	2,478	29,342	-	173,854	205,674
Additions	-	-	297	-	297
Impairment charge	-	-	(6,058)	-	(6,058)
Amortisation charge	(21)	(479)	(1,450)	-	(1,950)
Closing net book amount	<u>2,457</u>	<u>28,863</u>	<u>2,668</u>	<u>326,802</u>	<u>360,790</u>
<b>30 September 2014</b>					
Cost	2,478	29,342	11,896	326,802	370,518
Accumulated amortisation and impairment	(21)	(479)	(9,228)	-	(9,728)
Net book amount	<u>2,457</u>	<u>28,863</u>	<u>2,668</u>	<u>326,802</u>	<u>360,790</u>
<b>At 31 March 2015</b>					
Opening net book amount at 1 October 2014	2,457	28,863	2,668	326,802	360,790
Intangibles acquired as part of business combination (note 11)	713	-	86	136,438	137,237
Reclassifications from plant and equipment	-	-	2,350	-	2,350
Additions	813	-	1,436	360	2,609
Amortisation charge	(103)	(1,505)	(723)	-	(2,331)
Foreign exchange variation	-	-	-	9,732	9,732
Closing net book amount	<u>3,880</u>	<u>27,358</u>	<u>5,817</u>	<u>473,332</u>	<u>510,387</u>
<b>At 31 March 2015</b>					
Cost	4,004	29,342	13,121	473,332	519,799
Accumulated amortisation and impairment	(124)	(1,984)	(7,304)	-	(9,412)
Net book amount	<u>3,880</u>	<u>27,358</u>	<u>5,817</u>	<u>473,332</u>	<u>510,387</u>

Intangible assets have increased during the period arising from the acquisition of CarLoans and its associates and Fleet NZ Limited and its controlled entities. Refer to note 11 for further details.



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**8 Borrowings**

	Consolidated	
	31 Mar 2015 \$'000	30 Sep 2014 \$'000
<b>Current borrowings - secured</b>		
Bank loans - secured	-	159,985
Cumulative convertible redeemable preference shares	38,012	25,000
Borrowing costs	(4,016)	(18)
Notes payable	261,612	198,114
<b>Total secured current borrowings</b>	<b>295,608</b>	<b>383,081</b>
<b>Non-current borrowings - secured</b>		
Notes payable	836,964	486,210
Loans - secured	100,000	-
<b>Total secured non-current borrowings</b>	<b>936,964</b>	<b>486,210</b>

**(a) Secured liabilities and assets pledged as security**

Borrowings are stated net of unamortised transaction costs of \$4,016,000 (2014: \$18,000).

The total secured liabilities (current and non-current) are as follows:

	Consolidated	
	31 Mar 2015 \$'000	30 Sep 2014 \$'000
Bank and other loans	100,000	159,985
Borrowing costs	(4,016)	(18)
Notes payable	1,098,576	684,324
<b>Total secured liabilities</b>	<b>1,194,560</b>	<b>844,291</b>

**(b) Compliance with loan covenants**

Eclix Group Limited has complied with financial covenants of its borrowing facilities during the 2015 and 2014 reporting periods.

**(c) Financing arrangements**

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

	Consolidated	
	31 Mar 2015 \$'000	30 Sep 2014 \$'000
Loan facilities used at reporting date	1,198,576	844,309
Loan facilities unused at reporting date	219,022	117,691
<b>Total loan facilities available</b>	<b>1,417,598</b>	<b>962,000</b>

The secured notes may be drawn at any time subject to the continuance of satisfactory credit ratings, and is subject to an annual review. The secured notes have an average maturity of 12 months (2014 - 12 months). The secured loan may be drawn at any time and is repayable within 36 months from first utilisation date (23 March 2015).

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**9 Earnings per share**

	Consolidated	
	Half-year ended 31 March 2015	Half-year ended 31 March 2014
	Cents	Cents
<b>(a) Basic Earnings per share</b>		
From continuing operations attributable to the ordinary equity holders of the company	7.18	4.20
<b>Total basic earnings per share attributable to the ordinary equity holders of the company</b>	<b>7.18</b>	<b>4.20</b>
<b>(b) Diluted earnings per share</b>		
From continuing operations attributable to the ordinary equity holders of the company	6.88	4.20
<b>Total diluted earnings per share attributable to the ordinary equity holders of the company</b>	<b>6.88</b>	<b>4.20</b>

	Consolidated	
	Half-year ended 31 March 2015	Half-year ended 31 March 2014
	\$'000	\$'000
<b>(c) Reconciliations of earnings used in calculating earnings per share</b>		
<i>Basic earnings per share</i>		
Profit/(loss) attributable to the ordinary equity holders of the company used in calculating basic earnings per share:		
From continuing operations	8,833	3,991
	<b>8,833</b>	<b>3,991</b>
<i>Diluted earnings per share</i>		
Profit/(loss) attributable to the ordinary equity holders of the company used in calculating diluted earnings per share:		
From continuing operations	9,541	3,991
	<b>9,541</b>	<b>3,991</b>

	Consolidated	
	Half-year ended 31 March 2015	Half-year ended 31 March 2014
	Number	Number
<b>(d) Weighted average number of shares used as the denominator</b>		
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	122,949,509	95,125,369
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings per share	<b>138,606,461</b>	<b>95,125,369</b>

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**10 Acquisition and disposal of controlled entities**

**(a) Acquisitions**

The Group gained control over the following entities during the period:

<b>Entity or business acquired</b>	<b>Principal activity</b>	<b>Date of acquisition</b>	<b>Ownership interest</b>
Fleet NZ Limited	Holding company for the NZ Group entities	1 October 2014	100%
Pacific Leasing Solutions (NZ) Limited (i)	Holding company within the group of companies	1 October 2014	100%
Leasing Finance (NZ) Limited (i)	Holding company within the group of companies	1 October 2014	100%
PLS Notes (NZ) Limited (i)	Servicer in the securisation program	1 October 2014	100%
Fleet Holding (NZ) Limited (i)	Operates the NZ Group's business	1 October 2014	100%
FleetPartners NZ Trustee Limited (i)	Securisation trustee	1 October 2014	100%
FP Ignition Trust 2011-1 New Zealand (i)	Securisation trustee	1 October 2014	100%
Truck Leasing Limited (i)	Dormant company	1 October 2014	100%
CarLoans.com.au Pty Limited (ii)	Operates the CarLoans Group's consumer lending business CarLoans.com.au	16 October 2014	100%
Fleet Choice Pty Limited (ii)	Operates the CarLoans Group's Fleet Choice online fleet management and leasing business	16 October 2014	100%
CLFC Media Holdings Pty Limited (ii)	Receives insurance rebates generated by sales of insurance by CarLoans.com.au Pty Limited	16 October 2014	100%
CarLoans.co.nz Limited (ii)	Operates the CarLoans Group's consumer lending business CarLoans.co.nz	16 October 2014	100%

(i) These companies are subsidiaries of Fleet NZ Limited which the Group holds a 100% ownership interest at 31 March 2015.

(ii) These companies are subsidiaries of CLFC Pty Limited which the Group holds a 100% ownership interest at 31 March 2015.

**(b) Disposals**

The Group did not dispose of or lose control over any entity during the half-year.

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**11 Business Combinations**

**(a) Summary of acquisition - CarLoans**

On 16 October 2014 the Group concluded the 100% acquisition of the CarLoans Group ("CarLoans") that consisted of the following entities: CarLoans.com.au Pty Limited, Fleet Choice Pty Limited, CarLoans.co.nz Limited and CLFC Media Holdings Pty Limited. CarLoans' principal activities include the provision of vehicle financing and leasing, salary packaging and fleet management services. The business was acquired to support the businesses growth strategy in vehicle financing in the Australian and New Zealand markets.

Provisional goodwill of \$30,027,000 is primarily related to growth expectations, expected future profitability, the substantial skill and expertise of CarLoans' workforce and expected cost synergies. Goodwill on the acquisition has not been allocated to cash-generating units at 31 March 2015 as the allocation of benefits to relevant cash-generating units have not been finalised. The goodwill that arose from this business combination is not expected to be deductible for tax purposes.

CarLoans recorded a loss before tax of \$72,000 for the period from 16 October 2014 to reporting date. If CarLoans had been acquired on 1 October 2014, revenue of the Group for the half-year would have increased by \$482,000, and loss before tax for the half-year would have increased by \$115,000.

**2015**  
**\$'000**

**Purchase consideration**

Cash paid	11,668
Deferred consideration	6,000
Cumulative Convertible Redeemable Preference shares issued	12,000
	<u>29,668</u>

Acquisition-related costs are not included as part of consideration transferred and have been recognised as an expense in the consolidated statement of profit or loss and other comprehensive income, as part of other expenses. The total expense recognised for the the half-year is:

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	<b>Carrying value</b>	<b>Provisional fair value</b>
	<b>\$'000</b>	<b>\$'000</b>
The carrying amounts and provisional fair values of the asset and liabilities acquired were:		
Cash and cash equivalents	46	46
Tax liabilities	(9)	(9)
Trade and other liabilities	(3,136)	(3,136)
Trade and other receivables	2,415	2,415
Trade and other liabilities - operating lease	(40)	(40)
Onerous contract	(472)	(472)
Property, plant and equipment	206	-
Shareholder loans	(224)	-
Intangible asset brand	703	703
Deferred tax liability	(57)	(57)
<b>Total identifiable assets and liabilities</b>	<u><b>(568)</b></u>	<u><b>(550)</b></u>
Goodwill on acquisition		30,218
<b>Total</b>		<u><b>29,668</b></u>

**2015**  
**\$'000**

Purchase consideration - cash outflow

Outflow of cash to acquire business, net of cash acquired	
Cash consideration	(11,668)
Less: Balances acquired	46
Outflow of cash - Investing activities	<u>(11,622)</u>

**Eclipx Group Limited**  
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**11 Business Combinations (continued)**

**(b) Summary of acquisition - NZ Group**

On 1 October 2014, a Group restructure was undertaken whereby Fleet NZ Limited and its controlled entities (NZ Group), a related party of the Group incorporated in New Zealand and controlled by the same consortium of investors was acquired by the Eclipx Group Limited. The NZ Group was acquired for a consideration of \$63.301 million satisfied by the issuance of 27,418,339 shares in Eclipx Group Limited. As the transaction occurred under common control, the Group had the ability to record acquired assets at book value at acquisition. The difference between the book value of net assets acquired and purchase consideration has been recorded in retained earnings.

The operating results and assets and liabilities of the NZ Group have been consolidated from 1 October 2014.

The assets and liabilities of the NZ Group in Australian Dollars was recognised using the carrying value as at the date of acquisition. The carrying value of the assets and liabilities of the NZ Group at 1 October 2014 were as follows:

	<b>2015</b>
	<b>\$'000</b>
Acquisition-related costs are not included as part of consideration transferred and have been recognised as an expense in the consolidated statement of profit or loss and other comprehensive income, as part of other expenses. The total expense recognised for the the half-year is:	-
	<b>Carrying value</b>
	<b>\$'000</b>
Cash and cash equivalents	38,226
Trade and other receivables	16,129
Finance leases	11,821
Derivative financial instruments	246
Inventory	8,593
Property, plant and equipment	1,022
Deferred tax assets	7,574
Intangibles	106,316
Operating leases reported as property, plant and equipment	287,260
Trade and other liabilities	(65,238)
Borrowings	(272,365)
Provisions	(2,423)
Deferred tax liabilities	(21,951)
<b>Total identifiable assets and liabilities</b>	<b>115,210</b>
Amount recognised in retained earnings	(51,909)
<b>Purchase consideration</b>	<b>63,301</b>
Inflow of cash to acquire business, net of cash acquired	-
Cash consideration	38,226
Less: Balances acquired	38,226
Inflow of cash - Investing activities	38,226

## **12 Related party transactions**

### **(a) Relationship with Ironbridge and Sing Glow**

Certain existing owners, including the Ironbridge Funds and Sing Glow, are parties to a shareholders deed in relation to Eclipx Group Limited which was entered on or about 29 July 2008 and amended from time to time since that date. Ironbridge (a nominee of the Ironbridge Funds) and Sing Glow (or its nominee) were together paid fees of \$505,001 (2014: \$545,620) for providing advisory services to the Eclipx Group Limited. The shareholders deed referred to above will terminate on completion of the Initial Public Offering and no further fees will be paid under it after this time.

### **(b) Logbook Me Pty Limited**

Eclipx Group Limited is party to a contract with Logbook Me Pty Limited (LogbookMe) which supplies a fringe benefits tax, fuel tax credit, driver safety and fleet management tool to Eclipx for distribution to its customers, including by means of GPS tracking devices. LogbookMe has agreed not to distribute its product to other fleet management and vehicle finance providers for the term of the contract, subject to minimum subscriber volumes. The term of the contract is 10 years from 15 October 2014. Eclipx paid a one-off fee to LogbookMe under the contract of \$571,429 and is obliged to pay per device fees to LogbookMe based on usage. The device, freight and subscription fees paid to LogbookMe amounted to \$59,874 (2014: \$nil).

The Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") have a direct equity interest in LogbookMe. Section 6.6.2 of the prospectus provides further detail on LogbookMe.

## **13 Dividends paid and proposed**

The Group did not pay or propose any dividends during the reporting periods.

## **14 Events subsequent to reporting period**

### **(a) Initial Public Offering**

The Group embarked on an initial public offering ("IPO") and listed on the Australian Stock Exchange ("ASX") on 22 April 2015. The ASX ticker code is ECX.

The IPO comprised an offer to issue 45.3 million shares by Eclipx, and the sale of 64.8 million shares through the retail offer and an institutional offer at an offer price of \$2.30 per share. A significant portion of funds raised through the IPO has been utilised to repay promissory notes held by Sing Glow (an investment holding company managed by GIC Special Investments Private Limited that was a pre-IPO substantial shareholder of the Group). Ironbridge Funds, which is a substantial shareholder of the Group, had agreed for their promissory notes, worth \$84.3 million (net of withholding tax), to be endorsed to the Company in consideration for the issue of shares by Eclipx Group Limited at the offer price. The repayment and conversion of promissory notes decreased current liabilities via a reduction in advances from related parties of \$162.2M post IPO.

Other than the matter above, no other matter or circumstance has arisen since 31 March 2015 that has significantly affected, or may significantly affect:

- (a) the Group's operations in future financial years, or
- (b) the results of those operations in future financial years, or
- (c) the Group's state of affairs in future financial years.

## 15 Financial instruments

Information on the Group's financial assets and financial liabilities measured at fair value are provided below.

### Fair value of financial assets and financial liabilities measured on a recurring basis

Financial asset / (financial liability)	Fair value at		Fair value hierarchy	Valuation technique and key input
	31 Mar 2015 \$'000	30 Sep 2014 \$'000		
Interest rate swap contracts - cash flow hedges	20,905	9,903	2	The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves

### Instruments used by the Group

The Group is party to derivative financial instruments in the normal course of business in order to hedge exposure to fluctuations in interest rates in accordance with the Group's financial risk management policies.

The contracts require settlement of net interest receivable or payable every 30 days. The settlement dates coincide with the dates on which interest is payable on the underlying debt. The contracts are settled on a net basis.

The gain or loss from remeasuring the hedging instruments at fair value is deferred in equity in the hedging reserve, to the extent that the hedge is effective, and reclassified into profit and loss when the hedged interest expense is recognised.