



ASX ANNOUNCEMENT

26 August 2015

**APA Group (ASX: APA)**  
**(also for release to APT Pipelines Limited (ASX: AQH))**

## ANNUAL FINANCIAL RESULTS

The following announcements are attached for release to the market:

- Australian Pipeline Trust Appendix 4E
- Australian Pipeline Trust Annual Financial Report
- APT Investment Trust Annual Financial Report

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Company Secretary  
Australian Pipeline Limited

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**About APA Group (APA)**

APA is Australia's largest natural gas infrastructure business, owning and/or operating around \$19 billion of energy infrastructure assets. Its gas transmission pipelines span every state and territory on mainland Australia, delivering approximately half of the nation's gas usage. APA has direct management and operational control over its assets and the majority of its investments. APA also holds minority interests in a number of energy infrastructure enterprises including SEA Gas Pipeline, Energy Infrastructure Investments, GDI Allgas Gas Networks and Diamantina and Leichhardt Power Stations.

APT Pipelines Limited is a wholly owned subsidiary of Australian Pipeline Trust and is the borrowing entity of APA Group.

For more information visit APA's website, [www.apa.com.au](http://www.apa.com.au)

# Australian Pipeline Trust

## Results For Announcement To The Market For the Year Ended 30 June 2015 Appendix 4E

		Percentage Change %	Amount \$'000
<b>Statutory Results</b>			
Revenue including significant items	up	11.3	to 1,553,615
EBITDA including significant items	up	69.9	to 1,269,490
EBIT including significant items	up	79.5	to 1,061,290
Profit after tax and non-controlling interest including significant items	up	62.9	to 559,930
Operating cash flow including significant items	up	30.3	to 562,190
Operating cash flow per security including significant items	up	6.7c	to 56.5c
Earnings per security including significant items	up	16.6c	to 56.3c

*EBIT = Earnings before interest and tax*

*EBITDA = EBIT before depreciation and amortisation*

### Normalised Results

Revenue excluding significant items	up	11.3	to 1,553,615
EBITDA excluding significant items	up	10.0	to 822,250
EBIT excluding significant items	up	3.9	to 614,050
Profit after tax and non-controlling interest excluding significant items	up	2.1	to 203,911
Operating cash flow excluding significant items	up	23.9	to 544,989
Operating cash flow per security excluding significant items	up	4.0c	to 54.8c
Earnings per security excluding significant items	down	2.6c	to 20.5c

*EBIT = Earnings before interest and tax*

*EBITDA = EBIT before depreciation and amortisation*

# Australian Pipeline Trust

## Results For Announcement To The Market For the Year Ended 30 June 2015 Appendix 4E

### Dividends (Distributions)

Distributions paid and proposed in relation to the year ended 30 June 2015 – Australian Pipeline Trust:	Amount per security	Franked Amount per security
Final distribution proposed <sup>(a)</sup>		
- profit distribution	18.12¢	-
- capital distribution	-	-
Interim distributions paid		
- profit distribution	15.12¢	-
- capital distribution	-	-
Total distributions paid and proposed - APT	33.24 ¢	-
<b>Distributions paid and proposed in relation to the year ended 30 June 2015 – APT Investment Trust:</b>		
Final distribution proposed <sup>(a)</sup>		
- profit distribution	2.38 ¢	-
- capital distribution	-	-
Interim distributions paid		
- profit distribution	2.38¢	-
- capital distribution	-	-
Total distributions paid and proposed - APTIT	4.76 ¢	-
Total APA Group distributions in relation to the year ended 30 June 2015	38.00 ¢	

<sup>(a)</sup> The final distributions have not been recorded in the financial report in accordance with AASB 137 "Provisions, Contingent Liabilities and Contingent Assets".

Record date for determining entitlements to the unrecognised final distribution in respect of the year ended 30 June 2015

- final distribution

30 June 2015
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Distribution information is presented on an accounting classification basis. The APA Group Annual Tax Statement and Annual Tax Return Guide (released in September 2015) provides the classification of distribution components for the purposes of preparation of securityholder income tax returns.

# Australian Pipeline Trust

## Results For Announcement To The Market For the Year Ended 30 June 2015 Appendix 4E

### Brief Explanation of Revenue, Net Profit/(Loss) and Dividends (Distributions)

Refer Directors' Report.

The Directors have proposed a final distribution of 18.12 cents per unit, unfranked, to be paid on 16 September 2015.

The Directors also note that APT Investment Trust has proposed a final distribution of 2.38 cents per unit (refer above), also to be paid on 16 September 2015.

This takes the total distribution for the APA Group stapled security for the June 2015 half year to 20.50 cents per stapled security and 38.00 cents per stapled security for the full year.

### Reporting Period

Current Reporting Period:	Year ended 30 June 2015
Previous Corresponding Period:	Year ended 30 June 2014

### Distribution Reinvestment Plan

The Directors have reviewed APA Group's financial position and funding requirements and have decided to retain the suspension of the Distribution Reinvestment Plan, which initially came into effect on 19 June 2013, until further notice.

### Details of Businesses Over Which Control Has Been Gained or Lost

NIL

### Net Tangible Assets Per Security

	2015 \$	2014 \$
Net tangible assets per security	-0.28	1.41

# Australian Pipeline Trust

## Results For Announcement To The Market For the Year Ended 30 June 2015 Appendix 4E

### Compliance Statement

#### Information on Audit or Review

(a) The Annual Report is based on accounts to which one of the following applies.

The accounts have been audited.

The accounts have been subject to review.

The accounts are in the process of being audited or subject to review.

The accounts have not yet been audited or reviewed.

(b) Description of likely dispute or qualification if the accounts have not yet been audited or subject to review or are in the process of being audited or subjected to review.

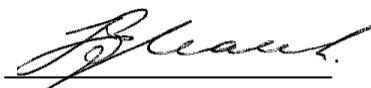
- N/A -

(c) Description of dispute or qualification if the accounts have been audited or subjected to review.

- N/A -

(d) The entity has a formally constituted audit committee.

Sign here:



26 August 2015

Chairman

Date

Print name: Leonard Bleasel AM

APA Group

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**Australian Pipeline Trust**

**ARSN 091 678 778**

**Annual Report**

**For the financial year ended**

**30 June 2015**

Delivering Australia's Energy

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The Directors of Australian Pipeline Limited ("Responsible Entity") submit their report and the annual financial report of Australian Pipeline Trust ("APT") and its controlled entities (together "APA" or "Consolidated Entity") for the financial year ended 30 June 2015. This report refers to the consolidated results of APT and APT Investment Trust ("APTIT").

## **DIRECTORS**

The names of the Directors of the Responsible Entity during the financial year and since the financial year end are:

Leonard Bleasel AM	Chairman
Michael McCormack	Chief Executive Officer and Managing Director
Steven Crane	
John Fletcher	
Russell Higgins AO	
Patricia McKenzie	
Robert Wright	

Details of the Directors, their qualifications, experience, special responsibilities and directorships of other listed entities are set out on pages 26 to 28.

The Company Secretary of the Responsible Entity during and since the financial year end is Mark Knapman.

## **PRINCIPAL ACTIVITIES**

The principal activities of APA during the course of the year were the ownership and operation of energy infrastructure assets and businesses, including:

- energy infrastructure, primarily gas transmission businesses located across Australia;
- asset management and operations services for the majority of APA's energy investments and for third parties; and
- energy investments in listed and unlisted entities.

## **STATE OF AFFAIRS**

No significant change in the state of affairs of APA occurred during the year.

## **SUBSEQUENT EVENTS**

Except as disclosed elsewhere in this report, the Directors are unaware of any matter or circumstance that has occurred since the end of the financial year that has significantly affected or may significantly affect the operations of APA, the results of those operations or the state of affairs of APA in future years.



## FINANCIAL AND OPERATIONAL REVIEW

### 1. About APA

#### 1.1 APA Overview

APA is Australia's largest natural gas infrastructure business. It owns and/or operates or has an interest in approximately \$19 billion of energy infrastructure across Australia, and operates these with a skilled workforce of in excess of 1,600 people.

APA has a diverse portfolio of approximately 14,700 kilometres of gas transmission pipelines that spans every state and territory on mainland Australia and delivers about half the nation's natural gas. It also owns or has interests in other related energy infrastructure assets such as gas storage facilities, gas processing facilities, gas compression facilities and power generation assets.

On 3 June 2015, APA completed the acquisition of the pipeline that connects the Queensland Curtis LNG Project to its export port at Gladstone, from BG Group. APA has renamed the pipeline the Wallumbilla Gladstone Pipeline – see page 12.

APA has ownership interests in, and/or operates, the GDI (EII) Pty Ltd ("GDI") and Australian Gas Networks Limited (previously Envestra Limited) gas distribution networks, which together have approximately 27,700 kilometres of gas mains and pipelines, and approximately 1.3 million gas consumer connections.

APA also has interests in, and operates, other energy infrastructure assets and businesses, including SEA Gas Pipeline, Energy Infrastructure Investments ("EII"), EII2, Diamantina Power Station and Ethane Pipeline Income Fund.

APA's objective of maximising securityholder value is achieved through expanding and enhancing its infrastructure portfolio, securing low risk, long-term revenue on its assets, operating the business safely and efficiently and generating further value through its many and varied service offerings.

APA is listed on the Australian Securities Exchange ("ASX") and is included in the S&P ASX 50 Index. Since listing in June 2000, its market capitalisation has increased more than 18-fold to \$9.2 billion (as at 30 June 2015), and it has achieved total securityholder returns of 1,304% or annual compound growth rate of 19.2%.<sup>1</sup> at the end of the financial year.

#### 1.2 APA objectives and strategies

APA's objectives to provide secure and predictable returns to its investors is supported by its strategies of:

- continuing to grow our ownership interests in transmission pipelines through further expanding the East and West Coast Grids;
- growing other energy infrastructure midstream assets;
- leveraging APA's asset management, development and operational capabilities;
- providing a safe, stimulating and rewarding workplace;
- delivering responsive, valuable solutions to customers;
- continuing to deliver an environmentally responsible, safe and essential service;
- contributing to the communities APA serves; and
- maintaining APA's financial strength, flexibility and capability.

This strategy has remained relatively unchanged since listing.

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<sup>1</sup> Total securityholder return is the capital appreciation of the APA's security price, adjusted for capital management actions (such as security splits and consolidations) and assuming reinvestment of distributions at the declared distribution rate per security. Figures quoted are sourced from IRESS and measured as at 30 June 2015.

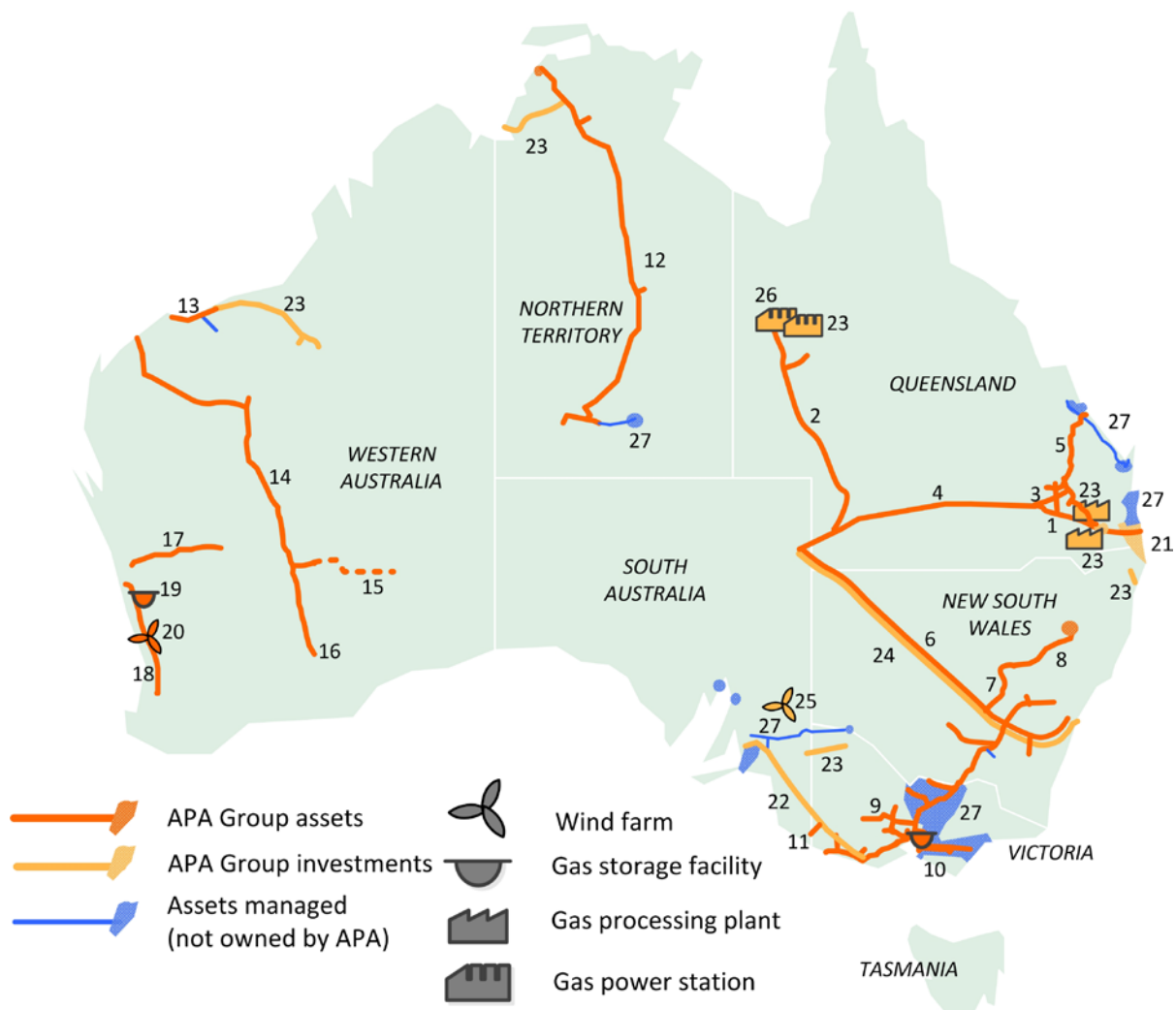
### 1.3 APA assets and operations

APA is a major participant in developing, owning and operating natural gas transportation infrastructure across Australia.

APA's assets and operations are reported in three principal business segments:

- Energy Infrastructure, which includes all APA's wholly or majority owned pipelines, gas storage assets, gas compression assets and the Emu Downs wind farm;
- Asset Management, which provides commercial, operating services and/or asset maintenance services to its energy investments for appropriate fees; and
- Energy Investments, which includes APA's strategic stakes in a number of investment vehicles that house energy infrastructure assets, generally characterised by long-term secure cash flows, with low ongoing capital expenditure requirements.

#### APA Group assets and operations



**Energy Infrastructure assets** (numbers correspond with those on the map on page 4)

	Length/Capacity	Regulatory status
<b>East Coast and Northern Territory assets</b>		
(1) Roma Brisbane Pipeline (including Peat Lateral)	583 km / 233 TJ/d	Full regulation
(2) Carpentaria Gas Pipeline	944 km / 119 TJ/d	Light regulation
(3) Berwyndale Wallumbilla Pipeline	112 km	Not regulated
(4) South West Queensland Pipeline	936 km / 384 TJ/d	Not regulated
(5) Wallumbilla Gladstone Pipeline (including Laterals)	556 km / 1,510 TJ/d	Not regulated
(6) Moomba Sydney Pipeline	2,029 km / 439 TJ/d	Light regulation (partial)
(7) Central West Pipeline	255 km	Light regulation
(8) Central Ranges Pipeline	295 km	Full regulation
(9) Victorian Transmission System	1,847 km	Full regulation
(10) Dandenong LNG Storage Facility	12,000 tonnes	Not regulated
(11) SESA Pipeline	45 km	Not regulated
(12) Amadeus Gas Pipeline	1,657 km	Full regulation
	9,259 km	
<b>West Australian assets</b>		
(13) Pilbara Pipeline System	249 km / 166 TJ/d	Not regulated
(14) Goldfields Gas Pipeline (88.2%)	1,546 km / 202 TJ/d	Full regulation
(15) Eastern Goldfields Pipeline ( <i>under construction</i> )	293 km	Not regulated
(16) Kalgoorlie Kambalda Pipeline	44 km	Light regulation
(17) Mid West Pipeline (50%)	362 km / 11 TJ/d	Not regulated
(18) Parmelia Gas Pipeline	448 km / 50 TJ/d	Not regulated
(19) Mondarra Gas Storage Facility	15 PJ	Not regulated
(20) Emu Downs Wind Farm	80 MW	Not regulated
	2,942 km	

**Energy Investments and Asset Management** (numbers correspond with those on the map on page 4)

Energy Investment	Ownership interest	Detail	Asset Management
(21) GDI	20%	<b>Gas distribution:</b> 3,214 km of gas mains, 96,045 gas consumer connections in Qld	Operational, management and corporate support services
(22) SEA Gas Pipeline	50%	<b>Gas pipeline:</b> 687 km pipeline from Iona and Port Campbell, Victoria to Adelaide, SA	Maintenance services only
(23) Energy Infrastructure Investments	19.9%	<b>Gas pipelines:</b> Telfer Gas Pipeline and lateral (488 km); Bonaparte Gas Pipeline (286 km); Wickham Point Pipeline (12 km) <b>Electricity transmission cables:</b> Murraylink (180 km) and Directlink (64 km) <b>Gas-fired power stations:</b> Daandine Power Station (30MW) and X41 Power Station (41 MW) <b>Gas processing facilities:</b> Kogan North (12 TJ/d); Tipton West (29 TJ/d)	Operational, management and corporate support services
(24) Ethane Pipeline Income Fund	6.1%	<b>Ethane Pipeline:</b> 1,375 km from Moomba to Port Botany, Sydney	Operational, management and corporate support services
(25) EII2	20.2%	<b>Wind generation:</b> North Brown Hill Wind Farm (132MW), SA	Corporate support services
(26) Diamantina Power Station joint venture	50.0%	<b>Gas-fired power stations:</b> Diamantina Power Station (242 MW) and Leichhardt Power Station (60 MW)	Corporate support services
(27) Australian Gas Networks	Nil <sup>2</sup>	<b>Gas distribution:</b> 23,408 km of gas mains and pipelines, 1.21 million gas consumer connections, 1,124 km of pipelines in SA, Vic, NSW, Qld & NT	Operational services

<sup>2</sup> In August 2014, APA sold its 33.05% ownership interest in Australian Gas Networks Limited ("AGN", formerly Envestra Limited). Operating and maintenance agreements with AGN remain in place until 2027.

## 2. Financial highlights

Profit after tax and non-controlling interests, earnings before interest and tax ("EBIT") and EBIT before depreciation and amortisation ("EBITDA") excluding significant items are financial measures not prescribed by Australian Accounting Standards ("AIFRS") and represent the profit under AIFRS adjusted for specific significant items. The Directors consider these measures to reflect the core earnings of the Consolidated Entity, and these are therefore described in this report as 'normalised' measures.

APA reported profit after tax and non-controlling interests and including significant items of \$ 559.9 million, an increase of 62.9% compared with \$343.7 million reported in the last financial year. APA's FY2015 profit includes an after tax significant item of \$356.0 million relating to after tax profit on the sale of APA's shareholding in Australian Gas Networks Limited (formerly Envestra Limited) and the recovery during the period of fees paid by Hastings Diversified Utilities Fund to Hastings Funds Management. This year's profit is compared with profit in FY2014 which included a one-off adjustment to the tax expense for the financial year to reflect a change in the treatment, for tax depreciation purposes only, of various capital assets acquired in 2006 (totalling \$144.1 million).

Normalised profit after tax and non-controlling interests (that is, excluding significant items) increased by 2.1% to \$203.9 million (2014: \$199.6 million).

Revenue (excluding pass-through revenue) increased by \$126.7 million to \$1,119.2 million, an increase of 12.8% on the last financial year (2014: \$992.5 million). Statutory EBITDA of \$1,269.5 million was \$522.2 million above last financial year (2014: \$747.3 million) and normalised EBITDA of \$822.3 million was \$74.9 million or 10.0% above last financial year (2014: \$747.3 million). Normalised EBITDA at \$822.3 million is in line with APA's guidance for FY2015 of \$810 million to \$825 million.

Stronger earnings across most of APA's assets contributed to the increase in normalised profit and EBITDA and included the following:

- additional earnings from the expanded South West Queensland Pipeline and the Goldfields Gas Pipeline;
- organic growth across most of our assets including the Pilbara Pipeline System, Mondarra gas storage facility, Roma Brisbane Pipeline and Amadeus Gas Pipeline; and
- four weeks of EBITDA contribution from the newly acquired Wallumbilla Gladstone Pipeline.

These increases were partially offset by a reduction in earnings from Asset Management, given abnormally high, one-off customer contributions in FY2014 of \$23.4 million (2015: \$3.6 million).

Operating cash flow increased by 30.3% to \$562.2 million (2014: \$431.5 million), and operating cash flow per security increased by 13.5%, or 6.7 cents, to 56.5 cents per security (2014: 49.8 cents per security).

Operating cash flow was impacted by the one-off receipt of \$17.2 million during the financial year relating to APA's successful appeal to the NSW Supreme Court in a matter regarding fees paid by Hastings Diversified Utilities Fund to Hastings Funds Management Limited. This partially reverses payments of \$8.3 million made in FY2014 and \$68.8 million in FY2013.

Excluding these significant items, normalised operating cash flow was up by 23.9% to \$545.0 million (2014: \$439.7 million) and corresponding operating cash flow per security was up by 7.9%, or 4.0 cents, to 54.8 cents per security (2014: 50.8 cents). This increase is despite a 14.9% increase in the average number of securities on issue this financial year to 995,244,990 securities (FY2014: 865,977,265 securities).

APA's distributions for the financial year totalled 38.0 cents per security, an increase of 4.8%, or 1.75 cents, over the last financial year (2014: 36.25 cents), and was in line with guidance of at least 36 cents per security. The distribution payout ratio of 68.8% based on normalised operating cash flow was slightly lower than the 68.9% ratio last financial year. APA continues to fully fund its distributions out of operating cash flows whilst also retaining appropriate levels of cash in the business to support ongoing growth.

Australian Pipeline Trust and its Controlled Entities

Directors' Report for the year ended 30 June 2015

The following table provides a summary of key financial data for the financial year and includes key reconciling items between statutory profit after tax attributable to APA securityholders and the normalised financial measures.

Year ended 30 June	30 June 2015 (\$000)			30 June 2014 (\$000)			Changes in Statutory accounts		Changes in Normalised accounts	
	Statutory	Significant items <sup>(2)</sup>	Normalised	Statutory	Significant items <sup>(2)</sup>	Normalised	\$000	%	\$000	%
Total revenue	1,553,615	-	1,553,615	1,395,992	-	1,395,992	157,623	11.3%	157,623	11.3%
Pass-through revenue <sup>(1)</sup>	434,382	-	434,382	403,477	-	403,477	30,905	7.7%	30,905	7.7%
<b>Total revenue excluding pass-through</b>	<b>1,119,233</b>	-	<b>1,119,233</b>	<b>992,515</b>	-	<b>992,515</b>	<b>126,718</b>	<b>12.8%</b>	<b>126,718</b>	<b>12.8%</b>
<b>EBITDA</b>	<b>1,269,490</b>	<b>447,240</b>	<b>822,250</b>	<b>747,334</b>	-	<b>747,334</b>	<b>522,156</b>	<b>69.9%</b>	<b>74,916</b>	<b>10.0%</b>
Depreciation and amortisation expense	(208,200)	-	(208,200)	(156,228)	-	(156,228)	(51,972)	(33.3%)	(51,972)	(33.3%)
<b>EBIT</b>	<b>1,061,290</b>	<b>447,240</b>	<b>614,050</b>	<b>591,106</b>	-	<b>591,106</b>	<b>470,184</b>	<b>79.5%</b>	<b>22,944</b>	<b>3.9%</b>
Finance costs and interest income	(324,162)	-	(324,162)	(325,084)	-	(325,084)	922	0.3%	922	0.3%
Profit before income tax and non-controlling interests	737,128	447,240	289,888	266,022	-	266,022	471,106	177.1%	23,866	9.0%
Income tax (expense) / benefit	(177,198)	(91,222)	(85,976)	77,684	144,060	(66,376)	-	328.1%	-	(29.5%)
Non-controlling interests	(1)	-	(1)	(1)	-	(1)	-	0.0%	-	0.0%
<b>Profit after income tax and non-controlling interests</b>	<b>559,929</b>	<b>356,018</b>	<b>203,911</b>	<b>343,705</b>	<b>144,060</b>	<b>199,645</b>	<b>216,224</b>	<b>62.9%</b>	<b>4,266</b>	<b>2.1%</b>
Operating cash flow <sup>(3)</sup>	562,190	17,201	544,989	431,541	(8,201)	439,742	130,649	30.3%	105,247	23.9%
Operating cash flow per security (cents) <sup>(4)</sup>	56.5		54.8	49.8		50.8	6.7	13.5%	4.0	7.9%
Earnings per security (cents) <sup>(4)</sup>	56.3		20.5	39.7		23.1	16.6	41.8%	(2.6)	(11.3%)
Distribution per security (cents)	38.0		38.0	36.25		36.25	1.75	4.8%	1.75	4.8%
Distribution payout ratio <sup>(5)</sup>	66.6%		68.8%	70.2%		68.9%	(3.6%)	(5.1%)	(0.1%)	(0.2%)
Weighted average number of securities (000)	995,245		995,245	865,977		865,977	129,268	14.9%	129,268	14.9%

Notes: Numbers in the table may not add up due to rounding.

- (1) Pass-through revenue is revenue on which no margin is earned. Pass-through revenue arises in the asset management operations in respect of costs incurred in, and passed on to Australian Gas Networks Limited ("AGN", formerly Envestra Limited) and GDI in respect of, the operation of the AGN and GDI assets respectively.
- (2) Significant items: 2015 relates to net proceeds realised from the sale of APA's investment in AGN as well as successful recovery of fees paid by Hastings Diversified Utilities Fund to Hastings Funds Management Limited. 2014 relates to a one-off adjustment to APA's tax expense for the financial year to reflect a change in the treatment, for tax depreciation purposes only, of various capital assets.
- (3) Operating cash flow = net cash from operations after interest and tax payments.
- (4) Between 23 December 2014 and 28 January 2015, APA issued a total of 278,556,562 new ordinary securities, resulting in total securities on issue as at 30 June 2015 of 1,114,307,369. The issue was offered at \$6.60 per security, a discount to APA's closing market price of \$7.67 per security on 9 December 2014, the last trading day before the record date of the entitlement offer of 15 December 2014. The weighted average number of securities for the current and prior period has been adjusted in accordance with the accounting principles of AASB 133: Earnings per Share, for the discounted rights issue.
- (5) Distribution payout ratio = total distribution payments as a percentage of normalised operating cash flow.

### 3. Business segment performances and operational review

Statutory reported revenue and EBITDA performance of APA's business segments is set out in the table below.

Year ended 30 June	2015	2014	Changes	
	\$000	\$000	\$000	%
<b>Revenue (continuing businesses)</b>				
Energy Infrastructure				
East Coast Grid: Queensland <sup>(1)</sup>	388,916	271,746	117,170	43.1%
East Coast Grid: New South Wales	137,998	133,555	4,443	3.3%
East Coast Grid: Victoria	163,592	153,668	9,924	6.5%
East Coast Grid: South Australia	2,725	2,686	39	1.5%
Northern Territory	27,877	24,848	3,029	12.2%
Western Australia	265,972	237,566	28,406	12.0%
<i>Energy Infrastructure total</i>	<i>987,080</i>	<i>824,069</i>	<i>163,011</i>	<i>19.8%</i>
Asset Management	85,056	99,171	(14,115)	(14.2%)
Energy Investments	21,784	18,020	3,764	20.9%
<b>Total segment revenue</b>	<b>1,093,920</b>	<b>941,260</b>	<b>152,660</b>	<b>16.2%</b>
Pass-through revenue	434,382	403,477	30,905	7.7%
Unallocated revenue (interest income) <sup>(2)</sup>	24,322	1,142	23,180	2029.8%
Divested business <sup>(3)</sup>	991	50,113	(49,122)	(98.0%)
<b>Total revenue</b>	<b>1,553,615</b>	<b>1,395,992</b>	<b>157,623</b>	<b>11.3%</b>
<b>EBITDA (continuing businesses)</b>				
Energy Infrastructure				
East Coast Grid: Queensland <sup>(1)</sup>	340,131	234,459	105,672	45.1%
East Coast Grid: New South Wales	120,808	115,569	5,239	4.5%
East Coast Grid: Victoria	130,170	127,616	2,554	2.0%
East Coast Grid: South Australia	1,940	2,380	(440)	(18.5%)
Northern Territory	17,954	15,214	2,740	18.0%
Western Australia	212,604	188,947	23,657	12.5%
<i>Energy Infrastructure total</i>	<i>823,607</i>	<i>684,185</i>	<i>139,422</i>	<i>20.4%</i>
Asset Management	49,448	67,552	(18,104)	(26.8%)
Energy Investments	21,783	18,020	3,763	20.9%
Corporate costs	(73,579)	(72,536)	(1,043)	(1.4%)
<b>Total segment EBITDA</b>	<b>821,259</b>	<b>697,221</b>	<b>124,038</b>	<b>17.8%</b>
Divested business <sup>(3)</sup>	991	50,113	(49,122)	(98.0%)
<b>Total EBITDA before significant items</b>	<b>822,250</b>	<b>747,334</b>	<b>74,916</b>	<b>10.0%</b>
Significant items <sup>(4)</sup>	447,240	-	447,240	n/a
<b>Total EBITDA</b>	<b>1,269,490</b>	<b>747,334</b>	<b>522,156</b>	<b>69.9%</b>

Notes: Numbers in the table may not add up due to rounding. From this reporting period, APA will report its segment EBITDA exclusive of corporate costs. FY2014 segment EBITDA has been restated to align with FY2015 reporting.

(1) Includes the Wallumbilla Gladstone Pipeline revenue and EBITDA contributions from 4 June 2015.

(2) Interest income is not included in calculation of EBITDA, but nets off against interest expense in calculating net interest cost.

(3) Investment in Australian Gas Networks Limited ("AGN", formerly Envestra Limited) sold in August 2014.

(4) Significant items: 2015 relate to net proceeds realised from the sale of APA's investment in AGN as well as successful recovery of fees paid by Hastings Diversified Utilities Fund to Hastings Funds Management Limited. 2014 relate to a one-off adjustment to APA's tax expense for the financial year to reflect a change in the treatment, for tax depreciation purposes only, of various capital assets.

APA's operations and financial performance during the financial year principally reflect ongoing growth in operational performance of APA's asset, additional revenue from expansion projects that have been commissioned during the year and four weeks of earnings from the newly acquired Wallumbilla Gladstone Pipeline, partially offset by a decrease in EBITDA from Asset Management due to lower customer contributions.

EBITDA in APA's continuing businesses, which excludes Australian Gas Networks Limited (formerly Envestra Limited) that was divested in August 2014, increased by \$124.0 million, or 17.8%, to \$821.3 million, in line with APA's guidance for FY2015 of \$810 million to \$825 million.

APA derives its revenue through a mix of regulated revenue, long-term negotiated revenue contracts, asset management fees and investment earnings. Earnings are underpinned by strong cash flows generated from high quality, geographically diversified assets and a portfolio of highly creditworthy customers.

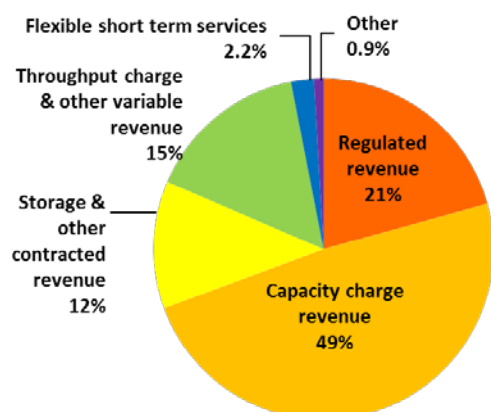
A national regulatory regime provides mechanisms for regulatory pricing amongst other things, and is encapsulated in the National Gas Law and National Gas Rules. The economic regulation aspects of the regime apply to most gas distribution networks and a number of gas transmission pipelines in Australia.

The regime provides for two forms of regulation based on a pipeline's relative market power – full regulation and light regulation. For assets under full regulation, the regulator approves price and other terms of access for standard ("reference") services as part of an access arrangement process, such that the asset owner has a reasonable opportunity to recover at least the efficient costs of owning and operating the asset to provide the reference services. Access arrangement periods usually run for five years. For assets under light regulation, contractual terms (including price) are negotiated between the service provider and customer with recourse to arbitration by the regulator in the absence of agreement. APA assets subject to full regulation or light regulation are detailed on the map below and in the table on page 5.

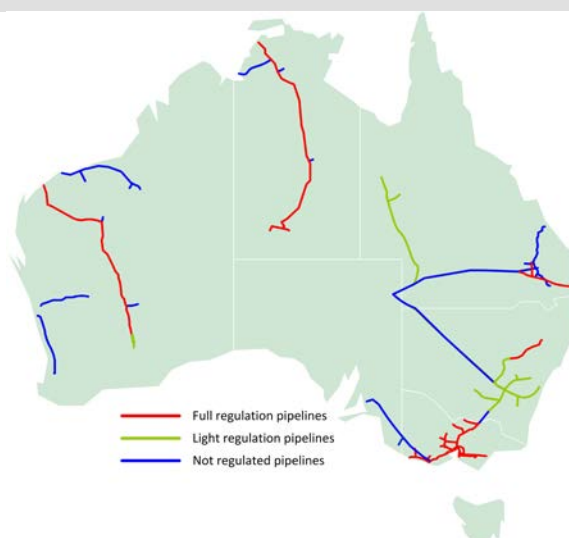
Contracted revenues are sourced from unregulated assets and assets under light regulation as well as assets under full regulation. Contracts generally entitle customers to capacity reservation, with the majority of the revenue fixed over the term of the relevant contract. APA's current weighted average contract term is approximately 10 years, and where new infrastructure is required, terms tend to be longer than this current average in order to underwrite the investment by APA in any necessary expansion.

During FY2015, approximately 21% of revenue (excluding pass-through) was subject to prices determined under full regulation, 49% of revenue (excluding pass-through) was from capacity reservation charges, 12% from storage and other contracted revenues and 15% from throughput charges. Given the dynamic east coast gas market, there were additional revenues from provision of flexible short term services, accounting for 2.2% of FY2015 revenue (\$21.4 million) for Energy Infrastructure.

**FY2015 Revenues by Contract Type**



**APA\* Pipelines by Regulation Type**



\* Owned and/or operated by APA



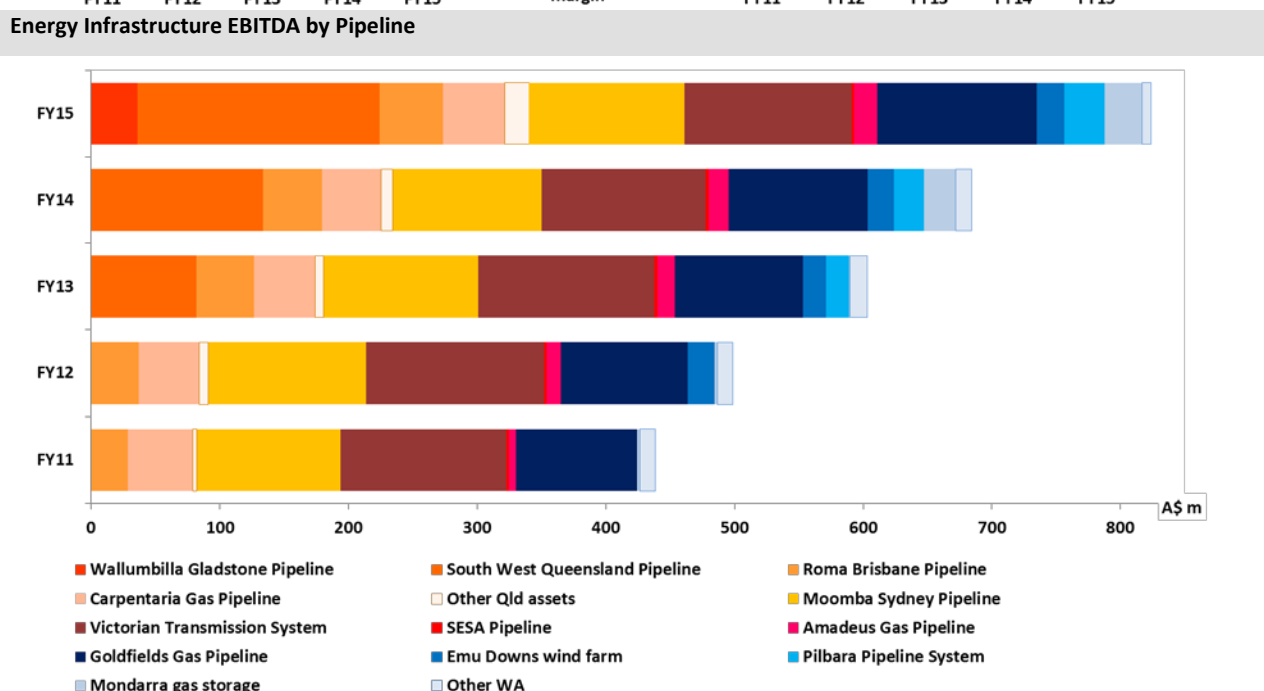
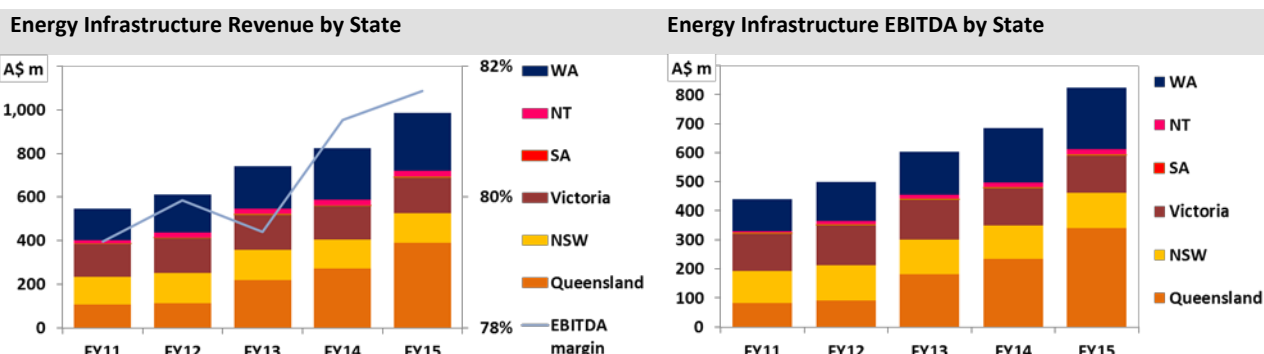
APA continues to focus on the operation, development and enhancement of our gas transmission and distribution assets, and energy investments across mainland Australia.

### 3.1 Energy Infrastructure

The Energy Infrastructure segment includes gas transmission, gas compression and storage assets and the Emu Downs wind farm. Revenue from these assets is derived from either regulatory arrangements or capacity-based contracts. Regulatory arrangements on major assets are reviewed every five years. Currently, in-place contracts have a weighted average term of approximately 10 years.

The Energy Infrastructure segment contributed 90.2% of revenue (for continuing businesses, excluding pass-through) and 92% of EBITDA (for continuing businesses, before corporate costs) during FY2015. Revenue (excluding pass-through revenue) was \$987.1 million, an increase of 19.8% on the last financial year (2014: \$824.1 million). EBITDA (for continuing businesses, before corporate costs) increased by 20.4% on the last financial year to \$823.6 million (2014: \$684.2 million).

Commissioning of various expansion projects and new haulage contracts across multiple assets, including South West Queensland Pipeline and Goldfields Gas Pipeline, as well as organic growth from the majority of APA's assets, as detailed in sub sections below, contributed to this result.

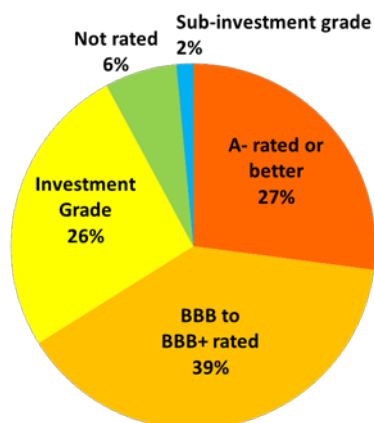


Note: The charts above exclude discontinued operations previously accounted for within Energy Infrastructure, including earnings from Allgas Networks and Moomba Adelaide Pipeline.

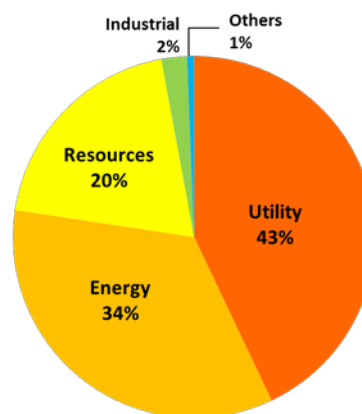
92% of FY2015 revenue was received from investment grade or better counterparties. FY2015 revenues, on an industry segment basis, were broken down as follows: 43% from utility sector customers; 34% from customers in the energy sector; 20% from resources sector customers; and 2% from industrial customers.



**FY2015 Revenues by Counterparty Credit Rating**



**FY2015 Revenues by Customer Industry Segment**



Geographically, Energy Infrastructure assets are managed as the East Coast Grid (Queensland, New South Wales, Victoria and South Australia), the Northern Territory and Western Australia.

### East Coast Grid

With the addition of the Wallumbilla Gladstone Pipeline, APA now has a 7,500+ kilometres of integrated pipeline grid on the east coast of Australia, with the ability to transport gas seamlessly from multiple gas production facilities to gas users across four states and the ACT, as well as to the export LNG market which is developing in Gladstone.

Customers using the East Coast Grid have flexibility in relation to receipt and delivery points, with the potential to move between around 30 receipt points and around 100 delivery points (including Gladstone). APA has developed the commercial and operational framework to deliver a wide range of flexible services, such as multi-asset services, bi-directional transportation, capacity trading and gas storage and parking facilities. To this end, APA opened its Integrated Operations Centre ("IOC") in Brisbane in April 2015. The IOC is designed to holistically manage our portfolio of interconnected assets to better enable us to respond to changes in operational and market conditions. By integrating commercial, technical and operational resources in the one location in a real-time environment, APA provides a single operational point of contact for our customers and enhances operational efficiency. During the course of FY2016, APA will complete the transitioning of its assets to the IOC.

Flexibility offered by APA's East Coast Grid allows customers to manage their gas portfolios in a more dynamic manner, in response to a gas industry that is undergoing significant transformation. This is a result of the near trebling in the size of the east coast gas market, driven primarily by the LNG export market at Gladstone. In addition to additional contribution from expanded assets from projects described below, APA experienced ongoing organic growth across the East Coast Grid, including from the Roma Brisbane Pipeline, the Moomba Sydney Pipeline and the Carpentaria Gas Pipeline.

During the financial year, the following major capital projects were completed:

- in December 2014, APA completed the installation of a new compressor at Winchelsea on the South West Pipeline (within the Victorian Transmission System) between Port Campbell and Brooklyn in Victoria. The new compressor increased the capacity of the South West Pipeline by 76 TJ/day;
- in May 2015, APA completed a further expansion of the Victoria – New South Wales Interconnect ("VNI") to increase the firm peak winter gas flows from Victoria into New South Wales by 145%, at a total cost of approximately \$160 million. New gas transportation agreements with Origin Energy, EnergyAustralia and Lumo Energy commenced during the year given completion of the expansion projects that involved augmenting additional compression capacity at Culcain, as well as additional looping. A fourth agreement

with an existing customer was announced in July 2015. This will support further expansion of the VNI by 30 TJ/day to 146 TJ/day in total, trebling capacity over a period of nearly three years in response to changes in the east coast gas market; and

- in January 2015, the South West Queensland Pipeline expansion projects were completed and commissioned. These projects involved \$325 million of expansions that were underpinned by various long term contracts with highly creditworthy counterparties. The South West Queensland Pipeline has undergone a major capacity expansion through augmentation of compression facilities at Wallumbilla and Moomba and pipeline bi-directional capability.

APA completed the acquisition of the Wallumbilla Gladstone Pipeline on 3 June 2015 and the pipeline contributed \$35 million of EBITDA during the financial year. Whilst the Queensland Curtis LNG Project itself is expected to be ramping up its production for its second train during FY2016, APA's contracts on the pipeline are full take-or-pay contracts for 20 years (with two 10-year options to extend), regardless of volume transported for the foundation shippers, with tariffs escalating annually at US CPI<sup>3</sup>. The expected EBITDA contribution of these contracts in the first full financial year to 30 June 2016 is US\$355 million. US dollar denominated debt was raised to assist in the financing of the acquisition. The net USD cashflows after servicing the USD denominated debt facilities will ultimately be converted to AUD, in line with APA's Treasury Risk Management Policy. More details on APA's guidance for FY2016 can be found on page 21 and its policy for managing foreign exchange can be found in Note 21 to the financial statements.

Against the backdrop of a very dynamic gas market in the south east of Australia, APA continues to adapt and progressively develop its gas infrastructure and services in response to the changing needs of its customers.

### **Northern Territory**

APA's assets in the Northern Territory continued to perform at or above expectations during the year including commencement of a new long term agreement to deliver natural gas to the Australian Agricultural Company meat processing facility near Darwin via the Amadeus Gas Pipeline.

In early 2014, APA commenced a feasibility study to link its pipeline infrastructure in the Northern Territory with its East Coast Grid. The proposed pipeline link (the "NT Link") will create the opportunity for gas sourced from onshore and offshore fields in the Northern Territory to supply markets in the east, and provide additional gas security for the Northern Territory.

The NT Link, if built, will connect APA's Amadeus Gas Pipeline in the Northern Territory with the APA owned East Coast Grid. APA expects this will provide additional flexibility to suppliers and users of gas in the Northern Territory and the eastern states of Australia, by interconnecting more resources with more markets.

During FY2015, the Northern Territory government announced its own process (North East Gas Interconnector or "NEGI") around connecting to the east coast and shortlisted four bidders, including APA. APA continues to work on its final submission as part of the government's process which is due in September 2015 and further work also continues in respect of APA's feasibility process outside of the Northern Territory Government process.

### **Western Australia – West Coast Grid**

In Western Australia, APA's assets serve a variety of customers in the resources, industrial and utility (mainly in the Perth area) sectors. The Goldfields Gas Pipeline ("GGP") and Pilbara Pipeline System both experienced strong organic growth from resource sector customers in FY2015. In the energy precinct that is developing around the Perth area, the Mondarra gas storage facility saw solid organic growth.

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<sup>3</sup> Consumer Price Index.

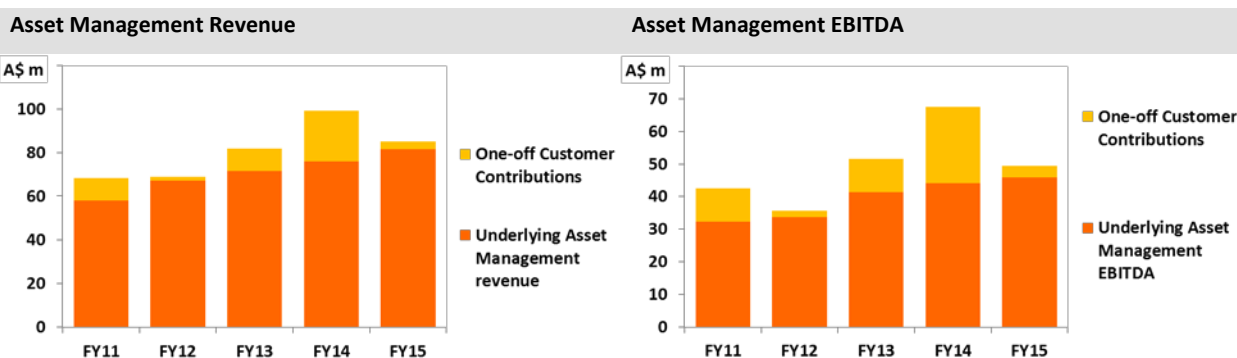
The GGP expansion project was completed during the year. FY2015 results were positively affected by the near full year contribution from this expansion. APA managed the \$150 million expansion project on behalf of the Goldfields Gas Transmission Joint Venture ("GGTJV") through which APA owns 88.2% of the GGP. Contracts with Rio Tinto and Mount Newman Joint Venture (85% owned by BHP), that supported the expansion, were entered into during FY2012.

During the financial year, APA commenced construction of the new 293 kilometre Eastern Goldfields Pipeline ("EGP"). This project is underwritten by two gas transportation agreements executed between AngloGold Ashanti ("Anglogold") and APA in July 2014 for the transportation of natural gas to AngloGold's Sunrise Dam Operations and the Tropicana Operations jointly owned by AngloGold and Independence Group NL, located in the eastern Goldfields region. The EGP will connect APA's existing infrastructure, the Goldfields Gas Pipeline and the Murrin Murrin Lateral to the respective mine site locations, with commissioning expected around the middle of FY2016. Under the agreements, APA will transport gas across a total distance of 1,500 kilometres to the mines through APA's three interconnected pipelines.

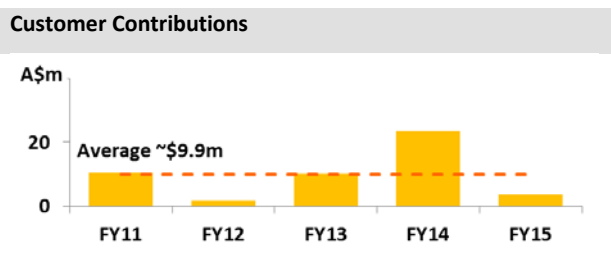
### 3.2 Asset Management

APA provides asset management and operational services to the majority of its energy investments and to a number of third parties. Its main customers are Australian Gas Networks Limited ("AGN", formerly Envestra Limited), Ethane Pipeline Income Fund, Energy Infrastructure Investments and GDI. Asset management services are provided to these customers under long term contracts.

Revenue (excluding pass-through revenue) from asset management services decreased by \$14.1 million or 14.2% to \$85.1 million (2014: \$99.2 million) and EBITDA (for continuing businesses) also decreased by \$18.1 million or 26.8% to \$49.4 million (2014: \$67.6 million).



This decrease in revenue and EBITDA is due to a reduction in customer contributions for relocating APA infrastructure, to \$3.6 million compared with \$23.4 million in the last financial year. This was partially offset by an increase in asset management fees. As can be seen in the graph below, there continue to be annual swings in customer contributions, as these are driven by our customers' work programmes and requirements. Over a number of years, the long term annual average revenue received for this work has been approximately \$10 million per annum.



As mentioned previously, APA sold its 33.05% stake in AGN during the financial year, however, the operating and maintenance agreements remain on foot until maturity in 2027.

### 3.3 Energy Investments

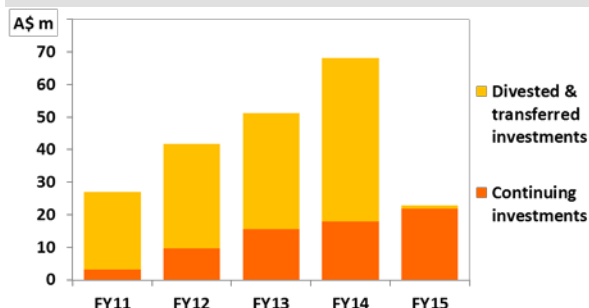
APA has interests in a number of complementary energy investments across Australia, including SEA Gas Pipeline, Energy Infrastructure Investments ("EII"), Ethane Pipeline Income Fund, EII2, GDI and Diamantina and Leichhardt Power Stations (collectively "DPS"). APA holds a number of roles in respect of most of these investments, in addition to its ownership interest. All investments are equity accounted, with the exception of APA's 6% interest in Ethane Pipeline Income Fund.

APA divested its 33.05% interest in Australian Gas Networks Limited ("AGN", formerly Envestra Limited) on 7 August 2014. As a result there was no material contribution from AGN to the FY2015 results.

Both power stations at DPS were commissioned during the financial year. Contribution from DPS is for the approximately 6 months that the power stations have been in operation.

EBITDA from continuing investments increased by 20.9% to \$21.8 million (2014: \$18.0 million), driven by increased contribution from GDI, EII2 and SEA Gas Pipeline, in particular.

Energy Investment Revenue & EBITDA



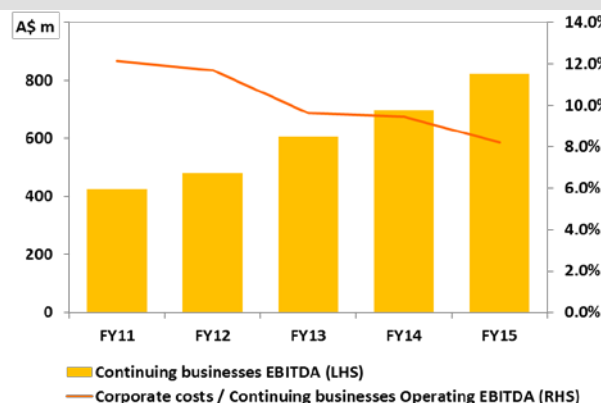
### 3.4 Corporate Costs

From this financial year, APA will separate out corporate costs from operating business segment EBITDA reporting. By doing this, it is expected that securityholders will be able to better understand the underlying performance of the operating businesses and the costs for APA to operate and manage these businesses.

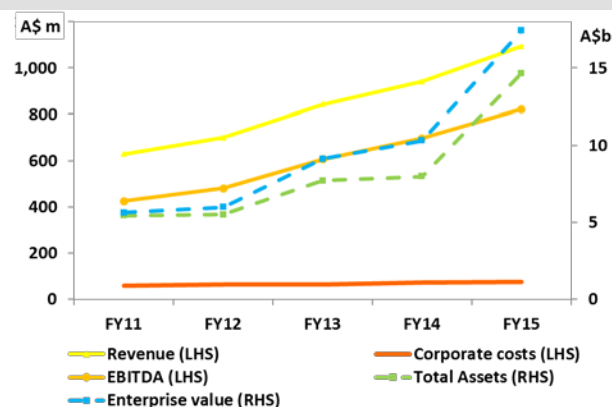
During the financial year, corporate costs increased, slightly, by 1.4% over the previous year to \$73.6 million (2014: \$72.5 million).

Corporate costs have trended down as a proportion of revenue and total EBITDA over the last few years. Moreover, as can be seen in the graphs below, as the business has grown significantly both in terms of investor returns and balance sheet, APA's corporate costs have remained relatively steady, demonstrating the efficient scalability of APA.

Corporate Costs to Continuing Businesses EBITDA



Corporate Costs vs Business Growth



In fact, whilst revenue, EBITDA, total assets and total enterprise value have grown at a compound annual growth rate ("CAGR") of between 14% and 39% over the last five years, corporate costs have grown at a significantly lower 5.8% CAGR.

Year ended 30 June	2015	2011	Changes
	\$ million	\$ million	%
Revenue <sup>(1)</sup>	1,094	628	14.9%
EBITDA <sup>(2)</sup>	821	425	17.9%
Total Assets	14,653	5,428	28.2%
Market capitalisation	9,182	2,470	38.9%
Enterprise value <sup>(3)</sup>	17,413	5,615	32.7%
Corporate costs	74	59	5.8%
Corporate costs / EBITDA <sup>(2)</sup>	8.2%	12.1%	

Notes:

(1) Continuing businesses revenue, excluding pass-through revenue

(2) Continuing businesses EBITDA

(3) Market capitalisation plus net debt as at end of financial year

### 3.5 Restatement of historical segment EBITDA

From this reporting period, APA will report its segment EBITDA exclusive of corporate costs to provide a clearer picture of the performance of the underlying assets within the business. For prior year comparison purposes, the following table restates segment EBITDA for the last 5 years.

Year ended 30 June	2015	2014	2013 <sup>(1)</sup>	2012	2011
	\$000	\$000	\$000	\$000	\$000
<b>EBITDA (continuing businesses)</b>					
Energy Infrastructure					
Queensland	340,131	234,459	180,652	91,016	81,966
New South Wales	120,808	115,569	120,243	122,789	111,764
Victoria	130,170	127,616	136,869	138,292	128,815
South Australia	1,940	2,380	2,419	2,110	2,136
Western Australia	212,604	188,947	149,404	133,886	108,093
Northern Territory	17,954	15,214	13,502	10,633	5,577
<i>Energy Infrastructure total</i>	<i>823,607</i>	<i>684,185</i>	<i>603,089</i>	<i>498,726</i>	<i>438,351</i>
Asset Management	49,448	67,552	51,553	35,563	42,517
Energy Investments	21,783	18,020	15,635	9,580	3,165
Corporate costs	(73,579)	(72,536)	(64,488)	(63,594)	(58,754)
<b>Total segment EBITDA</b>	<b>821,259</b>	<b>697,221</b>	<b>605,789</b>	<b>480,275</b>	<b>425,279</b>
Divested business <sup>(2)</sup>	991	50,113	56,154	55,213	64,309
<b>Total EBITDA before significant items</b>	<b>822,250</b>	<b>747,334</b>	<b>661,943</b>	<b>535,488</b>	<b>489,588</b>
Significant items <sup>(3)</sup>	447,240	0	101,685	(9,663)	2,521
<b>Total EBITDA</b>	<b>1,269,490</b>	<b>747,334</b>	<b>763,628</b>	<b>525,825</b>	<b>492,109</b>

Notes: Numbers in the table may not add up due to rounding.

(1) APA adopted revised AASB 119 during FY2014. As the revised standard must be applied retrospectively, comparative numbers have been restated.

(2) Australian Gas Networks Limited (formerly Envestra Limited) sold in FY2014, Moomba Adelaide Pipeline System sold in FY2013, APA Gas Network Queensland (Allgas) sold into GDI (EII) Pty Ltd in FY2012.

(3) Significant items: FY2015 relates to net proceeds realised from the sale of APA's investment in Australian Gas Networks Limited (formerly Envestra Limited) as well as the successful recovery of fees paid by Hastings Diversified Utilities Fund to Hastings Funds Management Limited. FY2013 relates primarily to one-off items associated with the HDF acquisition. FY2012 relates to the profit less transaction costs on the sale of Allgas. FY2011 relates to a number of one-off non-operating items.

#### 4. Capital and investment expenditure

Capital expenditure (including stay-in-business capital expenditure) for the financial year totalled \$396.3 million compared with \$446.7 million last financial year.

Growth project expenditure of \$343.1 million (2014: \$382.5 million) was in respect of pipeline capacity expansion in the Victoria – New South Wales Interconnect, additional compression facilities at Moomba and Wallumbilla and construction of the Eastern Goldfields Pipeline in Western Australia. These capital expenditures were generally either fully underwritten through long-term contractual arrangements or have regulatory approval through a relevant access arrangement.

The majority of investment expenditure for the financial year of \$5,888.0 million (2014: \$126.1 million) related to the Wallumbilla Gladstone Pipeline acquisition completed in June 2015, with a small portion attributable to completion of the Diamantina Power Station.

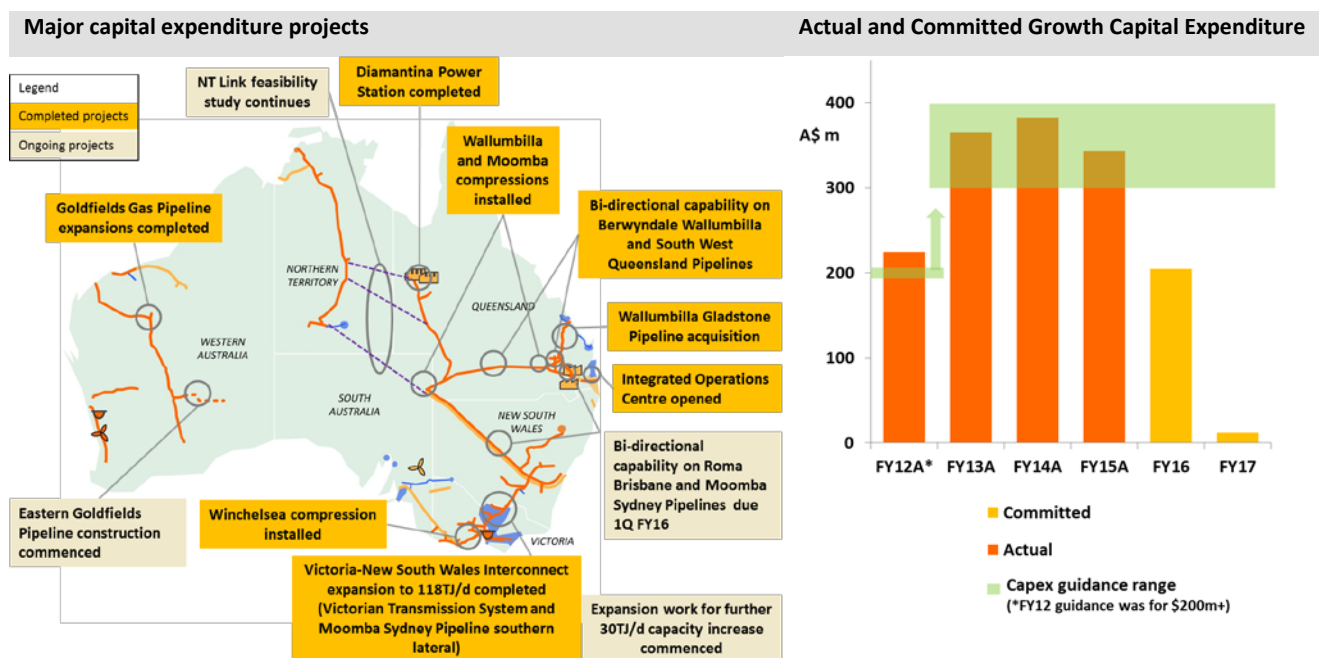
Capital and investment expenditure for the financial year is detailed in the table below.

Capital and investment expenditure <sup>(1)</sup>	Description of major projects	2015	2014
		\$ million	\$ million
<b>Growth expenditure</b>			
Regulated	Victoria-NSW Interconnect looping & compression, Winchelsea compression	136.1	65.5
Major projects			
Queensland	Wallumbilla and Moomba compression	104.4	206.6
New South Wales	Moomba Sydney Pipeline southern expansion	12.4	13.2
Western Australia	Eastern Goldfields Pipeline development, Goldfields Gas Pipeline expansions	64.2	73.4
Other	Victorian metering and LNG, maintenance system, enterprise asset management systems and processes	26.3	23.8
		207.0	317.0
<b>Total growth capex</b>		<b>343.1</b>	<b>382.5</b>
Stay-in-business capex		50.6	45.1
Customer contributions	Pipe relocations for councils, Pilbara Pipeline relocation	2.7	19.1
<b>Total capital expenditure</b>		<b>396.3</b>	<b>446.7</b>
Acquisitions	Wallumbilla Gas Pipeline	5,866.8	-
Energy Investments	Diamantina Power Station joint venture	21.2	126.1
<b>Total investment expenditure</b>		<b>5,888.0</b>	<b>126.1</b>
<b>Total capital and investment expenditure</b>		<b>6,284.3</b>	<b>572.8</b>

Notes: Numbers in the table may not add up due to rounding.

(1) The capital expenditure shown in this table represents actual cash payments as disclosed in the cash flow statement, and excludes accruals brought forward from the prior financial year and carried forward to next financial year.

As can be seen in the map below, APA continues to work on projects around the country and maintains guidance for \$300 million to \$400 million of annual organic growth capital expenditure level over the next couple of years.



## 5. Financing Activities

### 5.1 Capital management

APA issued a total of 278,556,562 new securities between 23 December 2014 and 28 January 2015 (inclusive), raising \$1.84 billion to provide funding in support of the acquisition of the Wallumbilla Gas Pipeline (formerly QCLNG Pipeline) and APA's ongoing capital needs. The new securities were issued at \$6.60 per security as a result of a one-for-three accelerated renounceable entitlement offer to existing securityholders.

As at 30 June 2015, 1,114,307,369 securities were on issue (2014: 835,750,807).

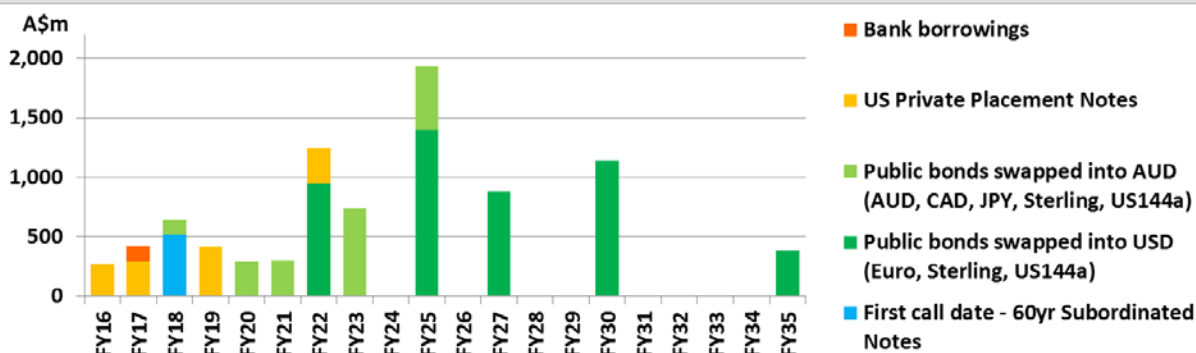
During the financial year APA completed the following financings:

- in December 2014, APA established a US\$4.1 billion two-year syndicated bridge facility to provide certainty of funding for the Wallumbilla Gladstone Pipeline acquisition. US\$4.1 billion of the facility was cancelled in March 2015, following APA's successful issuance of bonds in the international debt capital markets (detailed below). The balance of US\$100 million is a syndicated revolving credit facility that remains available to APA to provide flexibility in respect of working capital needs;
- in March 2015, APA issued EUR1,350 million and GBP600 million of fixed rate Medium Term Notes (MTNs) from its Euro Medium Term Note program following a successful marketing process aimed at raising longer term borrowings to fund the acquisition of the Wallumbilla Gladstone Pipeline and for APA's ongoing corporate needs. The MTNs were issued in three tranches: EUR700 million of seven-year notes at a fixed coupon of 1.375%; EUR650 million of 12-year notes at a fixed coupon of 2.0%; and GBP600 million of 15-year notes issued at a fixed coupon of 3.5%. Proceeds from the MTNs were swapped into approximately US\$2.3 billion and APA will retain the funds in US dollars at an average all-in weighted average fixed rate of approximately 4.2% per annum; and
- in March 2015, APA issued US\$1.4 billion of senior guaranteed notes in the United States 144A debt capital market. The notes were issued in two tranches: US\$1,100 million of 10-year notes at a fixed coupon of 4.2%; and US\$300 million of 20-year notes at a fixed coupon of 5.0%.



At 30 June 2015, APA's debt portfolio has a broad spread of maturities extending out to FY2035, with an average maturity of drawn debt of 8.5 years<sup>4</sup>. APA's gearing<sup>5</sup> of 63.4% at 30 June 2015 was down slightly from 64.2% at 30 June 2014. APA remains well positioned, at this level, to fund its planned organic growth activities from available cash and committed resources.

#### APA debt maturity profile and diversity of funding sources



At 30 June 2015, APA had around \$1,587 million in cash and committed undrawn facilities available to meet the continued capital growth needs of the business.

Subsequent to the end of FY2015, APA established a new \$830 million syndicated bank facility, replacing the existing \$1.1 billion syndicated facility. This has reduced APA's cash and available, committed, undrawn facilities to around \$1.3 billion. The new facility comprises three tranches:

- \$311.25 million maturing in September 2017;
- \$311.25 million maturing in September 2018; and
- \$207.5 million maturing in September 2020.

APA has a prudent treasury policy which requires conservative levels of hedging of interest rate exposures to minimise the potential impacts from adverse movements in interest rates. Other than noted below, all interest rate and foreign currency exposures on debt raised in foreign currencies have been hedged. The majority of the revenues to be received over the next 20 years from the foundation contracts on the Wallumbilla Gladstone Pipeline will be received in USD. The US\$3.7 billion of debt raised in March 2015 is considered to be a "designated hedge" for these revenues and therefore have been kept in USD. Net USD cashflow after servicing the USD interest costs that are not part of that "designated relationship" will be hedged on a rolling basis for an appropriate period of time, in line with APA's treasury policy.

APA also enters into interest rate hedges for a proportion of the interest rate exposure on its floating rate borrowings. As at 30 June 2015, 94.0% (2014: 72.8%) of interest obligations on gross borrowings were either hedged into or issued at fixed interest rates for varying periods extending out in excess of 19 years.

## 5.2 Borrowings and finance costs

As at 30 June 2015, APA had borrowings of \$8,643 million<sup>4</sup> (\$4,789 million at 30 June 2014) from a mix of syndicated bank debt facilities, bilateral debt facilities, US Private Placement notes, Medium Term Notes in

<sup>4</sup> USD denominated debt has been nominally exchanged at AUD/USD exchange rate at respective inception date of 0.7772 for Euro and GBP MTN issuances and 0.7879 for US144A notes.

<sup>5</sup> Gearing ratio determined in accordance with covenants in certain senior debt facilities as net debt to net debt plus book equity.



several currencies, Australian Medium Term Notes, United States 144A Notes and APA Group Subordinated Notes.

Excluding significant items, net finance costs decreased by \$0.9 million, or 0.3%, to \$324.2 million (2014: \$325.1 million). The decrease is primarily due to proceeds from the sale of shares in AGN applied to reduce debt and to interest income from term deposits received during the pre-settlement period of the acquisition of the Wallumbilla Gladstone Pipeline. The average interest rate (including credit margins) applying to drawn debt was 6.76%<sup>4</sup> for the financial year (2014: 7.12%).

APA's interest cover ratio<sup>6</sup> for the financial year, at 2.59 times (2014: 2.31 times), remains well in excess of its debt covenant default ratio of 1.1 times and distribution lock up ratio of 1.3 times.

### 5.3 Credit ratings

APT Pipelines Limited, the borrowing entity of APA, maintained the following two investment grade credit ratings during the financial year:

- BBB long-term corporate credit rating (outlook Stable) assigned by Standard & Poor's (S&P) in June 2009, and last confirmed on 10 December 2014; and
- Baa2 long-term corporate credit rating (outlook Stable) assigned by Moody's Investors Service (Moody's) in April 2010, and last confirmed on 10 December 2014.

### 5.4 Income tax

Income tax expense (including significant items) for the financial year of \$177.2 million results in an effective income tax rate of 24.0%. The FY2014 profit after tax included a significant item of \$144.1 million relating to a one-off adjustment to tax expense to reflect a change in the treatment, for tax depreciation purposes only, of various capital assets acquired in FY2007. This resulted in an income tax benefit for FY2014 of \$77.7 million.

Excluding significant items, the effective income tax rate for the financial year is 28.2% which is higher than the 25.0% in the previous year due to APA ceasing to equity account the Envestra investment and to the increase in non-deductible amortisation on contract intangibles during the year.

After utilisation of all available group tax losses and partial utilisation of available transferred tax losses, an income tax provision of \$7.2m has been recognised as at 30 June 2015.

### 5.5 Distributions

Distributions paid to securityholders during the financial year were:

	Final FY 2014 distribution paid 10 September 2014		Interim FY 2015 distribution paid 18 March 2015	
	Cents per security	Total distribution \$000	Cents per security	Total distribution \$000
APT profit distribution	16.42	137,239	15.12	126,396
APT capital distribution	-	-	-	-
APTIT profit distribution	2.33	19,465	2.38	19,860
APTIT capital distribution	-	-	-	-
<b>Total</b>	<b>18.75</b>	<b>156,704</b>	<b>17.50</b>	<b>146,256</b>

<sup>6</sup> For the calculation of interest cover, significant items are excluded from the EBITDA used.

On 26 August 2015, the Directors declared a final distribution for APA for the financial year of 20.50 cents per security which is payable on 16 September 2015 and will comprise the following components:

	Final FY 2015 distribution payable 16 September 2015	
	Cents per security	Total distribution \$000
APT profit distribution	18.12	201,945
APT capital distribution	-	-
APTIT profit distribution	2.38	26,488
APTIT capital distribution	-	-
<b>Total</b>	<b>20.50</b>	<b>228,433</b>

Total distribution for the financial year ended 30 June 2015 is 38.0 cents per security, an increase of 1.75 cents, or 4.8%, on the 36.25 cents per security paid in respect of the year ended 30 June 2014.

Distribution information is presented on an accounting classification basis. The APA Group Annual Tax Statement and Annual Tax Return Guide (to be released in September 2015) will provide the classification of distribution components for the purposes of preparation of securityholder income tax returns.

## 5.6 Total securityholder returns

During the financial year, APA's market capitalisation increased by 59.5% to \$9.2 billion at 30 June 2015. APA's total securityholder return for the financial year, which accounts for distributions paid plus the capital appreciation of APA's security price and assumes the reinvestment of distributions at the declared time, was 30.0%, placing APA in the top 21<sup>st</sup> percentile of one year total shareholder returns for the financial year<sup>7</sup>.

APA's total securityholder return since listing on the ASX is 1,304%, a compound annual growth rate of 19.2%.

The table below provides securityholders with an understanding of the growth in value of APA securities, excluding value raised through capital raising activities, during FY2015 as well as since listing.

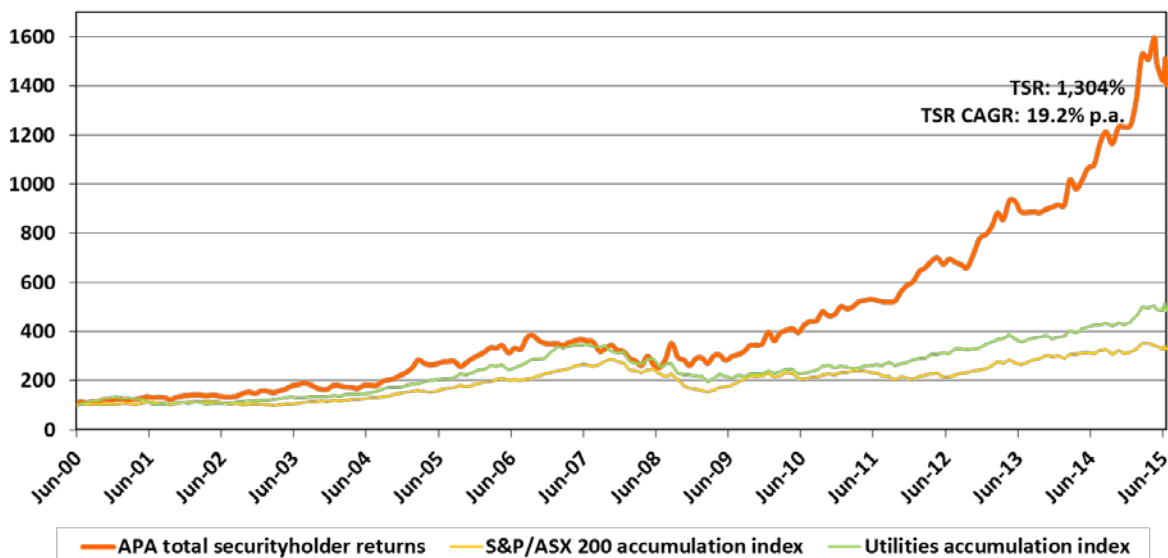
	FY2015			Since Listing		
	Number of securities (million)	Price per security (\$/security)	Market capitalisation (\$ million)	Number of securities (million)	Price per security (\$/security)	Market capitalisation (\$ million)
Beginning of period	835.8	\$6.89	\$5,758.3	244.0	\$2.00	\$488.0
Capital raised <sup>(1)</sup>	278.6	\$6.60	\$1,838.5	870.3	\$2.50-\$6.60	\$4,254.5
End of period	1,114.3	\$8.24	\$9,181.9	1,114.3	\$8.24	\$9,181.9
Growth in value over period			\$1,585.1			\$4,439.4

Notes:

(1) Since listing, APA has undertaken a variety of capital raising activities including rights issues, placements and dividend reinvestment plans. For FY2015, this relates to the 1-for-3 rights issue conducted.

<sup>7</sup> Figures quoted are sourced from IRESS and measured as at 30 June 2015.

APA total securityholder returns since listing to 30 June 2015



### 5.7 Guidance for the 2016 financial year

Based on current operating plans, APA expects statutory EBITDA for the full year to 30 June 2016 to be in a range of \$1,275 million to \$1,310 million. On a normalised, continuing businesses basis, EBITDA is expected to increase by approximately 55% to 60% on the 2015 financial year continuing business EBITDA. This includes a contribution of around US\$355 million from the newly acquired Wallumbilla Gladstone Pipeline and growth across the remainder of the APA portfolio of between 3% and 7%.

APA has entered into forward exchange contracts for FY2016, for the net USD cashflow from the gas transportation agreements for the Wallumbilla Gladstone Pipeline ("WGP"), after servicing USD denominated debt. In forecasting AUD equivalent EBITDA contribution from WGP, we have used the forward exchange rates for these hedged revenues. Any differences in the hedged rate and the actual rate will be accounted for in the hedge reserve account within the equity portion of APA's balance sheet.

Net interest cost is expected to be in a range of \$500 million to \$510 million.

Growth capital expenditure is expected to remain in the range of \$300 million to \$400 million for FY2016.

Distributions per security for the 2016 financial year are expected to be at least equal to those paid in respect of the 2015 financial year, that is, at least 38.0 cents per security.

Year ended 30 June	2016 guidance	2015 actual	Changes	
	\$000	\$000	\$000	%
Normalised EBITDA from continuing businesses	1,275 to 1,310	821.3	454 to 489	55% to 60%
Net interest cost	500 to 510	324.2	176 to 186	54% to 57%
Statutory EBITDA	300 to 400	343.1	-	-
Distribution per security	At least 38.0	38.0	-	-

## 6. Regulatory matters

Key regulatory matters addressed during the financial year included:

### ***Goldfields Pipeline access arrangement***

In August 2014, a revised access arrangement proposal was submitted to the Economic Regulation Authority of Western Australia. APA has responded to a series of queries by the regulator on that proposal. The regulator will issue a draft decision to which APA will then provide a further response before the regulator makes a final decision, which is estimated to occur by December 2015. The current tariffs are applicable until the regulator's final decision becomes operative.

### ***GDI becomes subject to light-handed regulation***

APA holds a 20% interest in GDI. During the year APA, on behalf of GDI, successfully had the regulatory status of the GDI network changed from full economic regulation to light-handed regulation, lowering the cost of regulation incurred by the network.

### ***Gas Policy developments***

The ongoing unprecedented changes in the Eastern Australian gas market have resulted in numerous governmental reviews and inquiries into policy settings. APA has been an active participant in these reviews, highlighting the significant contribution that our portfolio of pipeline assets coupled with our responsive customer services has made to the development of the gas market.

## 7. Health, safety and environment

### ***Health and safety reporting***

The Lost Time Injury Frequency Rate ("LTIFR")<sup>8</sup> for APA was 0.64 (for employees and contractors) for the financial year, down from 0.80 in the last financial year. There were two employee and two contractor lost time injuries during the financial year. The Total Recordable Injury Frequency Rate<sup>9</sup> for APA was 8.11 (for employees and contractors combined) in FY2015, a reduction of 8.89 from 17.00 in the last financial year.

APA aims to be a zero harm workplace for its employees, contractors and the broader communities in which it operates. During FY2014, APA launched a three year Strategic Improvement Plan and introduced a tailored list of risk based initiatives as part of the plan.

The Strategic Improvement Plan and each initiative follow the Risk–Control–Assure framework. One risk which was identified during the year as requiring additional controls was driving. A safe driving initiative, called *Safedrive+* has been added to the strategic plan. This initiative will provide the requisite level of control and training for all APA drivers, passengers and contractors, as well as a minimum standard vehicle specification.

Other key initiatives implemented during the financial year include:

- Relaunch to the *Leading Zero Harm* behavioural program, calibration of the hazard profile process, the completion of the hazard identification process and risk based and system audits.
- *The implementation of Safeguard+*  
APA's online health, safety and environment ("HSE") repository went live in December 2014. The platform has already provided the business with much improved disciplines for reporting, communicating, investigating and actioning HSE failures whilst also providing an easy to use reporting suite which provides vastly improved HSE data and analysis.

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<sup>8</sup> Lost Time Injury Frequency Rate is calculated as the number of lost time injuries (injuries which result in the loss of at least one full shift), multiplied by one million, divided by the total hours worked.

<sup>9</sup> Total Recordable Injury Frequency Rate is calculated using the same formula as LTIFR with the added inclusion of all medically treated injuries.

- *A tailored contractor management system*

The new system provides tools and processes for the business to appropriately assess and monitor contractor performance. It requires compliance with APA procurement and HSE standards ensuring alignment with regards to approach to HSE.

APA encourages healthy living and continued its sponsorship for employees who participate in the Global Corporate Challenge. In addition, APA completed a company health and wellbeing risk profile of employees. The program surveyed and tested a sample of 284 employees across the business. The results will be used to develop health and wellbeing programs.

### **Environmental regulations**

All pipeline, distribution and gas processing assets owned and/or operated by APA are designed, constructed, tested, operated and maintained in accordance with pipeline and distribution licences issued by the relevant State and Territory technical regulators. All licences require compliance with relevant Federal, State and Territory environmental legislation and Australian standards.

The pipeline licences also require compliance with the Australian Standard AS 2885 "Pipelines – Gas and Liquid Petroleum", which has specific requirements for the management of environmental matters associated with all aspects of the high pressure pipeline industry.

Construction Environmental Management Plans satisfying Section 6 of the Australian Pipeline Gas Association Code of Environmental Practice are prepared as needed. Major project construction activities are audited or inspected in accordance with Environmental Management Plan requirements. In accordance with Part 3 of AS 2885, Environmental Management Plans satisfying Section 7 of the Code are in place for all operating pipelines and are managed in accordance with APA's contracts and the terms and conditions of the licences that APA has been issued.

The Safety and Operating Plan for the distribution networks that APA operates has been audited during the financial year, in accordance with New South Wales technical regulatory requirements.

Senior management reviews audit reports and any material breaches are communicated to the Board. The Board reviews external audit reports and, on a monthly basis, the internal reports prepared relating to environmental issues. No significant breaches have been reported during the financial year and APA has managed its assets in accordance with the relevant Environmental Management Plans.

### **Environmental reporting**

In October 2014, APA complied with Australia's National Greenhouse and Energy Reporting ("NGER") obligations for the FY2014. Energy reporting for FY2015 will be submitted in October 2015.

APA's main sources of emissions are from the combustion of natural gas in compressor stations and from fugitive emissions associated with natural gas pipelines. NGER compliance reporting applied to assets under APA's operational control, which include the Roma Brisbane Pipeline, the Moomba Sydney Pipeline, the South West Queensland Pipeline, the Northern Territory Natural Gas Distribution Network, the Goldfields Gas Pipeline (88.2% ownership), the Diamantina Power Station (50% equity ownership) and the GDI gas distribution network(20% equity ownership).

APA's summary of Scope 1 emissions and energy consumption for the 2014 financial year are set out in the following table:

Financial year	2014	2013	Change	
Scope 1 CO <sub>2</sub> emissions (tonnes)	311,421	322,827	(11,406)	(3.5) %
Energy consumption (GJ)	6,425,042	2,791,839	(3,633,203)	(130.1) %

## **8. Risk overview**

APA identifies risks to the business and puts in place mitigation actions to remove or minimise the negative impact and maximise the opportunities in respect of these risks. Material risks are reviewed on an ongoing

basis by APA's Executive Risk Management Committee and the Board Audit and Risk Management Committee, together with the relevant business units and internal experts. Further information on this process is provided in APA's Corporate Governance Statement (refer to Principle 7) and the Sustainability Report (part of the Annual Review).

Risk assessment considers a combination of the probability and consequence of risks occurring. Listed below are a number of key risks identified that could materially affect APA negatively. However, the risks listed may not include all risks associated with APA's ongoing operations, the materiality of risks may change and previously unidentified risks may emerge.

### **Key risks**

#### *Economic regulation*

APA has a number of price regulated assets and investments in its portfolio. Regulatory pricing periods generally run for five years and reflect the regulator's determination of, amongst other matters, APA's projected operating and capital costs, and weighted average cost of capital. The price regulation outcomes determined by the Australian Energy Regulator or Economic Regulation Authority (for Western Australia) under an access arrangement process for a full regulation asset may adversely affect APA's revenue in respect of that asset.

A number of APA's assets are subject to light regulation which, while not a price regulation regime, does enable the regulator to arbitrate any disputes with customers on price and other terms of access. In addition, under the National Gas Law, any person may make an application that an unregulated pipeline become "covered" and subject to economic regulation, which may adversely affect APA's economic position.

#### *Bypass and competitive risk*

Bypass and competitive risk occurs when a new transmission pipeline offers gas transportation services to the same end market serviced by existing pipelines. If a bypass risk eventuates, APA's future earnings could be reduced if customers purchase gas transportation services from new pipelines rather than from APA's existing pipelines.

#### *Gas demand risk*

Reduced demand for gas and increased use of gas swap contracts by customers may reduce the future demand for pipeline capacity and transportation services and adversely impact APA's future revenue, profits and financial position.

#### *Gas supply risk*

A long-term shortage of competitively priced gas, either as a result of gas reserve depletion, allocation of gas to other markets, or the unwillingness or inability of gas production companies to produce gas, may adversely affect APA's revenue and the carrying value of APA's assets.

#### *Counterparty risk*

The failure of a counterparty to meet its contractual commitments to APA, whether in whole or in part, would reduce future anticipated revenue unless and until APA is able to secure an alternative customer. Counterparty risk also arises when contracts are entered into for derivatives with financial institutions.

#### *Interest rates and refinancing risks*

APA is exposed to movements in interest rates where floating interest rate funds are not effectively hedged. There is a risk that adverse interest rate movements may affect APA's earnings, both directly (through increased interest payments) and indirectly (through the impact on asset carrying values).

APA has borrowings extending through to 2035. Access to continuing financing sources to extend and/or refinance debt facilities will be important. An inability to secure new debt facilities at a similar quantum and cost to existing debt facilities may adversely affect APA's operations and/or financial position and performance.

### *Foreign exchange risks*

APA is exposed to movements in foreign exchange rates and there is a risk that adverse USD:AUD exchange rate movements may affect APA's earnings (through reduced AUD revenues received from USD denominated revenues) and debt levels (through translation of USD denominated debt).

### *Investment risk*

APA may acquire infrastructure and related assets or undertake additional or incremental investment in its existing assets. There is a risk that assumptions and forecasts used in making investment decisions may ultimately not be realised, and this may adversely affect APA's financial position and performance. There is also a risk that APA may be unable to secure further appropriate infrastructure investments on suitable terms, thereby limiting its growth.

### *Contract renewal risk*

A large part of APA's revenues are the subject of long-term negotiated revenue contracts with end customers. Due to a range of factors, including customer demand risk, gas supply risk, counterparty risk, shorter term contracts and bypass and competitive risk, APA may not be successful in recontracting the available pipeline capacity when it comes due for contract renewal, and consequently may adversely impact APA's future revenue, profits and financial position.

### *Operational risk*

APA is exposed to a number of operational risks such as equipment failures or breakdowns, rupture of pipelines, information technology systems failures or breakdowns, employee or equipment shortages, contractor default, unplanned interruptions, damage by third parties, integration of acquired assets and unforeseen accidents. Operational disruption, or the cost of repairing or replacing damaged assets, could adversely impact APA's earnings. Insurance policies may only provide protection for some, but not all, of the costs that may arise from unforeseen events.

### *Operating licences and authorisations*

All pipeline, distribution, gas processing, storage and electricity generation assets owned and/or operated by APA require compliance with relevant laws, regulations and policies. Any changes may have an adverse impact on APA's pricing, costs or compliance regimes, which could materially affect APA's operations, earnings and/or financial position and performance. Certain licences, permits or regulatory consents may not be renewed, granted, continued or such renewal, grant or continuation may be on more onerous terms or subject to loss or forfeiture, which may adversely affect APA's operations and/or financial position and performance.

### *Construction and development risk*

APA develops new assets and undertakes expansion of its existing assets. This involves a number of typical construction risks, including the failure to obtain necessary approvals, employee or equipment shortages, higher than budgeted construction costs and project delays, which may impact the commerciality and economics of the development or otherwise impact on APA's other assets. If these risks materialise, this may adversely affect APA's operations and/or financial position and performance.

### *Disputes and litigation risks*

In the course of its operations, APA may be involved in disputes and litigation. There is a risk that material or costly disputes or litigation could affect APA's financial position and performance.

### *Credit rating risks*

There is no assurance that any rating will remain in effect for a given period of time or that any rating will not be revised or withdrawn entirely by a rating agency in the future if in its judgement, circumstances warrant. APA is under no obligation to update information regarding such ratings should they change over time.



## DIRECTORS

### 1. Information on Directors and Company Secretary

Information relating to the qualifications and experience of the Directors and Company Secretary is set out below:

<p><b>Leonard Bleasel AM FAICD FAIM</b></p> <p><i>Independent Chairman</i></p> <p>Appointed 28 August 2007</p> <p>Appointed Chairman 30 October 2007</p>	<p>Leonard (Len) Bleasel had a long career in the energy industry before retiring from management in 2001. He started his career in AGL in 1958 and worked in a variety of roles, culminating in the position of Managing Director and CEO from 1990 to 2001.</p> <p>Len's past appointments have included lead non-executive director of QBE Insurance Group Limited and Chairman of Foodland Associated Limited, ABN AMRO Australia Holdings Pty Limited, Solaris Power, Natural Gas Corporation Holdings Ltd (New Zealand), Elgas Ltd, East Australian Pipeline Ltd and the Advisory Council for CIMB Securities International (Australia) Pty Ltd. He was also a director of St George Bank Limited and Gas Valpo (Chile).</p> <p>Len is currently Chairman of the Taronga Conservation Society Australia. He was awarded an AM in the General Division of the Order of Australia for services to the Australian gas and energy industries and the community.</p>
<p><b>Michael McCormack BSurv GradDipEng MBA FAICD</b></p> <p><i>Chief Executive Officer and Managing Director</i></p> <p>Appointed Managing Director 1 July 2006</p>	<p>Michael (Mick) McCormack has been Chief Executive Officer of APA since 1 July 2005 and Managing Director since 1 July 2006. He has over 30 years' experience in the gas infrastructure sector in Australia and his career has encompassed all aspects of the sector including commercial development, design, construction, operation and management of most of Australia's natural gas pipelines and gas distribution systems.</p> <p>Mick is a former Director of Envestra Limited (now Australian Gas Networks), the Australian Pipeline Industry Association and the Australian Brandenburg Orchestra.</p>
<p><b>Steven Crane BComm FAICD SF Fin</b></p> <p><i>Independent Director</i></p> <p>Appointed 1 January 2011</p>	<p>Steven (Steve) Crane has over 30 years' experience in the financial services industry. His background is in investment banking, having previously been Chief Executive Officer of ABN AMRO Australia and BZW Australia.</p> <p>Steve has considerable experience as a non-executive Director of listed businesses. He is currently Chairman of nib holdings limited and Deputy Chairman of the Taronga Conservation Society Australia. He was formerly Chairman of Adelaide Managed Funds Limited and Investa Property Group Limited, a Director of Transfield Services Limited, Bank of Queensland Limited, Adelaide Bank Limited, Foodland Associated Limited and APA Ethane Limited, the responsible entity of Ethane Pipeline Income Fund, and a member of the Advisory Council for CIMB Securities International (Australia) Pty Limited. Steve is a member of the Audit and Risk Management Committee and the Remuneration Committee.</p>
<p><b>John Fletcher BSc MBA FAICD</b></p> <p><i>Independent Director</i></p> <p>Appointed 27 February 2008</p>	<p>John Fletcher has over 35 years' experience in the energy industry, having held a number of executive positions in AGL prior to his retirement in 2003, including Chief Financial Officer. He brings broad financial and commercial experience to the Board having previously been a Director of Integral Energy, Natural Gas Corporation Holdings Ltd (New Zealand), Foodland Associated Limited, Sydney Water Corporation and Alinta Energy Group.</p> <p>John was an AGL-appointed Director of Australian Pipeline Limited from 2000 to 2005.</p> <p>He is the Chairman of the Remuneration Committee and a member of the Audit and Risk Management Committee.</p>



Australian Pipeline Trust and its Controlled Entities

Directors' Report for the year ended 30 June 2015

<p><b>Russell Higgins AO</b> <b>BEC FAICD</b>  <i>Independent Director</i>  Appointed 7 December 2004</p>	<p>Russell Higgins has extensive experience, both locally and internationally, in the energy sector and in economic and fiscal policy. He was Secretary and Chief Executive Officer of the Department of Industry, Science and Resources from 1997 to 2002 and Chairman of the Australian Government's Energy Task Force from 2003 to 2004.</p> <p>Russell is a Director of Telstra Corporation Limited and Argo Investments Limited.</p> <p>He is a former Chairman of the Global Carbon Capture and Storage institute, the CSIRO Energy Transformed Flagship Advisory Committee and Snowy Hydro, as well as a former Director of Leighton Holdings Limited, Ricegrowers Limited (trading as SunRice), St James Ethics Foundation, Australian Biodiesel Group Limited, EFIC and the CSIRO. He was also previously a member of the Prime Ministerial Task Group on Emissions Trading.</p> <p>Russell is Chairman of the Health Safety and Environment Committee and a member of the Audit and Risk Management Committee.</p>
<p><b>Patricia McKenzie</b> <b>LLB FAICD</b>  <i>Independent Director</i>  Appointed 1 January 2011</p>	<p>Patricia McKenzie has considerable expertise and experience in energy market regulation and, as a qualified solicitor, extensive corporate legal experience. She is currently Chair of Healthdirect Australia and a Director of Transgrid.</p> <p>Patricia was formerly a Director of Macquarie Generation, Australian Energy Market Operator Limited (AEMO), the national energy market operator for electricity and gas, and Chief Executive Officer of Gas Market Company Limited, the market administrator for retail competition in the gas industry in New South Wales and the Australian Capital Territory.</p> <p>Patricia is a member of the Health Safety and Environment Committee and the Remuneration Committee.</p>
<p><b>Robert Wright</b> <b>BCom FCPA</b>  <i>Independent Director</i>  Appointed 11 February 2000</p>	<p>Robert Wright has over 35 years' financial management experience. During his executive career he was the Chief Financial Officer of several listed companies. He has also been both an Executive Director and Non Executive Director of a number of listed companies.</p> <p>He is currently the Chairman of Super Retail Group Limited and APA Ethane Limited, the responsible entity of Ethane Pipeline Income Fund, and was previously Chairman of SAI Global Limited, Dexion Limited and RCL Group Limited.</p> <p>Robert is the Chairman of the Audit and Risk Management Committee and a member of the Health Safety and Environment Committee.</p>
<p><b>Mark Knapman</b> <b>BCom LLB FGIA FCIS</b>  <i>Company Secretary</i>  Appointed 16 July 2008</p>	<p>Mark has extensive experience as a Company Secretary. He was Company Secretary and General Counsel of an ASX-listed company and Asia Pacific Legal Counsel and Company Secretary for a US multinational company prior to joining APA. Prior to those roles, he was a partner of an Australian law firm.</p> <p>Mark is a Fellow of the Governance Institute of Australia and the Institute of Company Secretaries and Administrators, and is admitted to practice as a solicitor.</p>

## 2. Directorships of Other Listed Companies

Directorships of other listed companies held by Directors at any time in the three years immediately before the end of the financial year are as follows:

Name	Company	Period of directorship
Leonard Bleasel AM	QBE Insurance Group Limited	January 2001 to September 2012
Michael McCormack	Envestra Limited	July 2007 to September 2014
Steven Crane	nib holdings limited Transfield Services Limited Bank of Queensland Limited	Since September 2010 February 2008 to February 2015 December 2008 to January 2015
John Fletcher	-	-
Russell Higgins AO	Telstra Corporation Limited Argo Investments Limited Leighton Holdings Limited Ricegrowers Limited	Since September 2009 Since September 2011 June 2013 to May 2014 December 2005 to August 2012
Patricia McKenzie	-	-
Robert Wright	Super Retail Group Limited APA Ethane Limited <sup>(1)</sup> SAI Global Limited	Since May 2004 Since July 2008 October 2003 to October 2013

(1) APA Ethane Limited is the responsible entity of the registered managed investment schemes that comprise Ethane Pipeline Income Fund, the securities in which are quoted on the ASX.

## 3. Directors' Meetings

During the financial year, 14 Board meetings, three Remuneration Committee meetings, four Audit and Risk Management Committee meetings and four Health Safety and Environment Committee meetings were held. The following table sets out the number of meetings attended by each Director while they were a Director or a committee member:

Directors	Board		Remuneration Committee		Audit and Risk Management Committee		Health Safety and Environment Committee	
	A	B	A	B	A	B	A	B
Leonard Bleasel AM <sup>(1)</sup>	14	14	-	-	-	-	-	-
Michael McCormack	14	14	-	-	-	-	-	-
Steven Crane	14	14	3	3	4	4	-	-
John Fletcher	14	14	3	3	4	4	-	-
Russell Higgins AO	14	14	-	-	4	4	4	4
Patricia McKenzie	14	14	3	3	-	-	4	4
Robert Wright	14	14	-	-	4	4	4	4

A: Number of meetings held during the time the Director held office or was a member of the committee during the financial year.

B: Number of meetings attended.

(1) The Chairman attended all committee meetings ex officio.

## 4. Directors' Securityholdings

The aggregate number of APA securities held directly, indirectly or beneficially by Directors or their Director related entities at the 30 June 2015 is 1,305,883 (2014: 979,426).

The following table sets out Directors' relevant interests in APA securities as at 30 June 2015:

<b>Directors</b>	Fully paid securities as at 1 July 2014	Securities acquired	Securities disposed	Fully paid securities as at 30 June 2015
Leonard Bleasel AM	460,664	153,552	-	<b>614,216</b>
Michael McCormack	208,590	69,530	-	<b>278,120</b>
Steven Crane	100,000	30,000	-	<b>130,000</b>
John Fletcher	66,188	22,062	-	<b>88,250</b>
Russell Higgins AO	92,040	30,679	-	<b>122,719</b>
Patricia McKenzie	12,500	7,486	-	<b>19,986</b>
Robert Wright	39,444	13,148	-	<b>52,592</b>
	979,426	326,457	-	<b>1,305,883</b>

The Directors hold no other rights or options over APA securities. There are no contracts to which a Director is a party or under which the Director is entitled to a benefit and that confer a right to call for or deliver APA securities.

### **OPTIONS GRANTED**

In this report, the term "APA securities" refers to the stapled securities each comprising a unit in Australian Pipeline Trust stapled to a unit in APT Investment Trust and traded on the Australian Securities Exchange ("ASX") under the code "APA".

No options over unissued APA securities were granted during or since the end of the financial year, no unissued APA securities were under option as at the date of this report, and no APA securities were issued during or since the end of the financial year as a result of the exercise of an option over unissued APA securities.

### **INDEMNIFICATION OF OFFICERS AND EXTERNAL AUDITOR**

During the financial year, the Responsible Entity paid a premium in respect of a contract insuring the Directors and officers of the Responsible Entity and any APA Group entity against any liability incurred in performing those roles to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Australian Pipeline Limited, in its capacity as Responsible Entity of Australian Pipeline Trust and APT Investment Trust, indemnifies each person who is or has been a Director or Company Secretary of the Responsible Entity or any APA Group entity under a range of deed polls and indemnity agreements which have been in place since 1 July 2000. This indemnity may extend to such other officers or former officers of APA Group entities as the Board, in its discretion, in each case determines. The indemnity operates to the full extent allowed by law but only to the extent not covered by insurance, and is on terms the Board considers usual for arrangements of this type.

Under its constitution, Australian Pipeline Limited (in its personal capacity) indemnifies each person who is or has been a Director, Company Secretary or executive officer of that company.

The Responsible Entity has not otherwise, during or since the end of the financial year, indemnified or agreed to indemnify an officer or external auditor of the Responsible Entity or any APA Group entity against a liability incurred by such an officer or auditor.

### **REMUNERATION REPORT**

The remuneration report is attached to and forms part of this report.

## AUDITOR

### 1. Auditor's independence declaration

A copy of the independence declaration of the auditor, Deloitte Touche Tohmatsu ("Auditor") as required under section 307C of the Corporations Act 2001 is included at page 109.

### 2. Non-audit services

Non-audit services have been provided during the financial year by the Auditor. A description of those services and the amounts paid or payable to the Auditor for the services are set out in Note 45 to the financial statements.

The Board has considered those non-audit services provided by the Auditor and, in accordance with written advice from the Audit and Risk Management Committee ("Committee"), is satisfied that the provision of those services by the Auditor is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001 and did not compromise the auditor independence requirements of the Act. The Board's reasons for concluding that the non-audit services provided did not compromise the Auditor's independence are:

- all non-audit services were subject to APA's corporate governance procedures with respect to such matters and have been reviewed by the Committee to ensure they do not impact on the impartiality and objectivity of the Auditor;
- the non-audit services provided did not undermine the general principles relating to auditor independence as they did not involve reviewing or auditing the Auditor's own work, acting in a management or decision making capacity for APA, acting as an advocate for APA or jointly sharing risks and rewards; and
- the Auditor has provided a letter to the Committee with respect to the Auditor's independence and the Auditor's independence declaration referred to above.

## INFORMATION REQUIRED FOR REGISTERED SCHEMES

Fees paid to the Responsible Entity and its associates (including Directors and Secretaries of the Responsible Entity, related bodies corporate and Directors and Secretaries of related bodies corporate) out of APA scheme property during the financial year are disclosed in Note 30 to the financial statements.

Except as disclosed in this report, neither the Responsible Entity nor any of its associates holds any APA securities.

The number of APA securities issued during the financial year, and the number of APA securities at the end of the financial year, are disclosed in Note 23 to the financial statements.

The value of APA's assets as at the end of the financial year is disclosed in the balance sheet in total assets, and the basis of valuation is disclosed in the notes to the financial statements.

## ROUNDING OF AMOUNTS

APA is an entity of the kind referred to in ASIC Class Order 98/0100 dated 10 July 1998 and, in accordance with that Class Order, amounts in the Directors' report and the financial report are rounded to the nearest thousand dollars, unless otherwise indicated.

## CORPORATE GOVERNANCE STATEMENT

Corporate Governance Statement for the financial year is available at APA's website on <http://www.apa.com.au/about-apa/corporate-governance.aspx>.

Signed in accordance with a resolution of the Directors of the Responsible Entity made pursuant to section 298(2) of the Corporations Act 2001.

On behalf of the Directors



Leonard Bleasel AM

**Chairman**



Robert Wright

**Director**

SYDNEY, 26 August 2015

## Letter from the Chairman of the Remuneration Committee

Dear Securityholders,

On behalf of the Board and the Remuneration Committee, I am pleased to present APA's Remuneration Report for the financial year ended 30 June 2015.

FY2015 was a year of strong performance for securityholders, with APA continuing to deliver superior market returns and further strengthen the balance sheet. FY2015 saw a successful major acquisition, expansion in assets through major capital works, business and technology improvements, improved safety performance, average contract duration extensions and excellent financial returns.

### Changes to executive remuneration framework

As flagged in last year's report, for this year the measurement period for total securityholder return ("TSR") in the long term incentive ("LTI") plan was extended to three years, to more closely reflect the long-term nature of APA's business cycle. In addition, Total Fixed Remuneration ("TFR") for the CEO/MD and Senior Executives has increased this year as a function of APA's continued significant growth in size relative to other Australian Stock Exchange (ASX) listed companies. As part of our conservative management of TFR and to maintain a market competitive remuneration package, APA's positioning policy is for the TFR quantum to be at least the median against comparable ASX listed companies.

In order to ensure our executive remuneration structure is aligned with APA's strategic outlook and remains market competitive, the Board has undertaken an independent remuneration framework review. Overall, we concluded the framework is aligned with our business strategy and model but that the following improvements would be implemented. The Board approved the introduction of a minimum securityholding policy for the Chief Executive Officer and Managing Director ("CEO/MD"), Senior Executives and all the other participants of the LTI plan. In addition the Board has approved the extension of the performance measurement period of normalised Earnings Before Interest, Tax, Depreciation and Amortisation divided by Funds Employed ("EBITDA/FE") for the LTI plan to three years (to be effective from FY2016), to strengthen the alignment of management and securityholder interests. For more information on our executive remuneration framework and how it supports securityholder value, please see section 3 of this report.

### This year's remuneration report

The Board is committed to transparency and strong governance. We recognise and welcome securityholders' interest in APA, including understanding our remuneration strategy and outcomes. This year, we have substantially updated and expanded our remuneration report to provide information we believe securityholders need to make informed decisions. While, as a registered managed investment scheme listed on the ASX, APA is not covered by the remuneration reporting requirements of the Corporations Act, we have followed a similar format, as we recognise this will be familiar and understandable to many of our securityholders. We also present remuneration information on an accrual basis rather than a paid basis, to better allow securityholders to reconcile amounts awarded for the period with APA's performance in the period.

We welcome your feedback on the report and its contents, and look forward to your attendance at our FY2015 Annual General Meeting.



John Fletcher

Chairman of the Remuneration Committee

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### 1. What this report covers

This report details the remuneration arrangements for non-executive directors and including the key management personnel (“KMP”) listed below. These are the people with authority and responsibility for planning, directing and controlling the major activities of APA, directly or indirectly, including both non-executive directors and executives (executive director and senior executives).

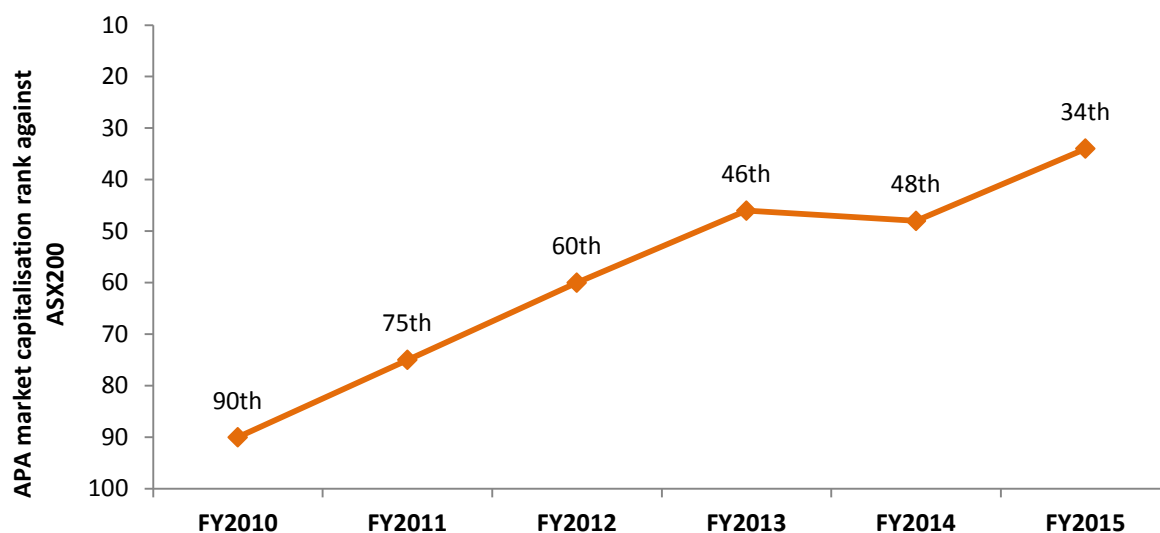
Name	Role	Duration of appointment
<b>(I) Non-executive directors</b>		
<b>Leonard Bleasel AM</b>	Chairman of APA Group	Full year
<b>Steven Crane</b>	Member of Audit and Risk Management Committee and Remuneration Committee	Full year
<b>John Fletcher</b>	Chairman of Remuneration Committee and member of Audit and Risk Management Committee	Full year
<b>Russell Higgins AO</b>	Chairman of Health Safety and Environment Committee and member of Audit and Risk Management Committee	Full year
<b>Patricia McKenzie</b>	Member of Health Safety and Environment Committee and Remuneration Committee	Full year
<b>Robert Wright</b>	Chairman of Audit and Risk Management Committee and member of Health Safety and Environment Committee	Full year
<b>(II) Executive director</b>		
<b>Michael McCormack</b>	Chief Executive Officer and Managing Director (“CEO/MD”)	Full year

Name	Role	Duration of appointment
<b>(III) Senior executives</b>		
<b>Peter Fredricson</b>	Chief Financial Officer ("CFO")	Full year
<b>Ross Gersbach</b>	Chief Executive Strategy and Development	Full year
<b>Robert Wheals</b>	Group Executive Transmission	Full year
<b>John Ferguson</b>	Group Executive Networks	Full year
<b>Kevin Lester</b>	Group Executive Infrastructure Development	Full year
<b>Mark Knapman</b>	Company Secretary	Full year
<b>Peter Wallace</b>	Group Executive Human Resources	Full year

The named persons held their current positions for the whole of the financial year. There have been no changes to KMP between the end of the financial year and the date this report was authorised for issue.

## 2. Remuneration outcomes and APA performance

One of the key factors in determining the remuneration position of APA executives is market relativity, and within Australia, ranking on the ASX200 on market capitalisation is the most commonly used benchmark. The APA group has delivered strong shareholding returns, sound financial performance and significant organisational growth year on year. This, together with the Boards desire to attract and retain a first class management team, has driven commensurate growth in remuneration levels in APA.





## 2.1 Executive remuneration awarded FY2015

As part of our commitment to greater transparency and to better reflect the pay for performance relationship, the table below sets out remuneration earned by APA Executives in FY2015 and FY2014 on an accrual basis for the period rather than remuneration received during the period. For instance, short term incentive ("STI") values in the table below reflect STI earned in FY2015 but are due to be paid in the next financial year. This differs from APA's approach in the FY2014 remuneration report where STI reflected cash paid in FY2014 (i.e. September 2014), but earned in FY2013.

Executive Director and Senior Executives	Awarded in FY2015					Awarded in FY2014
	Total Fixed Remuneration ("TFR") \$	Awarded STI <sup>(1)</sup> \$	Allocated LTI <sup>(2)</sup> \$	Other <sup>(3)</sup> \$	Total \$	Total \$
<b>Michael McCormack</b> CEO/MD	1,535,000	1,609,447	1,647,727	-	<b>4,792,174</b>	3,857,979
<b>Peter Fredricson</b> CFO	780,000	561,600	559,650	202,000	<b>2,103,250</b>	1,823,444
<b>Ross Gersbach</b> Chief Executive Strategy and Development	823,000	589,844	590,503	228,666	<b>2,232,013</b>	1,875,835
<b>Robert Wheals</b> Group Executive Transmission	590,000	408,162	423,325	-	<b>1,421,487</b>	1,125,803
<b>John Ferguson</b> Group Executive Networks	524,000	361,560	375,970	-	<b>1,261,530</b>	1,031,199
<b>Kevin Lester</b> Group Executive Infrastructure Development	479,000	311,757	343,683	-	<b>1,134,440</b>	878,714
<b>Mark Knapman</b> Company Secretary	509,000	260,406	264,461	-	<b>1,033,867</b>	872,659
<b>Peter Wallace</b> Group Executive Human Resources	532,000	361,893	381,710	-	<b>1,275,603</b>	967,288
<b>Total</b>	<b>5,772,000</b>	<b>4,464,669</b>	<b>4,587,029</b>	<b>430,666</b>	<b>15,254,364</b>	<b>12,432,921</b>

- (1) Awarded STI represents the amounts earned by the executives during the reporting period and are due to be paid in September 2015 as they are dependent on the approval by the Board and having the signed audited annual accounts.
- (2) Allocated LTI represents the value of reference units that were earned by the executives during the reporting period. Reference units will be allocated in August 2015 as they are dependent on the approval by the Board and the release of APA Group's annual results to the ASX.
- (3) Other represents the last payment of a loyalty and performance bonus made to Peter Fredricson and Ross Gersbach. The bonus was paid out in three annual cash instalments (commencing in April 2012) with the last payment made on April 2015 (see section 4 for further detail).

## 2.2 APA performance and incentive plan outcomes FY2015

Strong performance against all major metrics has been achieved again in FY2015. The Group's superior performance led to strong at-risk remuneration outcomes. More detail on the link between APA performance and executive remuneration outcomes is provided below.

### Five year snapshot of APA performance

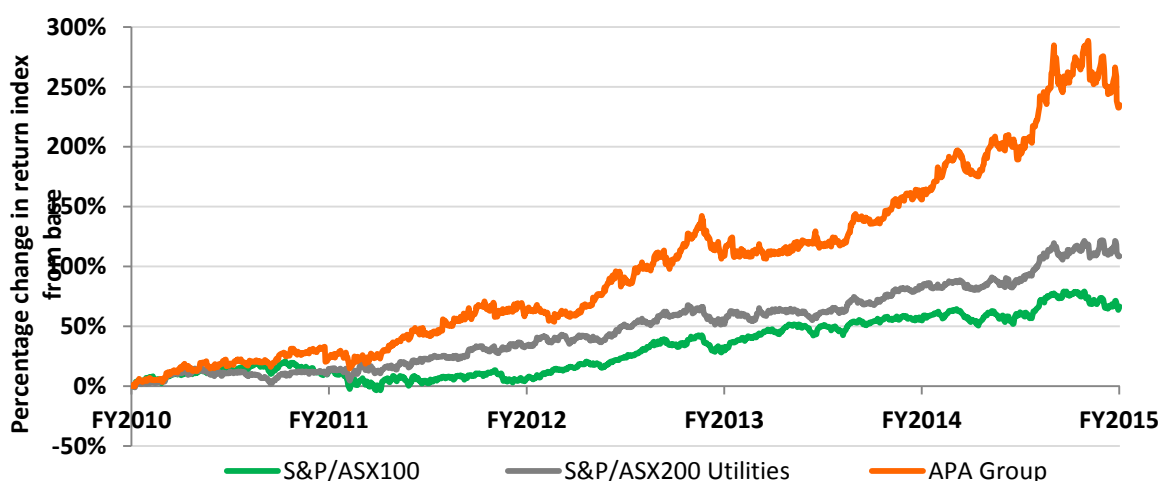
The following table provides a summary of APA's financial performance over the last five financial years. Included below are financial metrics related to incentive plan performance measures and additional disclosures reflecting APA's earnings and how this impacts securityholder returns.

Year ended 30 June	FY2015	FY2014	FY2013 <sup>(1)</sup>	FY2012	FY2011
EBITDA before significant items (\$m)	<b>822.3</b>	747.3	661.9	535.5	489.6
Profit after income tax and non-controlling interests after significant items (\$m)	<b>559.9</b>	343.7	295.1	130.7	108.5
OCFPS before significant items (cents) <sup>2</sup>	<b>54.8</b>	50.8	56.0	52.5	52.6
Earnings per security – reported (cents) <sup>2</sup>	<b>56.3</b>	39.7	38.2	20.4	19.7
Distribution per security (cents)	<b>38.0</b>	36.3	35.5	35.0	34.4
Closing security price at 30 June (\$)	<b>8.24</b>	6.89	5.99	4.99	4.07

(1) The balances for FY2013 have been restated for the effect of applying accounting standard AASB 119: Employee Benefits.

(2) APA issued new ordinary securities between 23 December 2014 and 28 January 2015. The issue was offered at \$6.60 per security, a discount to APA's closing market price of \$7.67 per security on 9 December 2014, the last trading day before the record date of the entitlement offer of 15 December 2014. The number of securities for the current and prior period (FY2014) has been adjusted in accordance with the accounting principles of AASB 133: Earnings per share following the discounted rights issue.

The chart below illustrates the movement in APA's return index over the last five financial years against the S&P/ ASX 100 and S&P/ ASX 200 Utilities return indices. A return index reflects the theoretical growth in value of a security holding over a specified period, assuming dividends are re-invested to purchase additional units at the closing price applicable on the ex-distribution date.



### Link between APA performance and awarded STI

STI is an annual cash-settled incentive subject to 12 month financial and non-financial performance. STI funding is dependent on normalised OCFPS, a measure of the average cash amount generated by the business for each stapled security issued (typically excluding such things as significant items). This measure is directly linked to APA's strategic goal of increasing cash flows over the medium term.

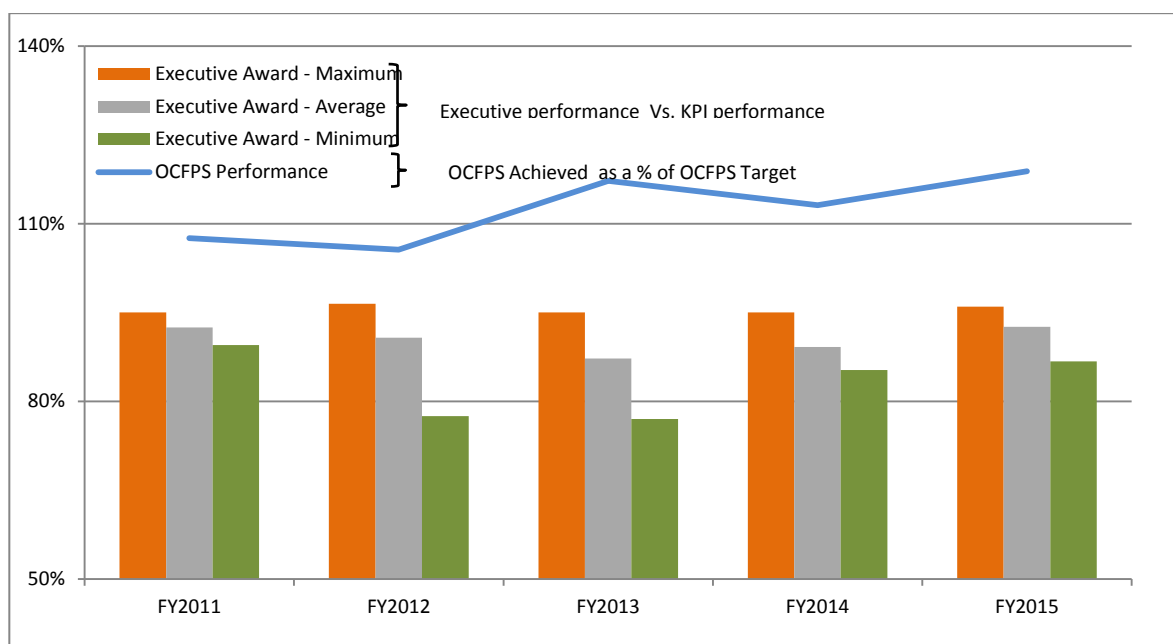
Executives are awarded an STI only if OCFPS is above the threshold level of performance set by the Board. OCFPS therefore acts as a gateway for awards under the STI plan. OCFPS is also the mechanism through which the aggregate amount available for STI payments is limited, ensuring strong alignment between individual performance and APA's ability to pay.

STI awarded is subject to Executives satisfying their performance against a balanced scorecard of pre-determined APA business unit and personal objectives.

Executive STI Awarded	FY2015	FY2014	FY2013	FY2012	FY2011
Executive Award - Maximum	96.0%	95.0%	95.0%	96.5%	95.0%
Executive Award - Average	92.6%	89.2%	87.2%	90.8%	92.5%
Executive Award - Minimum	86.8%	85.3%	77.0%	77.5%	89.5%
OCFPS Performance as % of OCFPS target	118.9%	113.1%	117.2%	105.6%	107.6%

The chart below illustrates how executive STI outcomes align with performance against the key business metric of OCFPS.

### STI Performance and Executive Awards



### STI outcomes during FY2015

For FY2015, the STI outcomes for executives, as a % of maximum opportunity, are set out in the table below:

Executives	STI earned		STI forfeited	
	%	\$	%	\$
Michael McCormack	93.2%	1,609,447	6.8%	117,428
Peter Fredricson	96.0%	561,600	4.0%	23,400
Ross Gersbach	95.6%	589,844	4.4%	27,406
Robert Wheals	92.2%	408,162	7.8%	34,338
John Ferguson	92.0%	361,560	8.0%	31,440
Kevin Lester	86.8%	311,757	13.2%	47,493
Mark Knapman	94.2%	260,406	5.8%	16,033
Peter Wallace	90.7%	361,893	9.3%	37,107

### Link between APA performance and awarded LTI

LTI is a cash-settled incentive subject to two APA measures - Relative TSR (three year rolling average performance against S&P/ASX 100 companies) and EBITDA/FE.

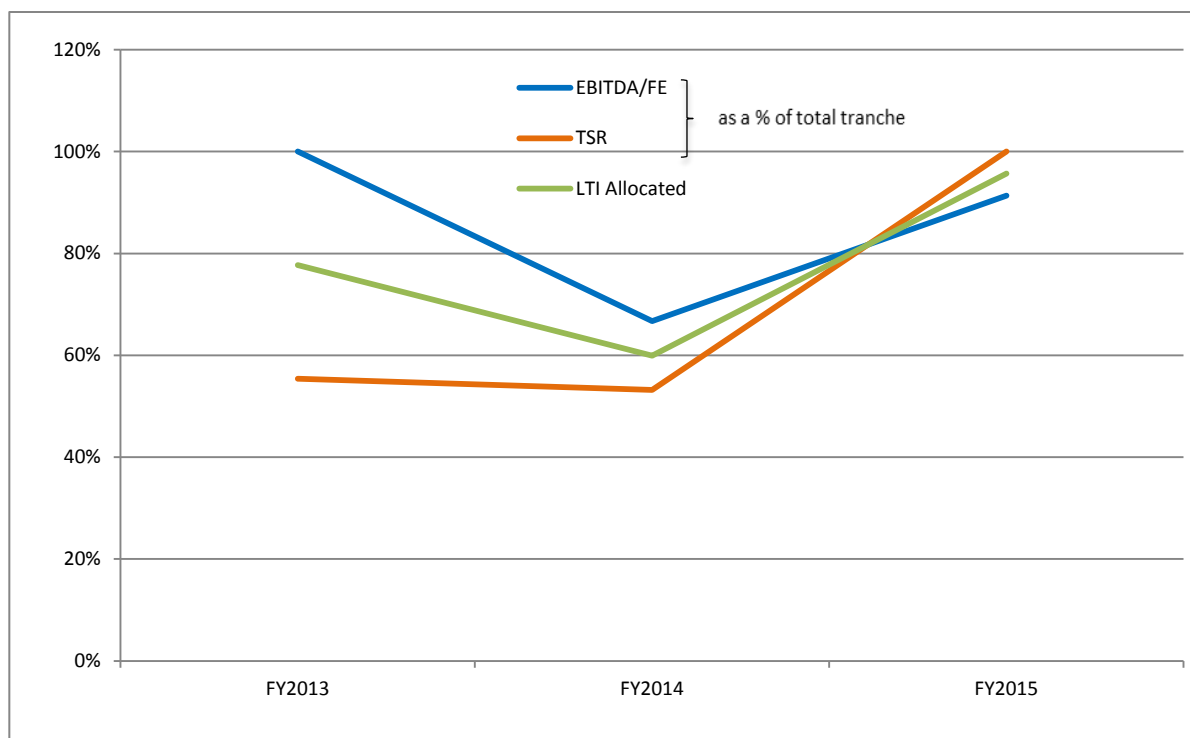
Both measures are weighted equally and are linked to building securityholder wealth. Relative TSR provides the most direct measure of securityholder return and reflects an investor's choice to invest in APA or direct competitors. Share price growth is underpinned by earnings growth and EBITDA/FE is based on the integrity of earnings performance against funds employed which provides a measure of how efficiently the assets are being deployed.

The chart below presents APA's TSR performance relative to S&P/ASX 100 companies (for FY2013 and FY2014 based on TSR end of year rank and for FY2015 based on 3 year rolling average) and EBITDA/FE as a function of improvements to historical actual.

LTI awards as a percentage of maximum opportunity:

	EBITDA/FE	TSR	LTI Allocated
<b>FY2013</b>	100.0%	55.4%	<b>77.7%</b>
<b>FY2014</b>	66.7%	53.2%	<b>59.9%</b>
<b>FY2015</b>	90.8%	100.0%	<b>95.4%</b>

### LTI Performance and Executive Awards



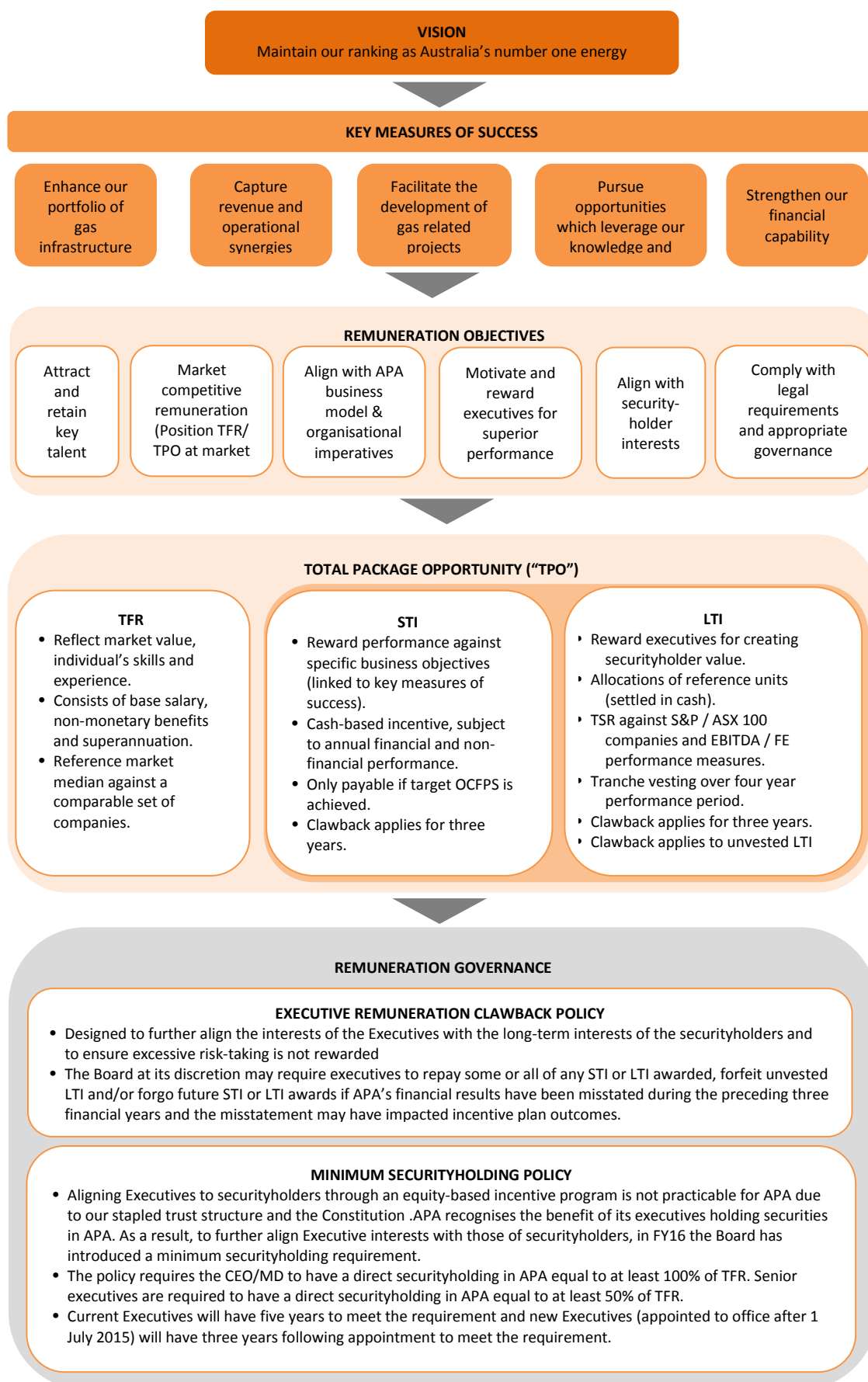
### LTI outcomes during FY2015

For FY2015, the LTI outcomes for executives are set out in the table below:

Executives	LTI allocated	LTI forfeited
	\$	\$
Michael McCormack	1,647,727	79,148
Peter Fredricson	559,650	25,350
Ross Gersbach	590,503	26,747
Robert Wheals	423,325	19,175
John Ferguson	375,970	17,030
Kevin Lester	343,683	15,567
Mark Knapman	264,461	11,978
Peter Wallace	381,710	17,290

### 3. Executive remuneration arrangements

#### 3.1 Alignment of remuneration strategy with business strategy

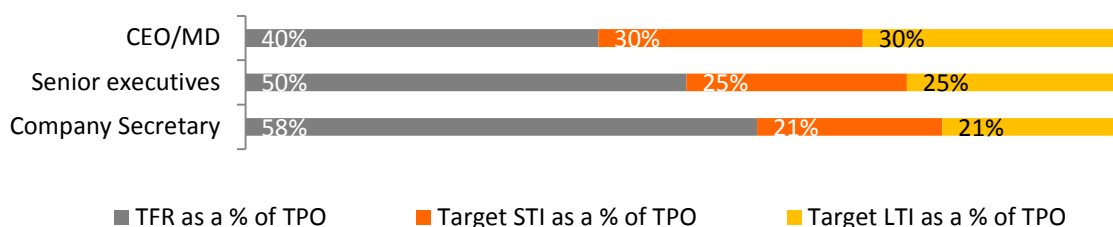


### 3.2 Changes to the executive remuneration framework during FY2015

As noted in last year's report, the measurement period for TSR in the long term incentive plan was extended to three years in FY2015, to more closely reflect the long-term performance of APA. The Board has also approved the introduction of a minimum securityholding policy and the extension of the EBITDA/FE performance measurement period to three years (to be effective from FY2016), to strengthen the alignment of management and securityholder interests.

### 3.3 Approach to setting remuneration

Each executive's TPO is dependent on their role in the organisation and their capacity to influence outcomes. APA's executive remuneration is structured as a mix of fixed remuneration and 'at risk' components (STI and LTI). The equal emphasis on short and long-term performance (i.e., through STI and LTI awards) ensures executives are approximately rewarded for delivering sustained APA performance. The proportion of fixed versus 'at risk' remuneration varies between roles within APA, reflecting the different capacity of executives to influence APA's operational performance and returns to securityholders.



### 3.4 Remuneration Components

#### TFR

TFR is reviewed annually and is determined by reference to independent external remuneration benchmarking information, taking into account an individual's responsibilities, performance, qualifications and experience. APA's policy is to position TFR at least the median against comparable ASX listed companies.

#### STI

The table below sets out the key elements of the executive STI plan.

STI plan element	Description								
<b>STI opportunity</b>	<p>STI opportunity is expressed as a percentage of TPO and varies by role. Target STI opportunities are set out in the table below. Maximum STI is 150% of target STI opportunity.</p> <table border="1"> <thead> <tr> <th>Participant</th> <th>Target STI as a % of TPO</th> </tr> </thead> <tbody> <tr> <td>CEO/MD</td> <td>30%</td> </tr> <tr> <td>Senior executives</td> <td>25%</td> </tr> <tr> <td>Company Secretary</td> <td>21%</td> </tr> </tbody> </table>	Participant	Target STI as a % of TPO	CEO/MD	30%	Senior executives	25%	Company Secretary	21%
Participant	Target STI as a % of TPO								
CEO/MD	30%								
Senior executives	25%								
Company Secretary	21%								
<b>Performance gateway</b>	OCFPS acts as a gateway for awards under the STI plan. STI opportunity is only realisable if the OCFPS threshold level of performance set by the Board is met (i.e., the "gate opens").								
<b>Plan funding</b>	Provided the OCFPS threshold is met, the STI opportunity available may be modified based on the level of OCFPS performance achieved.								

Australian Pipeline Trust and its Controlled Entities  
Remuneration Report for the year ended 30 June 2015

STI plan element	Description
<b>Performance measures</b>	Once the “gate opens” and is funded, STI awards are subject to performance against individual KPIs based on a balanced scorecard of APA-wide, business unit and personal objectives covering: <ul style="list-style-type: none"> <li>– <i>Financial measures</i>: cost control, revenue and cash generation and capital expenditure management.</li> <li>– <i>Non-financial measures</i>: health, safety and environment targets, project delivery and reinforcement of our ethical and values-based culture.</li> </ul>
<b>Timing and delivery</b>	All STI awards are paid in cash, usually in September of the new financial year, following the completion of the audit of annual accounts.
<b>Clawback</b>	The Board in its discretion may determine that some, or all, of an executive’s STI award is forfeited in the event of misconduct or of a material misstatement in the year end accounts in the preceding three years.
<b>Cessation of employment</b>	If a participant resigns or is dismissed (with or without notice), all unvested STI awards are forfeited. If an employee leaves for any other reason, an STI award will be paid out based on the proportion of the period that has passed and performance at the time of cessation (subject to Board discretion).
<b>Change of control</b>	If a change of control occurs, an STI award will be paid out based on the proportion of the period that has passed at the time of change of control (subject to Board discretion).

**LTI**

The table below sets out the key elements of the executive LTI plan.

LTI plan element	Description								
<b>Award vehicle</b>	As a stapled security and under our Constitution, the use of actual securities in the LTI plan would not be practicable. Instead, APA operates a reference unit incentive plan to create alignment with securityholders.  Reference units exactly mirror the performance of APA securities and are settled in cash. To further align executives and securityholders, APA has introduced a mandatory securityholding policy, effective from FY2016, requiring executives to hold a substantial number of securities in APA (see page 41 for further detail).  Reference Units are valued at allocation based on the 30 trading day volume weighted average market price (“VWAP”) of an APA security immediately prior to the opening of the APA security trading window. The window follows the announcement of APA’s annual financial results to the ASX.								
<b>LTI opportunity</b>	LTI opportunities for each participant are set as a percentage of TPO, vary by role and are shown on page 41. Maximum LTI is 150% of target opportunity. <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>Participant</th> <th>Target LTI as a % of TPO</th> </tr> </thead> <tbody> <tr> <td>CEO/MD</td> <td>30%</td> </tr> <tr> <td>Senior executives</td> <td>25%</td> </tr> <tr> <td>Company Secretary</td> <td>21%</td> </tr> </tbody> </table>	Participant	Target LTI as a % of TPO	CEO/MD	30%	Senior executives	25%	Company Secretary	21%
Participant	Target LTI as a % of TPO								
CEO/MD	30%								
Senior executives	25%								
Company Secretary	21%								
<b>LTI allocation</b>	The actual individual LTI allocation is determined at the completion of the financial year based on TSR performance against the S&P/ASX100 comparator group and EBITDA/FE performance.								



Australian Pipeline Trust and its Controlled Entities  
Remuneration Report for the year ended 30 June 2015

LTI plan element	Description
<b>Performance measures and targets</b>	<ul style="list-style-type: none"> <li>• Awards are subject to two equally weighted measures: Relative TSR and EBITDA / FE.</li> </ul> <p><b>Relative TSR</b></p> <ul style="list-style-type: none"> <li>• TSR measures the percentage change in security price, plus the value of dividends or distributions received during the period, assuming all dividends and distributions are re-invested into new securities.</li> <li>• APA Group's TSR is measured relative to a peer group comprising of S&amp;P/ASX 100 constituents and is measured over three financial years.</li> <li>• Relative TSR has been selected as a LTI performance measure as it provides the most direct measure of securityholder return and reflects an investor's choice to invest in APA or direct competitors. Executives only derive value from the TSR component of the LTI plan if APA's performance is at least at the median of S&amp;P/ASX 100 companies over a three year period.</li> </ul> <p><b>EBITDA /FE</b></p> <ul style="list-style-type: none"> <li>• EBITDA/FE reflects Earnings Before Interest, Tax, Depreciation and Amortisation divided by adjusted Funds Employed. EBITDA/FE hurdle is set as a percentage growth compared to budget and has been set to reflect improvement on the prior financial year. The Board determines the EBITDA/FE target each year through the rigorous budget setting process to improve the capital efficiency of the organisation.</li> <li>• EBITDA/FE has been selected as an LTI performance measure as it helps determine the operating cash flow leverage being achieved based on the operating assets available to the business. It is a longer term performance measure based on the integrity of earnings performance against funds employed.</li> </ul>
<b>Retesting</b>	There is no retesting of the allocation.
<b>Timing and delivery</b>	<p>An LTI allocation vests in three equal instalments over the three financial years following the allocation, with the initial one-third vesting at the end of the first financial year following the first award, one-third at the end of the second financial year, and one-third at the end of the third financial year.</p> <p>Upon vesting, the LTI is delivered in cash. The cash payment is equal to the number of units vesting on the vesting date multiplied by the 30 trading day VWAP of APA securities immediately prior to the opening of the APA security trading window, following the announcement of APA's annual financial results to the ASX.</p> <p>From FY2016, APA will require executives to hold a number of APA securities. Executives may apply vested LTI amounts to the purchase of securities to fulfil the securityholding requirement.</p>
<b>Restrictions</b>	LTI allocations do not entitle participants to vote at securityholders meetings nor to be paid distributions. No options or other equity instruments are issued to APA employees or non-executive directors under the LTI plan.
<b>Cessation of employment</b>	If a participant resigns or is dismissed (with or without notice), all unvested units are forfeited. If an employee leaves for any other reason the Board determines the number of units which will lapse or are retained, subject to vesting on the original schedule.
<b>Change of control</b>	If a change of control occurs, all previously allocated units will vest. A further number of units will be allocated based on the proportion of the period that has passed in the current financial year at the time of change of control and will also vest on change of control (subject to Board discretion).

## 4. Executive contracts

### 4.1 Contractual arrangements

Remuneration arrangements for Executives are formalised in individual employment agreements. The terms of the contractual arrangements for Executives are set out in the table below:

Executive	Contract type	Notice period	Termination entitlement (without cause)
CEO/MD	Permanent	12 months	52 weeks TFR
Senior Executives	Permanent	6 months	13 weeks TFR
Company Secretary	Permanent	3 months	26 weeks TFR

### 4.2 Retention arrangements / loyalty and performance bonus

In return for increased notice, non-compete and non-solicitation provisions and in regard of their role in the growth integration and financial challenges facing APA, Peter Fredricson, Ross Gersbach, Robert Wheals and John Ferguson were offered a loyalty and performance bonus effective from March 2012 (lasting three years for Peter Fredricson and Ross Gersbach, and two years for Robert Wheals and John Ferguson), with the first instalment paid in April 2013 and the final instalment was paid on April 2015. The Board does not intend to introduce a replacement to this bonus scheme.

### 4.3 Sign-on / termination payments provided to executives

APA did not pay any sign-on or termination payments during FY2015.

## 5. Remuneration governance

### 5.1 Role of remuneration committee

The Remuneration Committee has been established by the Board to oversee Executive and non-executive director remuneration. The role of the Remuneration Committee is to ensure the provision of a robust remuneration and reward system that aligns employee and investor interests and facilitates effective attraction, retention and development of employees. The Remuneration Committee's activities are governed by its Charter (a copy of the Charter is available on APA's website).

In addition to making recommendations regarding APA's broad remuneration strategy and policy (including diversity matters), the Remuneration Committee is responsible for:

- Recommending the CEO/MD's performance objectives, remuneration and appointment, retention and termination policy to the Board;
- Reviewing and approving Executives' remuneration (based on recommendations from the CEO/MD); and
- Reviewing and recommending the Remuneration Report to the Board.

## 5.2 Composition of remuneration committee

The members of the Remuneration Committee, all of whom are independent non-executive directors, are:

- John Fletcher (Chairman);
- Steven Crane; and
- Patricia McKenzie.

The Chairman of the Board attends all meetings of the Remuneration Committee and the CEO/MD attends by invitation, where management input is required. The Remuneration Committee met three times during the year.

## 5.3 Use of external advisors

The Remuneration Committee seeks external professional advice from time to time on any matter within its terms of reference. Remuneration advisors are engaged by the Remuneration Committee and report directly to the Committee.

During FY2015, the following remuneration information was obtained and considered by the Remuneration Committee:

- Ernst & Young provided remuneration benchmarking information, undertook a review of APA's executive remuneration framework and assisted with remuneration governance.
- Egan & Associates provided fee and remuneration benchmarking information for non-executive director fees and certain members of the executive team, respectively.
- Orient Capital (Link Group) provided TSR benchmarking analysis.

No remuneration recommendations were provided by any external advisors during FY2015.

## 6. Non-executive director arrangements

### 6.1 Determination of non-executive director fees

The Board seeks to attract and retain high calibre non-executive directors who are equipped with diverse skills to oversee all functions of APA in an increasingly complex environment.

The Board determines Board fees and Committee fees annually. It acts on advice from the Remuneration Committee which obtains external benchmark information from independent remuneration specialists. Such information includes market comparisons paid by comparable S&P/ASX 100 organisations.

Non-executive director fees comprise:

- a Board fee;
- an additional fee for serving on a committee of the Board; and
- statutory superannuation contributions.

Non-executive directors do not receive incentive payments nor participate in incentive plans of any type.

One off 'per diems' may be paid in exceptional circumstances. No payments have been made under this arrangement in this reporting period or the prior reporting period.

The Board members will also now be subject to a minimum securityholding requirement of 100% of annual base fees in line with the changes introduced for the CEO/MD and executives.

Superannuation is provided in accordance with the statutory requirements under with the Superannuation Guarantee Act. Following changes in superannuation regulations in 2003, the Board terminated the Non-executive directors' retirement benefit plan. Benefits to participating non-executive directors accruing up to the termination date were quantified and preserved for payment on retirement of those non-executive directors. Robert Wright is the only current non-executive director entitled to a preserved benefit under the plan on his retirement from the Board.

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Following external benchmarking and a review of APA's performance relative to other companies, Board fees and committee fees were increased effective 1 January 2015 (see table below).

Board and Committee fees per annum (excluding statutory superannuation) are outlined below. The Board Chairman does not receive additional fees for committee membership.

Fees	Effective 1 January 2015		Effective 1 January 2014	
	Chairman \$000	Member \$000	Chairman \$000	Member \$000
Board	400	140	370	129
Audit and Risk Management Committee	38	19	38	19
Health Safety and Environment Committee	32	16	32	16
Remuneration Committee	32	16	32	16

## 7. Additional key management personnel disclosures

### 7.1 Fees paid to non-executive directors

The following table sets out fees paid to non-executive directors in FY2014 and FY2015 in accordance with statutory rules and applicable accounting standards.

Year ended 30 June	Short-term employment benefits	Post-employment benefits	Total
	Salary/fees \$	Superannuation \$	
<b>Leonard Bleasel AM</b>			
FY2015	385,000	36,100	421,100
FY2014	353,252	28,698	381,950
<b>Steven Crane</b>			
FY2015	169,500	15,912	185,412
FY2014	158,970	14,530	173,500
<b>John Fletcher</b>			
FY2015	173,500	29,397	202,897
FY2014	160,598	30,078	190,676
<b>Russell Higgins AO</b>			
FY2015	185,500	17,397	202,897
FY2014	174,723	15,953	190,676

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Year ended 30 June	Short-term employment benefits	Post-employment benefits	Total
	Salary/fees \$	Superannuation \$	
<b>Patricia McKenzie</b>			
FY2015	<b>166,500</b>	<b>15,620</b>	<b>182,120</b>
FY2014	156,000	14,250	170,250
<b>Robert Wright</b>			
FY2015	<b>188,500</b>	<b>17,679</b>	<b>206,179</b>
FY2014	177,738	16,226	193,964
<b>Total</b>			
FY2015	<b>1,268,500</b>	<b>132,105</b>	<b>1,400,605</b>
FY2014	1,181,281	119,735	1,301,016

## 7.2 Total remuneration earned and received by executives

The following table outlines the total remuneration earned and received by executives during FY2014 and FY2015, calculated in accordance with applicable accounting standards.

Year ended 30 June	Short-Term Employment Benefits			Post- Employment	LTI Plans	Other Payments (2)	Total \$
	Salary/Fees \$	STI \$	Non- Monetary \$	Superannuation \$	Security- Based Payments (1) \$		
<b>Michael McCormack</b>							
FY2015	1,500,000	1,609,447	-	35,000	1,564,212	-	4,708,659
FY2014	1,405,000	1,463,962	-	25,000	1,301,316	-	4,195,278
<b>Peter Fredricson</b>							
FY2015	745,000	561,600	-	35,000	570,885	202,000	2,114,485
FY2014	725,000	534,375	-	25,000	501,596	202,000	1,987,971
<b>Ross Gersbach</b>							
FY2015	792,295	589,844	11,922	18,783	622,328	228,666	2,263,838
FY2014	761,303	512,595	11,922	17,775	558,598	228,667	2,090,860
<b>Robert Wheals</b>							
FY2015	560,000	408,162	-	30,000	344,570	-	1,342,732
FY2014	475,000	341,090	-	25,000	251,563	60,000	1,152,653
<b>John Ferguson</b>							
FY2015	489,000	361,560	-	35,000	318,204	-	1,203,764
FY2014	435,000	304,463	-	25,000	238,352	60,000	1,062,815
<b>Kevin Lester</b>							
FY2015	444,000	311,757	-	35,000	215,410	-	1,006,167
FY2014	395,000	269,955	-	25,000	103,441	-	793,396
<b>Mark Knapman</b>							
FY2015	474,005	260,406	-	34,995	272,908	-	1,042,314
FY2014	455,000	236,445	-	25,000	245,153	-	961,598
<b>Peter Wallace</b>							
FY2015	497,000	361,893	-	35,000	334,123	-	1,228,016
FY2014	438,000	296,204	-	25,000	210,465	-	969,669
<b>Total Remuneration</b>							
FY2015	5,501,300	4,464,669	11,922	258,778	4,242,640	430,666	14,909,975
FY2014	5,089,303	3,959,089	11,922	192,775	3,410,484	550,667	13,214,240

(1) Cash settled security-based payments. Reference units subject to Board allocation in August 2015 based on an estimated VWAP of \$8.7864.

(2) Other payments include Loyalty Payment instalments. Refer to "Executive contracts" section for more information.

### 7.3 Outstanding LTI awards

The following table sets out the movements in the number of LTI reference units and the number of LTI reference units that have been allocated to executives but have not yet vested or been paid, and the years in which they will vest:

Executives	Grant date (financial year)	Opening balance at 1 July 2014 <sup>(1)</sup>	Allocated	Paid	Closing balance at 30 June 2015	Units subject to allocation by the Board in August 2015 <sup>(2)</sup>	Reference units allocated that have not yet vested or been paid and the financial years in which they will vest <sup>3</sup>			
							FY2016 <sup>(3)</sup>	FY2017	FY2018	FY2019
Michael McCormack	FY2011	69,373		(69,373)	-		-	-	-	-
	FY2012	129,749		(63,672)	66,077		66,077	-	-	-
	FY2013	182,674		(59,396)	123,278		61,639	61,639	-	-
	FY2014		135,141		135,141		45,047	45,047	45,047	-
	FY2015					187,530	-	62,510	62,510	62,510
	<b>Total</b>						<b>172,763</b>	<b>169,196</b>	<b>107,557</b>	<b>62,510</b>
Peter Fredricson	FY2011	28,654		(28,654)	-		-	-	-	-
	FY2012	51,643		(25,343)	26,300		26,300	-	-	-
	FY2013	66,880		(21,746)	45,134		22,567	22,567	-	-
	FY2014		47,250		47,250		15,750	15,750	15,750	-
	FY2015					63,693	-	21,231	21,231	21,231
	<b>Total</b>						<b>64,617</b>	<b>59,548</b>	<b>36,981</b>	<b>21,231</b>
Ross Gersbach	FY2011	32,676		(32,676)	-		-	-	-	-
	FY2012	58,461		(28,689)	29,772		29,772	-	-	-
	FY2013	73,468		(23,888)	49,580		24,790	24,790	-	-
	FY2014		49,833		49,833		16,611	16,611	16,611	-
	FY2015					67,206	-	22,402	22,402	22,402
	<b>Total</b>						<b>71,173</b>	<b>63,803</b>	<b>39,013</b>	<b>22,402</b>
Robert Wheals	FY2011	11,085		(11,085)	-		-	-	-	-
	FY2012	22,227		(10,907)	11,320		11,320	-	-	-
	FY2013	41,423		(13,469)	27,954		13,977	13,977	-	-
	FY2014		31,500		31,500		10,500	10,500	10,500	-
	FY2015					48,177	-	16,059	16,059	16,059
	<b>Total</b>						<b>35,797</b>	<b>40,536</b>	<b>25,559</b>	<b>16,059</b>
John Ferguson	FY2011	10,794		(10,794)	-		-	-	-	-
	FY2012	21,712		(10,655)	11,057		11,057	-	-	-
	FY2013	38,231		(12,431)	25,800		12,900	12,900	-	-
	FY2014		28,980		28,980		9,660	9,660	9,660	-
	FY2015					42,789	-	14,263	14,263	14,263
	<b>Total</b>						<b>33,617</b>	<b>36,823</b>	<b>23,923</b>	<b>14,263</b>
Kevin Lester	FY2013	31,400		(10,210)	21,190		10,595	10,595	-	-
	FY2014		26,460		26,460		8,820	8,820	8,820	-
	FY2015					39,114	-	13,038	13,038	13,038
	<b>Total</b>						<b>19,415</b>	<b>32,453</b>	<b>21,858</b>	<b>13,038</b>

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Executives	Grant date (financial year)	Opening balance at 1 July 2014 <sup>(1)</sup>	Allocated	Paid	Closing balance at 30 June 2015	Units subject to allocation by the Board in August 2015 <sup>(2)</sup>	Reference units allocated that have not yet vested or been paid and the financial years in which they will vest <sup>(3)</sup>			
							FY2016 <sup>(3)</sup>	FY2017	FY2018	FY2019
Mark Knapman	FY2011	14,561		(14,561)	-		-	-	-	-
	FY2012	25,671		(12,598)	13,073		13,073	-	-	-
	FY2013	31,515		(10,247)	21,268		10,634	10,634		-
	FY2014		21,897		21,897		7,299	7,299	7,299	-
	FY2015					30,096	-	10,032	10,032	10,032
	<b>Total</b>						<b>31,006</b>	<b>27,965</b>	<b>17,331</b>	<b>10,032</b>
Peter Wallace	FY2011	3,638		(3,638)	-		-	-	-	-
	FY2012	26,716		(13,110)	13,606		13,606	-	-	-
	FY2013	36,933		(12,009)	24,924		12,462	12,462	-	-
	FY2014		29,166		29,166		9,722	9,722	9,722	-
	FY2015					43,443	-	14,481	14,481	14,481
	<b>Total</b>						<b>35,790</b>	<b>36,665</b>	<b>24,203</b>	<b>14,481</b>

- (1) The units have been adjusted following the accelerated renounceable entitlement offer.  
(2) Reference units subject to Board allocation in August 2015 based on an estimated VWAP of \$8.7864.  
(3) Reference units multiplied by 30 trading days VWAP to be paid in cash in September 2015.

#### 7.4 Loans to KMP and related parties

No loans have been made to KMP and related parties.

#### 7.5 Securityholdings

The following table sets out the relevant interests of KMP in APA securities:

Year ended 30 June	Opening Balance at 1 July 2014	Securities Acquired	Securities Disposed	Closing Balance at 30 June 2015
<b>Non-executive directors</b>				
Leonard Bleasel AM	460,664	153,552	-	614,216
Steven Crane	100,000	30,000	-	130,000
John Fletcher	66,188	22,062	-	88,250
Russell Higgins AO	92,040	30,679	-	122,719
Patricia McKenzie	12,500	7,486	-	19,986
Robert Wright	39,444	13,148	-	52,592
<b>Executive director</b>				
Michael McCormack	208,590	69,530	-	278,120
<b>Senior Executives</b>				
Peter Fredricson	7,716	14,072	-	21,788



Australian Pipeline Trust and its Controlled Entities  
Remuneration Report for the year ended 30 June 2015

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Year ended 30 June	Opening Balance at 1 July 2014	Securities Acquired	Securities Disposed	Closing Balance at 30 June 2015
Ross Gersbach	485	-	-	485
Robert Wheals	1,500	500	-	2,000
John Ferguson	1,967	655	-	2,622
Kevin Lester	3,277	4,092	-	7,369
Mark Knapman	7,201	2,400	-	9,601
Peter Wallace	6,000	2,000	-	8,000

KMP are subject to APA's Securities Trading Policy. A Director or Designated Person (as defined in this policy) with price-sensitive information relating to APA (which is not generally available) is precluded from trading in APA securities.

#### **7.6 Other transactions with KMP of APA and the Responsible Entity and related parties**

Leonard Bleasel AM holds 10,000 subordinated notes that were issued by APT Pipelines Limited, a subsidiary of APT.

Other than non-executive director fees, executive compensation and equity and debt holdings disclosed in this report, there are no other transactions with the KMP of APA and the Responsible Entity.

## Australian Pipeline Trust and its Controlled Entities

### Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the financial year ended 30 June 2015

	Note	2015 \$000	2014 \$000
<b>Continuing operations</b>			
Revenue	5	1,539,694	1,331,703
Share of net profits of associates and joint ventures using the equity method	5	13,921	64,289
		<b>1,553,615</b>	<b>1,395,992</b>
Net profit on sale of equity accounted investment	3	430,039	-
Asset operation and management expenses		(55,053)	(65,570)
Depreciation and amortisation expense	6	(208,200)	(156,228)
Other operating costs - pass-through	6	(434,382)	(403,477)
Finance costs	6	(348,484)	(326,226)
Employee benefit expense	6	(176,174)	(168,615)
Other expenses		(24,233)	(9,854)
<b>Profit before tax</b>		<b>737,128</b>	<b>266,022</b>
Income tax (expense) / benefit	7	(177,198)	77,684
<b>Profit for the year</b>		<b>559,930</b>	<b>343,706</b>
<b>Other comprehensive income, net of income tax</b>			
<b>Items that will not be reclassified subsequently to profit or loss:</b>			
Actuarial gain on defined benefit plan		18,354	6,796
Income tax relating to items that will not be reclassified subsequently		(5,506)	(2,039)
		<b>12,848</b>	<b>4,757</b>
<b>Items that may be reclassified subsequently to profit or loss:</b>			
Gain /(loss) on available-for-sale investments taken to equity		2,591	(2,823)
Transfer of loss on cash flow hedges to profit or loss		68,960	72,522
Loss on cash flow hedges taken to equity		(316,555)	(154,309)
Loss on associate hedges taken to equity		(9,660)	(7,928)
Recycling of reserves on disposal of associate		(19,416)	-
Income tax relating to items that may be reclassified subsequently		82,520	27,504
		<b>(191,560)</b>	<b>(65,034)</b>
Other comprehensive income for the year (net of tax)		<b>(178,712)</b>	<b>(60,277)</b>
<b>Total comprehensive income for the year</b>		<b>381,218</b>	<b>283,429</b>
<b>Profit attributable to:</b>			
Unitholders of the parent		513,581	304,999
Non-controlling interest - APT Investment Trust unitholders		46,348	38,706
APA stapled securityholders		559,929	343,705
Non-controlling interest - other		1	1
		<b>559,930</b>	<b>343,706</b>
<b>Total comprehensive income attributable to:</b>			
Unitholders of the parent		333,880	245,583
Non-controlling interest - APT Investment Trust unitholders		47,337	37,845
APA stapled securityholders		381,217	283,428
Non-controlling interest - other		1	1
		<b>381,218</b>	<b>283,429</b>
<b>Earnings per security</b>			
		2015	2014 (Restated)
Basic and diluted (cents per security)	8	56.3	39.7

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

**Australian Pipeline Trust and its Controlled Entities**  
**Consolidated Statement of Financial Position**  
As at 30 June 2015

	Note	2015 \$000	2014 \$000
<b>Current assets</b>			
Cash and cash equivalents	19	411,921	7,009
Trade and other receivables	10	254,940	156,439
Other financial assets	22	24,789	16,575
Inventories		21,290	17,349
Other		8,314	5,996
<b>Total current assets</b>		<b>721,254</b>	<b>203,368</b>
<b>Non-current assets</b>			
Trade and other receivables	10	92,470	147,835
Other financial assets	22	496,537	110,768
Investments accounted for using the equity method	25	257,425	593,325
Property, plant and equipment	12	8,355,193	5,574,481
Goodwill	13	1,140,500	1,150,500
Other intangible assets	13	3,556,246	170,804
Other	16	33,261	21,429
<b>Total non-current assets</b>		<b>13,931,632</b>	<b>7,769,142</b>
<b>Total assets</b>		<b>14,652,886</b>	<b>7,972,510</b>
<b>Current liabilities</b>			
Trade and other payables	11	405,685	185,988
Borrowings	20	164,353	-
Other financial liabilities	22	145,815	90,574
Provisions	15	85,452	81,003
Unearned revenue		7,477	15,975
<b>Total current liabilities</b>		<b>808,782</b>	<b>373,540</b>
<b>Non-current liabilities</b>			
Trade and other payables	11	3,261	3,599
Borrowings	20	9,141,497	4,708,283
Other financial liabilities	22	44,793	216,936
Deferred tax liabilities	7	194,692	110,783
Provisions	15	60,410	47,442
Unearned revenue		16,801	15,438
<b>Total non-current liabilities</b>		<b>9,461,454</b>	<b>5,102,481</b>
<b>Total liabilities</b>		<b>10,270,236</b>	<b>5,476,021</b>
<b>Net assets</b>		<b>4,382,650</b>	<b>2,496,489</b>

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

**Australian Pipeline Trust and its Controlled Entities**  
**Consolidated Statement of Financial Position (continued)**

As at 30 June 2015

	Note	2015 \$000	2014 \$000
<b>Equity</b>			
Australian Pipeline Trust equity:			
Issued capital	23	3,195,449	1,816,460
Reserves		(308,792)	(116,243)
Retained earnings		463,772	200,978
Equity attributable to unitholders of the parent		3,350,429	1,901,195
Non-controlling interests:			
APT Investment Trust:			
Issued capital		1,005,086	576,172
Reserves		595	(394)
Retained earnings		26,488	19,465
Equity attributable to unitholders of APT Investment Trust	24	1,032,169	595,243
Other non-controlling interest		52	51
Total non-controlling interests		1,032,221	595,294
<b>Total equity</b>		<b>4,382,650</b>	<b>2,496,489</b>

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

## Australian Pipeline Trust and its Controlled Entities

### Consolidated Statement of Changes in Equity

For the financial year ended 30 June 2015

	Australian Pipeline Trust						APT Investment Trust				Other non-controlling interest				Total \$000														
	Issued Capital \$000	Asset Revaluation Reserve \$000	Available- for-sale Investment Revaluation Reserve \$000	Hedging Reserve \$000	Retained earnings \$000	Attributable to owner of the parent \$000	Issued Capital \$000	Available- for-sale Investment Revaluation Reserve \$000	Retained earnings \$000	APT Investment Trust \$000	Issued Capital \$000	Other \$000	Retained earnings \$000	Other non- controlling Interest \$000															
Balance at 1 July 2013	1,820,516	8,669	1,736	(62,475)	146,762	1,915,208	578,780	467	19,424	598,671	4	1	45	50	2,513,929														
Profit for the year	-	-	-	-	304,999	304,999	-	-	38,706	38,706	-	-	1	1	343,706														
Other comprehensive income	-	-	(1,962)	(89,715)	6,796	(84,881)	-	(861)	-	(861)	-	-	-	-	(85,742)														
Income tax relating to components of other comprehensive income	-	-	589	26,915	(2,039)	25,465	-	-	-	-	-	-	-	-	25,465														
Total comprehensive income for the year	-	-	(1,373)	(62,800)	309,756	245,583	-	(861)	38,706	37,845	-	-	1	1	283,429														
Payment of distributions	-	-	-	-	(255,540)	(255,540)	-	-	(38,665)	(38,665)	-	-	-	-	(294,205)														
Capital return to securityholders	(4,056)	-	-	-	-	(4,056)	(2,608)	-	-	(2,608)	-	-	-	-	(6,664)														
Balance at 30 June 2014	1,816,460	8,669	363	(125,275)	200,978	1,901,195	576,172	(394)	19,465	595,243	4	1	46	51	2,496,489														
Balance at 1 July 2014	1,816,460	8,669	363	(125,275)	200,978	1,901,195	576,172	(394)	19,465	595,243	4	1	46	51	2,496,489														
Profit for the year	-	-	-	-	513,581	513,581	-	-	46,348	46,348	-	-	1	1	559,930														
Other comprehensive income	-	-	1,602	(276,671)	18,354	(256,715)	-	989	-	989	-	-	-	-	(255,726)														
Income tax relating to components of other comprehensive income	-	-	(481)	83,001	(5,506)	77,014	-	-	-	-	-	-	-	-	77,014														
Total comprehensive income for the year	-	-	1,121	(193,670)	526,429	333,880	-	989	46,348	47,337	-	-	1	1	381,218														
Payment of distributions	-	-	-	-	(263,635)	(263,635)	-	-	(39,325)	(39,325)	-	-	-	-	(302,960)														
Securities issued under entitlement offer	1,400,122	-	-	-	-	1,400,122	438,351	-	-	438,351	-	-	-	-	1,838,473														
Issue cost of securities	(30,190)	-	-	-	-	(30,190)	(9,437)	-	-	(9,437)	-	-	-	-	(39,627)														
Tax relating to security issue costs	9,057	-	-	-	-	9,057	-	-	-	-	-	-	-	-	9,057														
<b>Balance at 30 June 2015</b>	<b>3,195,449</b>	<b>8,669</b>	<b>1,484</b>	<b>(318,945)</b>	<b>463,772</b>	<b>3,350,429</b>	<b>1,005,086</b>	<b>595</b>	<b>26,488</b>	<b>1,032,169</b>	<b>4</b>	<b>1</b>	<b>47</b>	<b>52</b>	<b>4,382,650</b>														

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

**Australian Pipeline Trust and its Controlled Entities**  
**Consolidated Statement of Cash Flows**  
For the financial year ended 30 June 2015

	Note	2015 \$000	2014 \$000
<b><u>Cash flows from operating activities</u></b>			
Receipts from customers		1,584,738	1,461,695
Payments to suppliers and employees		(827,797)	(767,599)
Receipts of/(payments for) Hastings Funds Management fees	3	17,201	(8,201)
Dividends received		46,526	61,971
Proceeds from repayment of finance leases		4,621	4,693
Interest received		30,296	5,965
Interest and other costs of finance paid		(293,395)	(327,124)
Income tax refund		-	141
<b>Net cash provided by operating activities</b>		<b>562,190</b>	<b>431,541</b>
<b><u>Cash flows from investing activities</u></b>			
Payments for property, plant and equipment		(2,814,559)	(446,754)
Proceeds from sale of property, plant and equipment		876	797
Payments for equity accounted investments		(17,383)	-
Payments for controlled entities net of cash acquired		-	(24)
Payments for other assets		(18,612)	-
Payments for intangible assets		(3,429,281)	(677)
Loans advanced to related parties		(3,490)	(126,127)
Proceeds from sale of business		-	1,487
Proceeds from sale of finance lease asset		8,683	-
Proceeds from sale of equity accounted investment		783,758	-
<b>Net cash used in investing activities</b>		<b>(5,490,008)</b>	<b>(571,298)</b>
<b><u>Cash flows from financing activities</u></b>			
Proceeds from borrowings		5,279,188	1,585,833
Repayments of borrowings		(1,429,500)	(1,208,915)
Proceeds from issue of securities		1,838,473	-
Payment of debt issue costs		(32,398)	(10,178)
Payments of security issue costs		(39,567)	(60)
Proceeds from early settlement of derivatives		19,515	-
Distributions paid to:			
Unitholders of APT		(263,636)	(259,598)
Unitholders of non-controlling interests - APTIT		(39,324)	(41,271)
<b>Net cash provided by financing activities</b>		<b>5,332,751</b>	<b>65,811</b>
<b>Net decrease in cash and cash equivalents</b>		<b>404,933</b>	<b>(73,946)</b>
Cash and cash equivalents at beginning of financial year		7,009	80,955
Unrealised exchange losses on cash held		(21)	-
<b>Cash and cash equivalents at end of financial year</b>		<b>411,921</b>	<b>7,009</b>

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

**Australian Pipeline Trust and its Controlled Entities**  
**Consolidated Statement of Cash Flows (continued)**  
For the financial year ended 30 June 2015

Reconciliation of profit for the year to the net cash provided by operating activities

	Note	2015 \$000	2014 \$000
Profit for the year		559,930	343,706
Loss on disposal of property, plant and equipment		3,337	115
Profit on sale of finance lease asset		(1,764)	-
Share of net profits of joint ventures and associates using the equity method		(13,921)	(64,289)
Dividends/distributions received from equity accounted investments		45,989	61,418
Net profit on sale of equity accounted investment	3	(430,039)	-
Depreciation and amortisation expense		208,200	156,228
Finance costs		21,221	11,142
Unrealised foreign exchange loss		35	-
Realised hedging gains		(19,258)	-
Changes in assets and liabilities:			
Trade and other receivables		(49,880)	5,948
Inventories		(3,936)	(4,623)
Other assets		(24,725)	4,291
Trade and other payables		65,083	5,962
Provisions		14,725	885
Other liabilities		9,995	(11,558)
Income tax balances		177,198	(77,684)
<b>Net cash provided by operating activities</b>		<b>562,190</b>	<b>431,541</b>

Cash flows are included in the statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified within operating cash flows.

# Australian Pipeline Trust and its Controlled Entities

## Notes to the consolidated financial statements

For the financial year ended 30 June 2015

### Basis of Preparation

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#### 1. About this report

The content and format of the financial statements has been streamlined to present the financial information in a more meaningful manner to securityholders. Note disclosures have been grouped into six sections being Basis of Preparation, Financial Performance, Operating Assets and Liabilities, Capital Management, Group Structure and Other. Each note sets out the accounting policies applied in producing the results along with any key judgements and estimates used. The purpose of the revised format is to provide readers with a clearer understanding of what are the key drivers of financial performance for APA Group.

#### Basis of Preparation



1. About this report
2. General information
3. Significant items and events

#### Financial Performance



4. Segment information
5. Revenue
6. Expenses
7. Income tax
8. Earnings per security
9. Distributions

#### Operating Assets and Liabilities



10. Receivables
11. Payables
12. Property, plant and equipment
13. Goodwill and intangibles
14. Impairment of non-financial assets
15. Provisions
16. Other non-current assets
17. Employee superannuation plans
18. Leases

#### Capital Management



19. Cash and cash equivalents
20. Borrowings
21. Financial risk management
22. Other financial instruments
23. Issued capital

#### Group Structure



24. Non-controlling interests
25. Joint arrangements and associates
26. Subsidiaries

#### Other



27. Commitments and contingencies
28. Director and senior executive remuneration
29. Remuneration of external auditor
30. Related party transactions
31. Parent entity information
32. Adoption of new and revised Accounting Standards
33. Events occurring after reporting date



# Australian Pipeline Trust and its Controlled Entities

## Notes to the consolidated financial statements

For the financial year ended 30 June 2015

### Basis of Preparation

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#### 2. General information

APA Group comprises of two trusts, Australian Pipeline Trust ("APT") and APT Investment Trust ("APTIT"), which are registered managed investment schemes regulated by the Corporations Act 2001. APT units are "stapled" to APTIT units on a one-to-one basis so that one APT unit and one APTIT unit form a single stapled security which trades on the Australian Security Exchange under the code "APA".

Australian Accounting Standards require one of the stapled entities of a stapled structure to be identified as the parent entity for the purposes of preparing a consolidated financial report. In accordance with this requirement, APT is deemed to be the parent entity. The results and equity attributable to APTIT, being the other stapled entity which is not directly or indirectly held by APT, are shown separately in the financial statements as non-controlling interests.

The financial report represents the consolidated financial statements of APT and APTIT (together the "Trusts"), their respective subsidiaries and the share of joint arrangements and associates (together "APA Group"). For the purposes of preparing the consolidated financial report, APA Group is a for-profit entity.

Total comprehensive income attributable to non-controlling interests is reported as disclosed in the separate financial statements of APTIT. Comprehensive income arising from transactions between the parent (APT) group entities and the non-controlling interest (APTIT) have not been eliminated in the reporting of total comprehensive income attributable to non-controlling interests.

All intragroup transactions and balances have been eliminated on consolidation. Where necessary, adjustments are made to the assets, liabilities, and results of subsidiaries, joint arrangements, associates and joint ventures to bring their accounting policies into line with those used by APA Group.

APT's registered office and principal place of business is as follows:

Level 19  
HSBC Building  
580 George Street  
SYDNEY NSW 2000  
Tel: (02) 9693 0000

The consolidated general purpose financial report for the year ended 30 June 2015 was authorised for issue in accordance with a resolution of the directors on 26 August 2015.

This general purpose financial report has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board (AIFRS) and also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

The financial report has been prepared on the basis of historical cost, except for the revaluation of financial instruments. The financial report is presented in Australian dollars and all values are rounded to the nearest thousand dollars (\$000) in accordance with ASIC Class Order 98/0100, unless otherwise stated.

#### Working capital position

The working capital position as at 30 June 2015 for APA Group is that current liabilities exceed current assets by \$87.5 million (\$170.2 million for 30 June 2014) primarily as a result of \$145.8 million (AUD equivalent) of cash flow hedge liabilities, current borrowings of \$164.4 million and accrued transaction costs of \$137.2 million.

APA Group has access to sufficient available committed, un-drawn bank facilities of \$1,175.0 million as at 30 June 2015 (\$835.5 million for 30 June 2014).

The Directors continually monitor APA Group's working capital position, including forecast working capital requirements and have ensured that there are appropriate refinancing strategies and adequate committed funding facilities in place to accommodate debt repayments as and when they fall due.

#### Foreign currency transactions

Both the functional and presentation currency of APA Group and APT is Australian dollars (A\$). All foreign currency transactions during the financial year are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at reporting date are translated at the exchange rate existing at that date and resulting exchange differences are recognised in profit or loss in the period in which they arise, unless they qualify for hedge accounting.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Basis of Preparation

#### 3. Significant items and events

Individually significant items included in profit after income tax expense are as follows:

	2015	2014
	\$000	\$000
Significant items impacting EBITDA		
Net profit on sale of equity accounted investment <sup>(a)</sup>	430,039	-
Recovery of fees paid to HDF by Hastings Funds Management Limited <sup>(b)</sup>	17,201	-
<b>Total significant items impacting EBITDA</b>	<b>447,240</b>	-
Income tax related to significant items above	(91,222)	-
Income tax benefit on tax cost base step up <sup>(c)</sup>	-	144,060
<b>Profit from significant items after income tax</b>	<b>356,018</b>	<b>144,060</b>

(a) During August 2014, APA Group sold its investment in Envestra Limited to Cheung Kong Group consortium for \$1.32 per share amounting to \$783.8 million in gross proceeds which realised a net pre-tax profit of \$430.0 million.

(b) In November 2014, APA Group successfully appealed the NSW Supreme Court decision in a matter regarding performance fees previously paid by Hastings Diversified Utility Fund (HDF) to Hastings Funds Management Limited (HFML).

(c) APA Group made a once-off adjustment to its tax expense for the year ended 30 June 2014 to reflect a change in the treatment, for tax depreciation purposes only, of various capital assets.

#### Acquisition of the Wallumbilla Gladstone Pipeline

APA Group completed the acquisition of the Wallumbilla Gladstone Pipeline (formerly QCLNG Pipeline) on 3 June 2015 from a member of the BG Group for US\$4,596.6 million (A\$5,834.6 million) net of a refund of A\$15.2 million received on 20 July 2015, relating to the adjusted acquisition price.

The acquisition was funded through the issuance of US\$3,705 million of fixed rate debt (achieved through USD placements and a combination of GBP and Euro Medium Term Note placements, swapped to USD through cross currency interest rate swaps). The remainder was funded by an accelerated renounceable entitlement offer completed in January 2015 when APA Group issued 278,556,562 new stapled securities at a total value of \$1,807.9 million, net of transaction costs.

The acquisition resulted in an increase in property, plant and equipment of \$2,562.0 million, contract intangibles of \$3,413.8 million, line pack gas of \$4.0 million and other net assets of \$18.6 million.

# Australian Pipeline Trust and its Controlled Entities

## Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

### Financial Performance

#### 4. Segment information

APA Group operates in one geographical segment, being Australia and the revenue from major products and services is shown by the reportable segments.

APA Group comprises the following reportable segments:

- **Energy Infrastructure**, which includes all wholly or majority owned pipelines, gas storage assets and the Emu Downs Wind Farm;
- **Asset Management**, which provides commercial, operating services and/or asset maintenance services to APA Group's energy investments and Australian Gas Networks Limited (formerly Envestra Limited) for appropriate fees; and
- **Energy Investments**, which includes APA Group's strategic stakes in a number of investment entities that house energy infrastructure assets, generally characterised by long term secure cashflows, with low capital expenditure requirements.

APA Group has reported the segment Earnings before interest, tax, depreciation and amortisation ("EBITDA") exclusive of corporate costs for the current year. The reporting provides a clearer picture of the performance of the underlying assets within the business. The comparative year has been restated to this effect.

#### Reportable segments

	Energy Infrastructure	Asset Management <sup>(a)</sup>	Energy Investments <sup>(a)</sup>	Other	Consolidated
2015	\$000	\$000	\$000	\$000	\$000
<b>Segment revenue</b> <sup>(b)</sup>					
External sales revenue	984,184	85,056	-	-	1,069,240
Equity accounted net profits	-	-	13,921	-	13,921
Pass-through revenue	13,514	420,868	-	-	434,382
Finance lease and investment interest income	2,896	-	8,308	-	11,204
Distribution - other entities	-	-	546	-	546
<b>Total segment revenue</b>	<b>1,000,594</b>	<b>505,924</b>	<b>22,775</b>	-	<b>1,529,293</b>
Other interest income					24,322
<b>Consolidated revenue</b>					<b>1,553,615</b>

#### Segment result

Earnings before interest, tax, depreciation and amortisation ("EBITDA")	838,462	39,448	440,584	-	1,318,494
Share of net profits of joint ventures and associates using the equity method	-	-	13,921	-	13,921
Finance lease and investment interest income	2,896	-	8,308	-	11,204
Corporate costs	-	-	-	(74,129)	(74,129)
<b>Total EBITDA</b>	<b>841,358</b>	<b>39,448</b>	<b>462,813</b>	<b>(74,129)</b>	<b>1,269,490</b>
Depreciation and amortisation	(195,635)	(12,565)	-	-	(208,200)
<b>Earnings before interest and tax ("EBIT")</b>	<b>645,723</b>	<b>26,883</b>	<b>462,813</b>	<b>(74,129)</b>	<b>1,061,290</b>
Net finance costs <sup>(c)</sup>					(324,162)
<b>Profit before tax</b>					<b>737,128</b>
Income tax expense					(177,198)
<b>Profit for the year</b>					<b>559,930</b>

(a) During August 2014, APA Group sold its investment in Envestra Limited to Cheung Kong Group consortium for \$1.32 per share. This has resulted in a \$440.0 million gain in Energy Investments being the gross proceeds less the carrying value of the equity accounted investment affected by a reassessment of the carrying value of the asset management business to reflect future growth opportunities, resulting in a reduction of goodwill (\$10.0 million).

(b) The revenue reported above represents revenue generated from external customers. Any intersegment sales were immaterial.

(c) Excluding finance lease and investment interest income, and any gains or losses on revaluation of derivatives included as part of EBIT for segment reporting purposes, but including other interest income.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**

For the financial year ended 30 June 2015

**Financial Performance**

**4. Segment information (continued)**

**Reportable segments (continued)**

	Energy Infrastructure	Asset Management	Energy Investments	Consolidated
2015	\$000	\$000	\$000	\$000
<b>Segment assets and liabilities</b>				
Segment assets	<b>13,146,538</b>	<b>239,798</b>	<b>110,874</b>	<b>13,497,210</b>
Carrying value of investments using the equity method	-	-	<b>257,425</b>	<b>257,425</b>
Unallocated assets <sup>(a)</sup>				<b>898,251</b>
<b>Total assets</b>				<b>14,652,886</b>
Segment liabilities	<b>507,565</b>	<b>71,521</b>	-	<b>579,086</b>
Unallocated liabilities <sup>(b)</sup>				<b>9,691,150</b>
<b>Total liabilities</b>				<b>10,270,236</b>

(a) Unallocated assets consist of cash and cash equivalents, fair value of interest rate swaps, foreign exchange contracts and equity forwards.

(b) Unallocated liabilities consist of current and non-current borrowings, deferred tax liabilities, fair value of interest rate swaps and foreign exchange contracts.

	Energy Infrastructure	Asset Management	Energy Investments	Other	Consolidated
2014	\$000	\$000	\$000	\$000	\$000
<b>Segment revenue <sup>(a)</sup></b>					
External sales revenue	820,478	99,171	-	-	919,649
Equity accounted net profits	-	-	64,289	-	64,289
Pass-through revenue	8,925	394,552	-	-	403,477
Finance lease and investment interest income	3,591	-	3,311	-	6,902
Distribution - other entities	-	-	533	-	533
<b>Total segment revenue</b>	<b>832,994</b>	<b>493,723</b>	<b>68,133</b>	-	<b>1,394,850</b>
Other interest income					1,142
<b>Consolidated revenue</b>					<b>1,395,992</b>

(a) The revenue reported above represents revenue generated from external customers. Any intersegment sales were immaterial.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Financial Performance**

**4. Segment information (continued)**

**Reportable segments (continued)**

	Energy Infrastructure	Asset Management	Energy Investments	Other	Consolidated
2014	\$000	\$000	\$000	\$000	\$000
	(Restated)	(Restated)	(Restated)	(Restated)	(Restated)
<b>Segment result</b>					
Earnings before interest, tax, depreciation and amortisation ("EBITDA")	678,364	67,552	533	-	746,449
Share of net profits of joint ventures and associates using the equity method	-	-	64,289	-	64,289
Finance lease and investment interest income	3,591	-	3,311	-	6,902
Corporate costs	-	-	-	(70,306)	(70,306)
<b>Total EBITDA</b>	<b>681,955</b>	<b>67,552</b>	<b>68,133</b>	<b>(70,306)</b>	<b>747,334</b>
Depreciation and amortisation	(151,610)	(4,618)	-	-	(156,228)
<b>Earnings before interest and tax ("EBIT")</b>	<b>530,345</b>	<b>62,934</b>	<b>68,133</b>	<b>(70,306)</b>	<b>591,106</b>
Net finance costs <sup>(a)</sup>	-	-	-	-	(325,084)
<b>Profit before tax</b>	-	-	-	-	<b>266,022</b>
Income tax benefit	-	-	-	-	77,684
<b>Profit for the year</b>	-	-	-	-	<b>343,706</b>

	Energy Infrastructure	Asset Management	Energy Investments	Consolidated
2014	\$000	\$000	\$000	\$000
<b>Segment assets and liabilities</b>				
Segment assets	6,877,648	248,972	151,690	7,278,310
Carrying value of investments using the equity method	-	-	593,325	593,325
Unallocated assets <sup>(b)</sup>	-	-	-	100,875
<b>Total assets</b>	-	-	-	<b>7,972,510</b>
Segment liabilities	273,654	75,792	-	349,446
Unallocated liabilities <sup>(c)</sup>	-	-	-	5,126,575
<b>Total liabilities</b>	-	-	-	<b>5,476,021</b>

(a) Excluding finance lease and investment interest income, and any gains or losses on revaluation of derivatives included as part of EBIT for segment reporting purposes, but including other interest income.

(b) Unallocated assets consist of cash and cash equivalents, fair value of interest rate swaps, foreign exchange contracts and equity forwards.

(c) Unallocated liabilities consist of current and non-current borrowings, deferred tax liabilities, fair value of interest rate swaps and foreign exchange contracts.

**Information about major customers**

Included in revenues arising from energy infrastructure of \$984.2 million (2014: \$820.5 million) are revenues of approximately \$437.4 million (2014: \$384.4 million) which arose from sales to APA Group's top three customers.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Financial Performance

### 5. Revenue

An analysis of APA Group's revenue for the year is as follows:

#### Continuing operations

	2015	2014
	\$000	\$000
Energy infrastructure revenue	983,587	819,899
Pass-through revenue	13,514	8,925
<b>Energy infrastructure revenue</b>	<b>997,101</b>	<b>828,824</b>
Asset management revenue	85,056	99,171
Pass-through revenue	420,868	394,552
<b>Asset management revenue</b>	<b>505,924</b>	<b>493,723</b>
<b>Operating revenue</b>	<b>1,503,025</b>	<b>1,322,547</b>
Interest	24,322	1,142
Interest income on redeemable ordinary shares (EII), redeemable preference shares (GDI) and loans to related parties (DPS)	8,308	3,311
Finance lease income	2,896	3,591
<b>Finance income</b>	<b>35,526</b>	<b>8,044</b>
Dividends	546	533
Rental income	597	579
<b>Total revenue</b>	<b>1,539,694</b>	<b>1,331,703</b>
Share of net profits of joint ventures and associates using the equity method	13,921	64,289
	<b>1,553,615</b>	<b>1,395,992</b>

Revenue is recognised to the extent that it is probable that the economic benefits will flow to APA Group and can be reliably measured. Amounts disclosed as revenue are net of duties and taxes paid. Revenue is recognised for the major business activities as follows:

**Operating revenue**, which is earned for the transportation of gas, generation of electricity and other related services and is recognised when the services are provided net of goods and services tax ("GST"), except where the amount of GST incurred is not recoverable from the taxation authority;

**Pass-through revenue**, for which no margin is earned, is recognised when the services are provided and offset by corresponding pass-through costs;

**Interest revenue**, which is recognised as it accrues and is determined using the effective interest method;

**Dividend revenue**, which is recognised when the right to receive the payment has been established; and

**Finance lease income**, which is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Financial Performance**

**6. Expenses**

	2015	2014
	\$000	\$000
Depreciation of non-current assets	182,084	151,132
Amortisation of non-current assets	26,116	5,096
<b>Depreciation and amortisation expense</b>	<b>208,200</b>	<b>156,228</b>
Gas pipeline costs	13,514	8,925
Management, operating and maintenance costs	420,868	394,552
<b>Other operating costs - pass-through</b>	<b>434,382</b>	<b>403,477</b>
Interest on bank overdrafts and borrowings <sup>(a)</sup>	357,255	324,122
Amortisation of deferred borrowing costs	14,978	9,245
Other finance costs	14,641	9,031
	<b>386,874</b>	<b>342,398</b>
Less: amounts included in the cost of qualifying assets	<b>(20,002)</b>	<b>(18,069)</b>
	<b>366,872</b>	<b>324,329</b>
(Gain) / loss on derivatives	<b>(19,643)</b>	787
Unwinding of discount on non-current liabilities	1,255	1,110
<b>Finance costs</b>	<b>348,484</b>	<b>326,226</b>
Defined contribution plans	10,116	9,648
Defined benefit plans (Note 17)	4,146	4,468
Post-employment benefits	14,262	14,116
Termination benefits	2,172	1,004
Cash settled security-based payments <sup>(b)</sup>	23,629	22,452
Other employee benefits	136,111	131,043
<b>Employee benefit expense</b>	<b>176,174</b>	<b>168,615</b>

(a) The average interest rate on funds borrowed is 7.12% p.a. (2014: 7.44% p.a.) including amortisation of borrowing costs and other finance costs.

(b) APA Group provides benefits to certain employees in the form of cash settled security-based payments. For cash settled security-based payments, a liability equal to the portion of services received is recognised at the current fair value determined at each reporting date.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Financial Performance

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##### 7. Income tax

The major components of tax expense are:

	2015	2014
	\$000	\$000
<b>Income statement (continuing operations)</b>		
Current tax expense in respect of the current year	(8,734)	(1,063)
Adjustments recognised in the current year in relation to current tax of prior years	1,516	1,061
Deferred tax expense relating to the origination and reversal of temporary differences	(169,980)	77,686
<b>Total tax (expense)/benefit</b>	<b>(177,198)</b>	<b>77,684</b>

##### Tax reconciliation (continuing operations)

Profit before tax	737,128	266,022
Income tax expense calculated at 30%	(221,138)	(79,807)
Non-assessable trust distribution	13,904	11,611
Non deductible expenses	(13,567)	(3,054)
Non assessable income	4,278	15,034
Excess of equity accounted book value over tax base of Envestra shares	12,149	-
Unfranked dividends from associates	(4,530)	(11,221)
	(208,904)	(67,437)
Tax benefit on tax cost base step up	-	144,060
Previously unbooked losses now recognised	30,190	-
Adjustment recognised in the current year in relation to the current tax of prior years	1,516	1,061
	(177,198)	77,684

Income tax expense comprises of current and deferred tax. Income tax is recognised in profit or loss except to the extent that it relates to items recognised directly in other comprehensive income, in which case it is recognised in equity. Current tax represents the expected taxable income at the applicable tax rate for the financial year, and any adjustment to tax payable in respect of previous financial years.

Income tax expense for the 2015 year is \$177.2 million. An income tax provision of \$7.2 million has been recognised after utilisation of all available group tax losses and partial utilisation of available transferred tax losses (refer to Note 11).



## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Financial Performance

### 7. Income tax (continued)

#### Deferred tax balances

Deferred tax (liabilities)/assets arise from the following:

	Opening balance	Charged to income	Charged to equity	Closing balance
	\$000	\$000	\$000	\$000
<b>2015</b>				
<b>Gross deferred tax liabilities</b>				
Intangible assets	(3,437)	769	-	(2,668)
Property, plant and equipment	(486,629)	(99,478)	-	(586,107)
Deferred expenses	(49,683)	(1,986)	-	(51,669)
Defined benefit obligation	4,328	171	(5,506)	(1,007)
Available for sale investments	(157)	-	(482)	(639)
	<b>(535,578)</b>	<b>(100,524)</b>	<b>(5,988)</b>	<b>(642,090)</b>
<b>Gross deferred tax assets</b>				
Provisions	37,448	7,603	-	45,051
Cash flow hedges	52,516	193	74,765	127,474
Security issue costs	186	(1,982)	9,057	7,261
Deferred revenue	2,465	4,264	-	6,729
Investments equity accounted	(990)	2,945	8,237	10,192
Other	32	1,389	-	1,421
Tax losses	333,138	(83,868)	-	249,270
	<b>424,795</b>	<b>(69,456)</b>	<b>92,059</b>	<b>447,398</b>
<b>Net deferred tax liability</b>	<b>(110,783)</b>	<b>(169,980)</b>	<b>86,071</b>	<b>(194,692)</b>
<b>2014</b>				
<b>Gross deferred tax liabilities</b>				
Intangible assets	(3,975)	538	-	(3,437)
Property, plant and equipment	(497,925)	11,296	-	(486,629)
Deferred expenses	(47,535)	(2,148)	-	(49,683)
Investments equity accounted	(3,445)	295	2,160	(990)
Available for sale investments	(746)	-	589	(157)
	<b>(553,626)</b>	<b>9,981</b>	<b>2,749</b>	<b>(540,896)</b>
<b>Gross deferred tax assets</b>				
Provisions	36,361	1,087	-	37,448
Cash flow hedges	27,527	236	24,753	52,516
Defined benefit obligation	6,225	142	(2,039)	4,328
Security issue costs	368	(182)	-	186
Deferred revenue	467	1,998	-	2,465
Other	59	(27)	-	32
Tax losses	268,687	64,451	-	333,138
	<b>339,694</b>	<b>67,705</b>	<b>22,714</b>	<b>430,113</b>
<b>Net deferred tax liability</b>	<b>(213,932)</b>	<b>77,686</b>	<b>25,463</b>	<b>(110,783)</b>

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Financial Performance

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### 7. Income tax (continued)

#### Unrecognised deferred tax assets

	2015	2014
	\$000	\$000

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The following deferred tax assets have not been brought to account as assets:

Tax losses - capital	2,012	32,069
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Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for:

- i) initial recognition of goodwill;
- ii) initial recognition of assets or liabilities that affect neither accounting nor taxable profit; and
- iii) differences relating to investments in wholly-owned entities to the extent that they will probably not reverse in the foreseeable future.

Deferred tax is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using the appropriate tax rates at the end of the reporting period.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### Tax consolidation

APT and its wholly-owned Australian resident entities formed a tax-consolidated group with effect from 1 July 2003 and are therefore taxed as a single entity from that date. The head entity within the tax-consolidated group is APT. The members of the tax-consolidated group are identified at Note 26.

Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial reports of the members of the tax-consolidated group using the 'separate taxpayer within group' approach, by reference to the carrying amounts in the separate financial reports of each entity and the tax values applying under tax consolidation.

Any current tax liabilities (or assets) and deferred tax assets arising from unused tax losses of the wholly-owned entities are assumed by the head entity in the tax-consolidated group and are recognised as amounts payable (receivable) to (from) other entities in the tax-consolidated group in conjunction with any tax funding arrangement amounts.

The head entity recognises deferred tax assets arising from unused tax losses of the tax-consolidated group to the extent that it is probable that future taxable profits of the tax-consolidated group will be available against which the assets can be utilised.

#### Nature of tax funding arrangement and tax sharing agreement

Entities within the tax-consolidated group have entered into a tax funding arrangement and a tax sharing agreement with the head entity. Under the terms of the tax funding arrangement, APT and each of the entities in the tax-consolidated group have agreed to pay a tax equivalent payment to or from the head entity based on the current tax liability or current tax asset of the entity. Such amounts are reflected in amounts receivable from or payable to other entities in the tax-consolidated group.

The tax sharing agreement entered into between members of the tax-consolidated group provides for the determination of the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations or if an entity should leave the tax-consolidated group. The effect of the tax sharing agreement is that each member's liability for the tax payable by the tax-consolidated group is limited to the amount payable to the head entity under the tax funding arrangement.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Financial Performance**

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**8. Earnings per security**

	<b>2015</b>	2014 (Restated)
Basic and diluted earnings per security (cents)	<b>56.3</b>	39.7

The earnings and weighted average number of ordinary securities used in the calculation of basic and diluted earnings per security are as follows:

	<b>2015</b>	2014
	<b>\$000</b>	\$000
Net profit attributable to securityholders for calculating basic and diluted earnings per security	<b>559,929</b>	343,705
	<b>2015</b>	2014 (Restated)
	<b>No. of securities</b>	No. of securities
	<b>000</b>	000
Adjusted weighted average number of ordinary securities used in the calculation of basic and diluted earnings per security	<b>995,245</b>	865,977

On the 23 December 2014, APA Group issued 145,164,302 new ordinary securities on completion of the institutional component and early acceptance period of the retail component for the fully underwritten rights issue. The remaining allocation of the retail component being 133,392,260 was completed on 28 January 2015. The issue was offered at \$6.60 per security, a discount to APA Group's closing market price of \$7.67 per security on 9 December 2014, the last trading day before the record date of the entitlement offer of 15 December 2014. The number of securities used for the current and prior period calculation of earnings per security have been adjusted for the discounted rights issue. An adjustment factor of 1.036 has been calculated, being the closing market price per security on 9 December 2014, divided by the theoretical ex-rights value (TERV) of \$7.40 per security.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Financial Performance**

**9. Distributions**

	2015 cents per security	2015 Total \$000	2014 cents per security	2014 Total \$000
<b>Recognised amounts</b>				
<b>Final distribution paid on 10 September 2014</b>				
(2014: 11 September 2013)				
Profit distribution - APT <sup>(a)</sup>	16.42	137,239	16.02	133,877
Profit distribution - APTIT <sup>(a)</sup> (Note 24)	2.33	19,465	2.32	19,424
Capital distribution - APT (Note 23)	-	-	-	-
Capital distribution - APTIT (Note 24)	-	-	0.16	1,313
	<b>18.75</b>	<b>156,704</b>	<b>18.50</b>	<b>154,614</b>
<b>Interim distribution paid on 18 March 2015<sup>(b)</sup></b>				
(2014: 12 March 2014)				
Profit distribution - APT <sup>(a)</sup>	15.12	126,396	14.56	121,663
Profit distribution - APTIT <sup>(a)</sup> (Note 24)	2.38	19,860	2.30	19,241
Capital distribution - APT (Note 23)	-	-	0.49	4,057
Capital distribution - APTIT (Note 24)	-	-	0.15	1,295
	<b>17.50</b>	<b>146,256</b>	<b>17.50</b>	<b>146,256</b>
<b>Total distributions recognised</b>				
Profit distributions <sup>(a)</sup>	<b>36.25</b>	<b>302,960</b>	<b>35.20</b>	<b>294,205</b>
Capital distributions	-	-	0.80	6,665
<b>Unrecognised amounts</b>				
<b>Final distribution payable on 16 September 2015<sup>(c)</sup></b>				
(2014: 10 September 2014)				
Profit distribution - APT <sup>(a)</sup>	18.12	201,945	16.42	137,239
Profit distribution - APTIT <sup>(a)</sup>	2.38	26,488	2.33	19,464
	<b>20.50</b>	<b>228,433</b>	<b>18.75</b>	<b>156,703</b>

(a) Profit distributions were unfranked (2014: unfranked).

(b) New securities issued under the entitlement offer were not eligible for the FY2015 interim distribution.

(c) Record date 30 June 2015.

The final distribution in respect of the financial year has not been recognised in this financial report because the final distribution was not declared, determined or publicly confirmed prior to the end of the financial year.

	2015 \$000	2014 \$000
Adjusted franking account balance (tax paid basis)	<b>6,811</b>	5,107

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Operating Assets and Liabilities

##### 10. Receivables

	2015	2014
	\$000	\$000
Trade receivables	223,806	96,644
Allowance for doubtful debts	(4,411)	(1,790)
Trade receivables	219,395	94,854
Receivables from associates and related parties	15,630	56,936
Finance lease receivables (Note 18)	4,005	4,575
Interest receivable	688	63
Other debtors	15,222	11
<b>Current</b>	<b>254,940</b>	<b>156,439</b>
Finance lease receivables (Note 18)	18,968	29,747
Loan receivable - related party	73,502	118,088
<b>Non-current</b>	<b>92,470</b>	<b>147,835</b>

Trade receivables are non-interest bearing and are generally on 30 day terms.

There are no material trade receivables past due and not provided for.

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Trade and other receivables are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are stated at their amortised cost less impairment.

##### 11. Payables

Trade payables <sup>(a)</sup>	29,615	27,037
Income tax payable	7,216	-
Other payables <sup>(b)</sup>	368,715	158,951
Payables to associates	139	-
<b>Current</b>	<b>405,685</b>	<b>185,988</b>
Other payables	3,261	3,599
<b>Non-current</b>	<b>3,261</b>	<b>3,599</b>

(a) Trade payables are non-interest bearing and are normally settled on 15 - 30 day terms.

(b) Other payables include \$137.2m of transaction costs on the acquisition of the Wallumbilla Gladstone Pipeline (formerly QCLNG Pipeline), other expenditure accruals and external interest payable accruals.

Trade and other payables are recognised when APA Group becomes obliged to make future payments resulting from the purchase of goods and services. Trade and other payables are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are stated at amortised cost.

Payables are recognised inclusive of GST, except for accrued revenue and accrued expense at balance dates which exclude GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. GST receivable or GST payable is only recognised once a tax invoice has been issued or received.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**

For the financial year ended 30 June 2015

**Operating Assets and Liabilities**

**12. Property, plant and equipment**

	Freehold land and buildings - at cost \$000	Leasehold improvements - at cost \$000	Plant and equipment - at cost \$000	Work in progress - at cost \$000	Total \$000
<b>Gross carrying amount</b>					
Balance at 1 July 2013	131,101	4,939	5,319,587	494,354	5,949,981
Additions	-	-	32,129	413,985	446,114
Disposals	(33)	-	(6,126)	-	(6,159)
Transfers	8,366	76	421,036	(429,478)	-
Balance at 30 June 2014	139,434	5,015	5,766,626	478,861	6,389,936
Additions	<b>78,679</b>	-	<b>2,501,924</b>	<b>386,406</b>	<b>2,967,009</b>
Disposals	<b>(165)</b>	<b>(571)</b>	<b>(17,367)</b>	<b>(52)</b>	<b>(18,155)</b>
Transfers	<b>11,103</b>	-	<b>686,038</b>	<b>(697,141)</b>	-
<b>Balance at 30 June 2015</b>	<b>229,051</b>	<b>4,444</b>	<b>8,937,221</b>	<b>168,074</b>	<b>9,338,790</b>
<b>Accumulated depreciation</b>					
Balance at 1 July 2013	(19,076)	(2,160)	(648,334)	-	(669,570)
Disposals	7	-	5,240	-	5,247
Depreciation expense	(2,785)	(128)	(148,219)	-	(151,132)
Balance at 30 June 2014	(21,854)	(2,288)	(791,313)	-	(815,455)
Disposals	<b>75</b>	<b>571</b>	<b>13,296</b>	-	<b>13,942</b>
Depreciation expense	<b>(3,257)</b>	<b>(486)</b>	<b>(178,341)</b>	-	<b>(182,084)</b>
<b>Balance at 30 June 2015</b>	<b>(25,036)</b>	<b>(2,203)</b>	<b>(956,358)</b>	-	<b>(983,597)</b>
<b>Net book value</b>					
As at 30 June 2014	117,580	2,727	4,975,313	478,861	5,574,481
<b>As at 30 June 2015</b>	<b>204,015</b>	<b>2,241</b>	<b>7,980,863</b>	<b>168,074</b>	<b>8,355,193</b>

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Work in progress is stated at cost. Cost includes expenditure that is directly attributable to the acquisition or construction of the item.

Depreciation is provided on property, plant and equipment excluding land. Depreciation is calculated on either a straight-line or throughput basis depending on the nature of the asset so as to write off the net cost of each asset over its estimated useful life.

Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight-line method. The estimated useful lives and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes recognised on a prospective basis.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets (i.e. assets that take a substantial period of time to get ready for their intended use or sale), are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Operating Assets and Liabilities

### 12. Property, plant and equipment (continued)

#### Critical accounting judgements and key sources of estimation uncertainty - useful lives of non-current assets

APA Group reviews the estimated useful lives of property, plant and equipment at the end of each annual reporting period. Any reassessment of useful lives in a particular year will affect the depreciation expense.

The following estimated useful lives are used in the calculation of depreciation:

- buildings 30 - 50 years;
- compressors 10 - 50 years;
- gas transportation systems 10 - 80 years;
- meters 20 - 30 years; and
- other plant and equipment 3 - 20 years.

### 13. Goodwill and intangibles

	2015	2014
	\$000	\$000
<b>Goodwill</b>		
Balance at beginning of financial year	1,150,500	1,150,500
Goodwill impairment	(10,000)	-
<b>Balance at end of financial year</b>	<b>1,140,500</b>	<b>1,150,500</b>

#### Allocation of goodwill to cash-generating units

Goodwill has been allocated for impairment testing purposes to individual cash-generating units. The carrying amount of goodwill allocated to cash-generating units that are significant individually or in aggregate is as follows:

Asset Management business	21,456	31,456
Energy Infrastructure		
New South Wales pipelines	146,008	146,008
Victorian Transmission System	105,061	105,061
South West Queensland Pipeline	707,843	707,843
Other energy infrastructure <sup>(a)</sup>	160,132	160,132
	<b>1,140,500</b>	<b>1,150,500</b>

(a) Primarily represents goodwill relating to the Roma to Brisbane Pipeline (\$76.4m) and the Pilbara Pipeline System (\$32.6m).

Goodwill acquired in a business combination is initially measured at cost and subsequently at cost less accumulated impairment.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Operating Assets and Liabilities

### 13. Goodwill and intangibles (continued)

	2015	2014
	\$000	\$000
<b>Contract and other intangibles</b>		
<b>Gross carrying amount</b>		
Balance at beginning of financial year	206,738	206,061
Acquisitions / additions	3,414,122	677
Disposals	(397)	-
<b>Balance at end of financial year</b>	<b>3,620,463</b>	<b>206,738</b>
<b>Accumulated amortisation and impairment</b>		
Balance at beginning of financial year	(35,934)	(29,046)
Amortisation expense	(26,116)	(5,096)
Impairment	(2,564)	(1,792)
Disposals	397	-
<b>Balance at end of financial year</b>	<b>(64,217)</b>	<b>(35,934)</b>
<b>Net book value</b>	<b>3,556,246</b>	<b>170,804</b>

APA Group holds various third party operating and maintenance contracts. The combined gross carrying amount of \$3,620.5 million amortises over terms ranging from one to 20 years. Useful life is determined based on the underlying contractual terms plus estimations of renewal of up to two terms where considered probable by management. Amortisation expense is included in the line item of depreciation and amortisation expense in the statement of profit or loss and other comprehensive income.

Intangible assets acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Intangible assets acquired in a business combination are identified and recognised separately from goodwill and are initially recognised at their fair value at the acquisition date and subsequently at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effects of any changes in estimate being accounted for on a prospective basis.

During the period, APA Group reassessed the amortisation period for intangible contracts. This resulted in a change in estimate for the amortisation period, with additional amortisation of approximately \$7.8 million per annum recognised effective from 1 July 2014.

### 14. Impairment of non-financial assets

APA Group tests property, plant and equipment, intangibles and goodwill for impairment at least annually or whenever there is an indication that the asset may be impaired. Assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting period.

If the asset does not generate independent cash inflows and its value in use cannot be estimated to be close to its fair value, the asset is tested for impairment as part of the Cash Generating Unit (CGU) to which it belongs.

Assets are impaired if their carrying value exceeds their recoverable amount. The recoverable amount of an asset or CGU is determined as the higher of its fair value less costs of disposal or value in use.

Determining whether identifiable intangible assets and goodwill are impaired requires an estimation of the value-in-use or fair value of the cash-generating units. The calculations require APA Group to estimate the future cash flows expected to arise from cash-generating units and suitable discount rates in order to calculate the present value of cash-generating units. These estimates and assumptions are reviewed on an ongoing basis.

The recoverable amounts of cash-generating units are determined based on value-in-use calculations. These calculations use cash flow projections based on a five year financial business plan and thereafter a further 15 year financial model. This is the basis of APA Group's forecasting and planning processes which represents the underlying long term nature of associated customer contracts on these assets.



## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Operating Assets and Liabilities

### 14. Impairment of non-financial assets (continued)

#### Critical accounting judgements and key sources of estimation uncertainty - impairment of assets

For fully regulated assets, cash flows have been extrapolated on the basis of existing transportation contracts and government policy settings, and expected contract renewals with a resulting average annual growth rate of 1.6% p.a. These expected cash flows are factored into the regulated asset base and do not exceed management's expectations of the long-term average growth rate for the market in which the cash generating unit operates.

For non-regulated assets, APA has assumed no capacity expansion beyond installed and committed levels; utilisation of capacity is based on existing contracts, government policy settings and expected market outcomes.

As contracts mature, given ongoing demand for capacity, it is assumed that the majority of the capacity is resold on similar pricing.

Asset Management cash flow projections reflect long term agreements with assumptions of renewal on similar terms and conditions based on management expectations.

Cash flow projections are estimated for a period of up to 20 years, with a terminal value, recognising the long term nature of the assets. The pre-tax discount rates used are 8.25% p.a. (2014: 8.25% p.a.) for Energy Infrastructure assets and 8.25% p.a. (2014: 8.25% p.a.) for Asset Management.

These assumptions have been determined with reference to historic information, current performance and expected changes taking into account external information.

During August 2014, APA Group sold its investment in Envestra Limited to Cheung Kong Group consortium which resulted in a reassessment of the carrying value of the asset management business to reflect future growth opportunities, resulting in a reduction of goodwill (\$10.0 million).

### 15. Provisions

	2015	2014
	\$000	\$000
Employee benefits	76,953	73,899
Other	8,499	7,104
<b>Current</b>	<b>85,452</b>	<b>81,003</b>
Employee benefits	30,484	38,833
Other	29,926	8,609
<b>Non-current</b>	<b>60,410</b>	<b>47,442</b>
<b>Employee benefits</b>		
Incentives	25,556	25,217
Cash settled security-based payments	10,009	9,263
Leave balances	39,608	37,310
Termination benefits	1,780	2,109
<b>Current</b>	<b>76,953</b>	<b>73,899</b>
Cash settled security-based payments	17,215	15,818
Defined benefit liability (Note 17)	4,425	14,426
Leave balances	8,844	8,589
<b>Non-current</b>	<b>30,484</b>	<b>38,833</b>

A provision is recognised when there is a legal or constructive obligation as a result of a past event, it is probable that future economic benefits will be required to settle the obligation and the amount of the provision can be measured reliably.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Operating Assets and Liabilities

### 15. Provisions (continued)

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the financial year, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is probable that recovery will be received and the amount of the receivable can be measured reliably.

Provision is made for benefits accruing to employees in respect of wages and salaries, incentives, annual leave and long service leave when it is probable that settlement will be required. Provisions made in respect of employee benefits expected to be settled within 12 months, are recognised for employee services up to reporting date at the amounts expected to be paid when the liability is settled. Provisions made in respect of employee benefits which are not expected to be wholly settled within 12 months are measured as the present value of the estimated future cash outflows using a discount rate based on the corporate bond yields in respect of services provided by employees up to reporting date.

### 16. Other non-current assets

	2015	2014
	\$000	\$000
Line pack gas	20,200	16,152
Gas held in storage	5,085	5,085
Defined benefit asset (Note 17)	7,784	-
Other assets	192	192
	<b>33,261</b>	<b>21,429</b>

### 17. Employee superannuation plans

All employees of APA Group are entitled to benefits on retirement, disability or death from an industry sponsored fund, or an alternative fund of their choice. APA Group has three plans with defined benefit sections (due to the acquisition of businesses) and a number of other plans with defined contribution sections. The defined benefit sections provide lump sum benefits upon retirement based on years of service. The defined contribution sections receive fixed contributions from APA Group and APA Group's legal and constructive obligations are limited to these amounts.

The most recent actuarial valuations of plan assets and the present value of the defined benefit obligation were determined at 30 June 2015. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The following sets out details in respect of the defined benefit plans only:

#### Amounts recognised in the statement of profit or loss and other comprehensive income

Current service cost	3,730	3,901
Net interest expense	416	567
<b>Components of defined benefit costs recognised in profit or loss (Note 6)</b>	<b>4,146</b>	<b>4,468</b>

#### Amounts recognised in the statement of financial position

Fair value of plan assets	140,500	130,195
Present value of benefit obligation	(137,141)	(144,621)
<b>Defined benefit asset - non-current (Note 16)</b>	<b>7,784</b>	<b>-</b>
<b>Defined benefit liability - non-current (Note 15)</b>	<b>(4,425)</b>	<b>(14,426)</b>

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Operating Assets and Liabilities

##### 17. Employee superannuation plans (continued)

	2015	2014
	\$000	\$000
<b>Amounts recognised in the statement of financial position (continued)</b>		
Opening defined benefit obligation	144,621	139,153
Current service cost	3,730	3,901
Interest cost	4,909	4,520
Contributions from plan participants	1,388	1,627
Actuarial gains and losses arising from changes in demographic assumptions	-	(96)
Actuarial gains and losses arising from changes in financial assumptions	(9,747)	(878)
Actuarial gains and losses arising from experience adjustments	(1,181)	5,048
Benefits paid	(6,579)	(8,654)
<b>Closing defined benefit obligation</b>	<b>137,141</b>	<b>144,621</b>
Movements in the present value of the plan assets in the current period were as follows:		
Opening fair value of plan assets	130,195	118,404
Interest income	4,493	3,953
Actual return on plan assets excluding interest income	7,426	10,870
Contributions from employer	3,577	3,995
Contributions from plan participants	1,388	1,627
Benefits paid	(6,579)	(7,891)
Taxes and premiums paid	-	(763)
<b>Closing fair value of plan assets</b>	<b>140,500</b>	<b>130,195</b>

##### Defined contribution plans

Contributions to defined contribution plans are expensed when incurred.

##### Defined benefit plans

Actuarial gains and losses and the return on plan assets (excluding interest) are recognised immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement, comprising of actuarial gains and losses and the return on plan assets (excluding interest), is recognised in other comprehensive income and immediately reflected in retained earnings and will not be reclassified to profit or loss.

Past service cost is recognised in profit or loss in the period of a plan amendment.

The defined benefit obligation recognised in the consolidated statement of financial position represents the actual deficit or surplus in APA Group's defined benefit plans. Any asset resulting from this calculation is limited to the present value of economic benefits available in the form of refunds and reductions in future contributions to the plan.

For the year ended 30 June 2014 the discount rate was based on Government bond yields as it was widely assumed that Australia did not have a deep market in high-quality corporate bonds. More recently, the Group of 100 and the Actuaries Institute commissioned a research project that concluded that the Australian high quality corporate bond market is sufficiently large and liquid for the purpose of deriving a discount rate for reporting under AASB119 – Employee Benefits. During the current year, APA Group has adopted the discount rate based on the corporate bond yield curve published by Milliman.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Operating Assets and Liabilities

### 17. Employee superannuation plans (continued)

#### Defined benefit plans (continued)

Key actuarial assumptions used in the determination of the defined obligation is a discount rate of 4.3% and an expected salary increase rate of 4.0%. The sensitivity analysis below has been determined based on reasonable possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant:

- If the discount rate is 50 basis points higher (lower), the defined benefit obligation would decrease by \$5,229,000 (increase by \$5,853,000); and
- If the expected salary growth increases (decreases) by 0.5%, the defined benefit obligation would increase by \$3,030,000 (decrease by \$2,777,000).

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the statement of financial position.

APA Group expects \$2.4 million in contributions to be paid to the defined benefit plans during the year ending 30 June 2016.

### 18. Leases

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of the leased asset to the lessee. All other leases are classified as operating leases.

Finance lease receivables relate to the lease of a metering station, natural gas vehicle refuelling facilities and two pipeline laterals.

	2015	2014
	\$000	\$000
<b>Finance lease receivables</b>		
Not longer than 1 year	5,317	7,668
Longer than 1 year and not longer than 5 years	12,347	20,724
Longer than 5 years	19,183	26,181
<b>Minimum future lease payments receivable</b> <sup>(a) (b)</sup>	<b>36,847</b>	54,573
Gross finance lease receivables	36,847	54,573
Less: unearned finance lease receivables	(13,874)	(20,251)
<b>Present value of lease receivables</b>	<b>22,973</b>	34,322
Included in the financial statements as part of:		
Current trade and other receivables (Note 10)	4,005	4,575
Non-current receivables (Note 10)	18,968	29,747
	<b>22,973</b>	34,322

(a) Minimum future lease payments receivable include the aggregate of all lease payments receivable and any guaranteed residual.

(b) X41 power station expansion was disposed of during the 2015 financial year.

#### APA Group as a lessor

Amounts due from a lessee under finance leases are recorded as receivables. Finance lease receivables are initially recognised at amounts equal to the present value of the minimum lease payments receivable plus the present value of any unguaranteed residual value expected to accrue at the end of the lease term. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the leases.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Operating Assets and Liabilities

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### 18. Leases (continued)

#### APA Group as a lessee

Assets held under finance leases are initially recognised at their fair value or, if lower, at amounts equal to the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the consolidated statement of financial position as a finance lease obligation. Lease payments are allocated between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability.

Finance lease assets are amortised on a straight-line basis over the estimated useful life of the asset.

#### Non-cancellable operating leases

Operating lease obligations are primarily related to commercial office leases and motor vehicles.

	<b>2015</b>	2014
	<b>\$000</b>	\$000
Not longer than 1 year	<b>11,270</b>	9,927
Longer than 1 year and not longer than 5 years	<b>29,418</b>	21,776
Longer than 5 years	<b>21,115</b>	22,808
	<b>61,803</b>	54,511

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time patterns in which economic benefits from the leased asset are consumed. Operating lease incentives are recognised as a liability when received and released to the statement of profit or loss on a straight line basis over the lease term.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Capital Management

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APA Group's objectives when managing capital are to safeguard its ability to continue as a going concern while maximising the return to securityholders through the optimisation of the debt to equity structure.

APA Group's overall capital management strategy is to continue to target strong BBB/Baa2 investment grade ratings through maintaining sufficient flexibility to fund organic growth and investment from internally generated and retained cash flows, equity and, where appropriate, additional debt funding.

The capital structure of APA Group consists of cash and cash equivalents, borrowings and equity attributable to securityholders of APA. APA Group's policy is to maintain balanced and diverse funding sources through borrowing locally and from overseas, using a variety of capital markets and bank loan facilities, to meet anticipated funding requirements.

Operating cash flows are used to maintain and expand APA Group's assets, make distributions to securityholders and to repay maturing debt.

Controlled entities are subject to externally imposed capital requirements. These relate to the Australian Financial Services Licence held by Australian Pipeline Limited, the Responsible Entity of the APA Group and were adhered to for the entirety of the 2015 and 2014 periods.

APA Group's capital risk management strategy remains unchanged from the previous period.

APA Group's Board of Directors reviews the capital structure on a regular basis. As part of the review, the Board considers the cost of capital and the state of the markets. APA Group targets gearing in a range of 65% to 68%. Gearing is determined as the proportion of net debt to net debt plus equity. Based on recommendations of the Board, APA Group balances its overall capital structure through equity issuances, new debt or the redemption of existing debt and through a disciplined distribution payment policy.

#### 19. Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, at call bank deposits and investments in money market instruments that are readily convertible to known amounts for cash. Cash and cash equivalents at the end of the financial year as shown in the statement of cash flows is reconciled to the related items in the statement of financial position as follows:

	2015	2014
	\$000	\$000
Cash at bank and on hand	190,834	5,954
Short-term deposits	221,087	1,055
	<b>411,921</b>	<b>7,009</b>

APA Group had no restricted cash as at 30 June 2015 and 30 June 2014.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 20. Borrowings

Borrowings are recorded initially at fair value less attributable transaction costs and subsequently stated at amortised cost. Any difference between the initial recognised cost and the redemption value is recognised in the statement of profit or loss and other comprehensive income over the period of the borrowing using the effective interest method.

#### Unsecured - at amortised cost

	2015 \$000	2014 \$000
Guaranteed senior notes <sup>(a)</sup>	158,134	-
Other financial liabilities <sup>(b)</sup>	6,219	-
<b>Current</b>	<b>164,353</b>	<b>-</b>
Guaranteed senior notes <sup>(a)</sup>	8,481,768	3,214,082
Other financial liabilities <sup>(b)</sup>	70,630	-
Bank borrowings <sup>(c)</sup>	125,000	1,014,500
Subordinated notes <sup>(d)</sup>	515,000	515,000
Less: unamortised borrowing costs	(50,901)	(35,299)
<b>Non-current</b>	<b>9,141,497</b>	<b>4,708,283</b>
	<b>9,305,850</b>	<b>4,708,283</b>

#### Financing facilities available

##### Total facilities

Guaranteed senior notes <sup>(a)</sup>	8,639,902	3,214,082
Bank borrowings <sup>(c)</sup>	1,300,000	1,850,000
Subordinated notes <sup>(d)</sup>	515,000	515,000
	<b>10,454,902</b>	<b>5,579,082</b>

##### Facilities used at balance date

Guaranteed senior notes <sup>(a)</sup>	8,639,902	3,214,082
Bank borrowings <sup>(c)</sup>	125,000	1,014,500
Subordinated notes <sup>(d)</sup>	515,000	515,000
	<b>9,279,902</b>	<b>4,743,582</b>

##### Facilities unused at balance date

Guaranteed senior notes <sup>(a)</sup>	-	-
Bank borrowings <sup>(c)</sup>	1,175,000	835,500
Subordinated notes <sup>(d)</sup>	-	-
	<b>1,175,000</b>	<b>835,500</b>

(a) Represents USD denominated private placement notes of US\$725 million, CAD medium term notes (MTN) of C\$300 million, JPY MTN of ¥10,000 million, GBP MTN of £950 million, EUR MTN of €1,350 million and USD denominated 144a notes of US\$2,150 million measured at the exchange rate at reporting date, and A\$315 million of AUD denominated private placement notes and AUD MTN of A\$300 million. Refer to Note 21 for details of interest rates and maturity profiles.

(b) Represents fixed rate US\$59.3 million notional liability measured at the spot exchange rate at reporting date.

(c) Relates to the non-current portion of long-term borrowings. Refer to Note 21 for details of interest rates and maturity profiles.

(d) Represents AUD denominated subordinated notes. Refer to Note 21 for details of interest rates and maturity profiles.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

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### 21. Financial risk management

The Treasury department within Finance is responsible for the overall management of APA Group's capital raising activities, liquidity, lender relationships and engagement, debt portfolio management, interest rate and foreign exchange hedging, credit rating maintenance and third party indemnities (bank guarantees) within risk management parameters reviewed by the Board. The Audit and Risk Management Committee approves written principles for overall risk management, as well as policies covering specific areas such as liquidity and funding risk, foreign currency risk, interest rate risk, credit risk, contract and legal risk and operational risk. APA Group's Board of Directors ensures there is an appropriate Risk Management Policy for the management of treasury risk and compliance with the policy through monthly reporting from the Treasury department.

APA Group's activities generate financial instruments comprising of cash, receivables, payables and interest bearing liabilities which expose it to various risks as summarised below:

- (a) Market risk including currency risk, interest rate risk and price risk;
- (b) Credit risk; and
- (c) Liquidity risk.

Treasury as a centralised function provides APA Group with the benefits of efficient cash utilisation, control of funding and its associated costs, efficient and effective management of aggregated financial risk and concentration of financial expertise, at an acceptable cost and manages risks through the use of natural hedges and derivative instruments. APA Group does not engage in speculative trading. All derivatives have been traded to hedge underlying or existing exposures and have adhered to the Board approved Treasury Risk Management Policy.

#### (a) Market risk

APA Group's market risk exposure is primarily due to changes in market prices such as interest and foreign exchange rates. APA Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign currency risk, including:

- forward exchange contracts to hedge the exchange rate risk arising from foreign currency cash flows, mainly US dollars, derived from revenues, interest payments and capital equipment purchases;
- cross currency interest rate swaps to manage the currency risk associated with foreign currency denominated borrowings;
- foreign currency denominated borrowings to manage the currency risk associated with foreign currency denominated revenue and receivables; and
- interest rate swaps to mitigate the risk of rising interest rates.

A change in the nature of APA Group's exposure to foreign currency has originated this year with the acquisition of the Wallumbilla Gladstone Pipeline (formerly QCLNG Pipeline) in June 2015 in the form of US dollar denominated revenues and borrowings either directly or through the use of derivatives.

APA Group is also exposed to price risk arising from its investment in and forward purchase contracts over listed equities.

#### Foreign currency risk

APA Group's foreign exchange risk arises from future commercial transactions (including revenue, interest payments and principal debt repayments on long-term borrowings and the purchases of capital equipment), and the recognition of assets and liabilities (including foreign receivables and borrowings). Exchange rate exposures are managed within approved policy parameters utilising forward exchange contracts, cross currency swap contracts and foreign currency denominated borrowings. All foreign currency exposure was managed in accordance with the Treasury Risk Management Policy in both 2015 and 2014.



## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### (a) Market risk (continued)

##### Foreign currency risk (continued)

The carrying amount of the APA Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date is as follows:

	Cash & cash equivalents	Total borrowings	Cross currency swaps	Foreign exchange contract	Other	Net foreign currency position
	\$000	\$000	\$000	\$000	\$000	\$000
<b>2015</b>						
US dollar <sup>(a)</sup>	1,723	38,639	(3,726,507)	(1,261,850)	2,216	(4,945,779)
Japanese yen	-	-	(106,005)	106,005	-	-
Canadian dollar	-	-	(311,394)	311,394	-	-
British pound	-	-	(1,937,372)	1,937,372	-	-
Euro	-	-	(1,950,107)	1,950,107	-	-
	1,723	38,639	(8,031,385)	3,043,028	2,216	(4,945,779)
<b>2014</b>						
US dollar	-	-	(1,564,655)	1,564,655	1,246	1,246
Japanese yen	-	-	(104,681)	104,681	-	-
Canadian dollar	-	-	(298,378)	298,378	-	-
British pound	-	-	(635,268)	635,268	-	-
	-	-	(2,602,982)	2,602,982	1,246	1,246

(a) Net US\$ foreign currency position of \$4,945.8 million is hedging part of the committed US\$ revenue arising from the acquisition of the Wallumbilla Gladstone Pipeline.

##### Forward foreign exchange contracts

To manage foreign exchange risk arising from future commercial transactions such as forecast capital purchases, revenue and interest payments, APA Group uses forward foreign exchange contracts. Gains and losses recognised in the cash flow hedge reserve (statement of comprehensive income) on these derivatives will be released to profit or loss when the underlying anticipated transaction affects the statement of profit or loss or will be included in the carrying value of the asset or liability acquired.

It is the policy of APA Group to hedge 100% of all foreign exchange capital purchases in excess of US\$1 million that are certain. Forecast foreign currency denominated revenues and interest payments will be hedged by forward exchange contracts on a rolling basis for a minimum of one year with the objective being to lock in the AUD gross cash flows and manage liquidity.

The following table details the forward foreign exchange currency contracts outstanding at reporting date:

Cash flow hedges	Average exchange rate	Foreign currency	Contract Value			Fair value
			> 1 year	1 - 2 years	2 - 5 years	
		US\$000	\$000	\$000	\$000	\$000
<b>2015</b>						
<b>Pay USD / receive AUD</b>						
Forecast revenue and associated receivable	0.7574	(193,837)	255,913	-	-	1,845
<b>Pay AUD / receive USD</b>						
Forecast capital purchases	0.9011	1,969	(2,185)	-	-	371
		(191,868)	253,728	-	-	2,216

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### (a) Market risk (continued)

##### Foreign currency risk (continued)

##### Forward foreign exchange contracts (continued)

Cash flow hedges	Average exchange rate	Foreign currency US\$000	Contract Value			Fair value \$000
			> 1 year \$000	1 - 2 years \$000	2 - 5 years \$000	
<b>2014</b>						
<b>Pay AUD / receive USD</b>						
Forecast capital purchases	0.8716	15,671	(17,980)	-	-	(1,246)
		15,671	(17,980)	-	-	(1,246)

As at reporting date, APA Group has entered into forward contracts to hedge net US exchange rate risk arising from anticipated future transactions with an aggregate notional principal amount of \$253.7 million (2014: \$18.0 million) which are designated in cash flow hedge relationships. The hedged anticipated transactions denominated in US dollars are expected to occur at various dates between one month to one year from reporting date.

##### Cross currency swap contracts

APA Group enters into cross currency swap contracts to mitigate the risk of adverse movements in foreign exchange rates in relation to principal and interest payments arising from foreign currency borrowings. APA Group receives fixed amounts in the various foreign currencies and pays both variable interest rates (based on Australian BBSW) and fixed interest rates based on agreed swap rates for the full term of the underlying borrowings. In certain circumstances borrowings are left in the foreign currency, or hedged from one foreign currency to another to match payments of interest and principal against expected future business cash flows in that foreign currency.

The following table details the cross currency swap contract principal payments due as at the reporting date:

Cash flow hedges	Foreign currency	Exchange rate \$	Less than	1 - 2 years	2 - 5 years	More than
			1 year \$000	\$000	\$000	5 years \$000
<b>2015</b>						
<b>Pay AUD / receive foreign currency</b>						
2003 USPP Notes	AUD/USD	0.6573	(185,608)	-	(95,847)	-
2007 USPP Notes	AUD/USD	0.8068	-	(190,877)	(151,215)	(153,694)
2009 USPP Notes	AUD/USD	0.7576	-	(85,787)	(98,997)	-
2012 JPY medium term notes	AUD/JPY	79.4502	-	-	(125,865)	-
2012 CAD medium term notes	AUD/CAD	1.0363	-	-	(289,494)	-
2012 US144a	AUD/USD	1.0198	-	-	-	(735,438)
2012 GBP medium term notes	AUD/GBP	0.6530	-	-	-	(535,988)
<b>Pay USD / receive foreign currency</b>						
2015 EUR medium term notes	USD/EUR	0.9515	-	-	-	(1,839,073)
2015 GBP medium term notes	USD/GBP	0.6773	-	-	-	(1,148,283)
			(185,608)	(276,664)	(761,418)	(4,412,476)

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### (a) Market risk (continued)

##### Foreign currency risk (continued)

##### Cross currency swap contracts (continued)

Cash flow hedges	Foreign currency	Exchange rate \$	Less than 1 year \$000	1 - 2 years \$000	2 - 5 years \$000	More than 5 years \$000
<b>2014</b>						
<b>Pay AUD / receive foreign currency</b>						
2003 USPP Notes	USD	0.6573	-	(185,608)	(95,847)	-
2007 USPP Notes	USD	0.8068	-	-	(342,092)	(153,694)
2009 USPP Notes	USD	0.7576	-	-	(85,787)	(98,997)
2012 JPY medium term notes	JPY	79.4502	-	-	(125,865)	-
2012 CAD medium term notes	CAD	1.0363	-	-	-	(289,494)
2012 US144a	USD	1.0198	-	-	-	(735,438)
2012 GBP medium term notes	GBP	0.6530	-	-	-	(535,988)
			-	(185,608)	(649,591)	(1,813,611)

##### Foreign currency denominated borrowings

APA Group maintains a level of borrowings in foreign currency, or swapped from one foreign currency to another to match payments of interest and principal against expected future business cash flows in that foreign currency. This mitigates the risk of adverse movements in foreign exchange rates in relation to principal and interest payments arising from these foreign currency borrowings as well as future revenues.

##### Foreign currency sensitivity analysis

The analysis below shows the effect on profit and total equity of retranslating cash, receivables, payables and interest-bearing liabilities denominated in USD, JPY, CAD, GBP and EUR into AUD, had the rates been 20 percent higher or lower than the relevant year end rate, with all other variables held constant, and taking into account all underlying exposures and related hedges. A sensitivity of 20 percent has been selected and represents management's assessment of the possible change in rates taking into account the current level of exchange rates and the volatility observed both on a historical basis and on market expectations for future movements. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 20 percent change in foreign currency rates.

- There would be no impact on net profit as all foreign currency exposures are fully hedged (2014: nil); and
- Equity reserves would decrease by \$1,268.4 million with a 20 percent depreciation of the A\$ or increase by \$845.1 million with a 20 percent increase in foreign exchange rates (2014: increase by \$1.8 million or decrease by \$1.5 million respectively). The increase in sensitivity is due to the increase in the notional value of changes in the value of forward exchange contracts that are in a hedging relationship with highly probable forecast transactions.

##### Interest rate risk

APA Group's interest rate risk is derived predominately from borrowings subject to fixed and floating interest rates. This risk is managed by APA Group by maintaining an appropriate mix between fixed and floating rate borrowings, through the use of interest rate swap contracts. Hedging activities are evaluated regularly to align with interest rate views and defined policy, ensuring appropriate hedging strategies are applied.

APA Group's exposures to interest rate risk on financial liabilities are detailed in the liquidity risk management section of this note. Exposure to financial assets is limited to cash and cash equivalents amounting to \$411.9 million as at 30 June 2015 (2014: \$7.0 million).

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### (a) Market risk (continued)

##### Interest rate risk (continued)

##### Interest rate swap contracts

Interest rate swap contracts have the economic effect of converting borrowings from floating to fixed rates on agreed notional principal amounts enabling APA Group to mitigate the risk of cash flow exposures on variable rate debt held. The fair value of interest rate swaps at the reporting date is determined by discounting the future cash flows using the yield curves at reporting date. The average interest rate is based on the outstanding balances at the end of the financial year.

The following table details the notional principal amounts and remaining terms of the cross currency and interest rate swap contracts outstanding as at the end of the financial year:

	Weighted average interest rate		Notional principal amount		Fair value	
	2015	2014	2015	2014	2015	2014
	% p.a.	% p.a.	\$000	\$000	\$000	\$000
<b>Cash flow hedges - Pay fixed AUD interest - receive floating AUD or fixed/floating foreign currency</b>						
Less than 1 year	7.10	5.90	310,608	100,000	(32,637)	(1,852)
1 year to 2 years	8.58	7.10	276,664	310,608	7,520	(66,627)
2 years to 5 years	7.60	7.75	761,417	649,591	(31,028)	(130,564)
5 years and more	4.61	7.24	4,412,476	1,813,611	352,208	(16,621)
			5,761,165	2,873,810	296,063	(215,664)

The interest rate swaps settle on a quarterly or semi-annual basis. The floating rate benchmark on the interest rate swaps is Australian BBSW. APA Group will settle the difference between the fixed and floating interest rate on a net basis.

All interest rate swap contracts exchanging floating rate interest amounts for fixed rate interest amounts are designated as cash flow hedges in order to reduce APA Group's cash flow exposure resulting from variable interest rates on borrowings.

##### Interest rate sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to interest rates for both derivative and non-derivative instruments held. A 100 basis point increase or decrease is used and represents management's assessment of the greatest possible change in interest rates. At reporting date, if interest rates had been 100 basis points higher or lower and all other variables were held constant, APA Group's:

- net profit would decrease by \$5,150,000 or increase by \$5,150,000 (2014: decrease by \$13,045,000 or increase by \$13,045,000). This is mainly attributable to APA Group's exposure to interest rates on its variable rate borrowings, including its Australian Dollar subordinated notes; and
- equity reserves would increase by \$14,483,000 with a 100 basis point decrease in interest rates or increase by \$38,594,000 with a 100 basis point increase in interest rates (2014 : increase by \$6,923,000 or decrease by \$6,386,000 respectively). This is due to the changes in the fair value of derivative interest instruments.

APA Group's profit sensitivity to interest rates has decreased during the current period due to the overall decrease in the level of APA Group's unhedged floating rate borrowings. The valuation of the increase/decrease in equity reserves is based on 1.00% p.a. increase/decrease in the yield curve at the reporting date. The increase in sensitivity in equity is due to the increase in the notional value of interest rate and cross currency swaps.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

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### 21. Financial risk management (continued)

#### (a) Market risk (continued)

##### Price risk

APA Group is exposed to price risk arising from its investment in and forward purchase contracts over listed equities. The investment and forward purchase contracts are held to meet strategic or hedging objectives rather than for trading purposes. APA Group does not actively trade any of these holdings.

##### Price risk sensitivity

The sensitivity analysis below has been determined based on the exposure to price risks at the reporting date. At the reporting date, if the prices of APA Group's investments in Ethane Pipeline Income Fund and forward purchase contracts over listed equities had been 5 percent p.a. higher or lower:

- net profit would have been unaffected as the investment is classified as available-for-sale and no investments were disposed of or impaired, there is also nil effect from the forwards as the corresponding exposure will offset in full (2014: \$nil); and
- equity reserves would decrease/increase by \$4,000 (2014: \$96,000), due to the changes in the fair value of available-for-sale investments.

APA Group's analysis of its exposure to price risk has declined during the current period compared to the prior period. This outcome is largely a result of the decrease in the price volatility, relative to the market, of the investment in the stapled security of Ethane Pipeline Income Fund.

#### (b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to APA Group. APA Group has adopted the policy of only dealing with creditworthy counterparties and obtaining sufficient collateral or bank guarantees where appropriate as a means of mitigating any risk of loss. For financial investments or market risk hedging, APA Group's policy is to only transact with counterparties that have a credit rating of A - (Standard & Poor's)/A3 (Moody's) or higher unless specifically approved by the board. Where a counterparty's rating falls below this threshold following a transaction, no other transactions can be executed with that counterparty until the exposure is sufficiently reduced or their credit rating is upgraded above APA Group's minimum threshold. APA Group's exposure to financial instrument and deposit credit risk is closely monitored against counterparty credit limits imposed by the Treasury Risk Management Policy approved by the Board. These limits are regularly reviewed by the Board.

Trade receivables consist of mainly corporate customers which are diverse and geographically spread. Most significant customers have an investment grade rating from either Standard & Poor's or Moody's. Ongoing credit monitoring of the financial position of customers is maintained.

The carrying amount of financial assets recorded in the financial statements, net of any allowances, represents APA Group's maximum exposure to credit risk in relation to those assets.

##### Cross guarantee

In accordance with a deed of cross guarantee, APT Pipelines Limited, a subsidiary of APA Group, has agreed to provide financial support, when and as required, to all wholly-owned controlled entities with either a deficit in shareholders' funds or an excess of current liabilities over current assets. The fair value of the financial guarantee as at 30 June 2015 has been determined to be immaterial and no liability has been recorded (2014: \$nil).

#### (c) Liquidity risk

APA Group has a policy dealing with liquidity risk which requires an appropriate liquidity risk management framework for the management of APA Group's short, medium and long-term funding and liquidity management requirements. Liquidity risk is managed by maintaining adequate cash reserves and banking facilities, by monitoring and forecasting cash flow and where possible arranging liabilities with longer maturities to more closely match the underlying assets of APA Group.

Detailed in the table following are APA Group's remaining contractual maturities for its non-derivative financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities taking account of the earliest date on which APA Group can be required to pay. The table includes both interest and principal cash flows.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### (c) Liquidity risk (continued)

The table below shows the undiscounted Australian dollar cash flows associated with the foreign currency notes, cross currency interest rate swaps and fixed interest rate swaps in aggregate.

	Maturity	Average interest rate % p.a.	Less than 1 year \$000	1 - 5 years \$000	More than 5 years \$000
<b>2015</b>					
<b>Unsecured financial liabilities</b>					
Trade and other payables		-	405,685	-	-
Unsecured bank borrowings <sup>(a)</sup>		3.09	2,935	125,975	-
2012 Subordinated Notes	1-Oct-72	7.20	34,203	148,917	2,795,775
Interest rate swaps (net settled)		6.28	3,844	1,302	-
<b>Denominated in A\$</b>					
Other financial liabilities <sup>(b)</sup>			7,574	30,296	48,918
<b>Guaranteed Senior Notes<sup>(c)</sup></b>					
<b>Denominated in A\$</b>					
2007 Series A	15-May-17	7.33	367	5,367	-
2007 Series C	15-May-17	7.38	7,318	106,475	-
2007 Series E	15-May-19	7.40	5,045	83,304	-
2007 Series G	15-May-22	7.45	6,002	24,008	92,586
2007 Series H	15-May-22	7.45	4,617	18,468	71,220
2010 AUD Medium Term Note	22-Jul-20	7.75	23,250	93,000	311,625
<b>Denominated in US\$</b>					
2003 Series C	9-Sep-15	5.77	192,773	-	-
2003 Series D	9-Sep-18	6.02	6,949	113,220	-
2007 Series B	15-May-17	5.89	13,986	204,864	-
2007 Series D	15-May-19	5.99	11,111	184,546	-
2007 Series F	15-May-22	6.14	11,354	45,416	176,433
2009 Series A	1-Jul-16	8.35	9,805	90,569	-
2009 Series B	1-Jul-19	8.86	11,825	140,047	-
2012 US 144a	11-Oct-22	3.88	48,989	197,031	857,910
2015 US 144a <sup>(b)</sup>	23-Mar-25	4.20	59,883	239,533	1,725,377
2015 US 144a <sup>(b)</sup>	23-Mar-35	5.00	19,443	77,771	680,709
<b>Denominated in stated foreign currency</b>					
2012 JPY Medium Term Note	22-Jun-18	1.23	4,291	147,274	-
2012 CAD Medium Term Note	24-Jul-19	4.25	19,422	357,766	-
2012 GBP Medium Term Note	26-Nov-24	4.25	39,567	157,943	713,823
2015 GBP Medium Term Note <sup>(b)</sup>	22-Mar-30	3.50	51,894	206,081	1,663,426
2015 EUR Medium Term Note <sup>(b)</sup>	22-Mar-22	1.38	35,023	139,314	1,023,163
2015 EUR Medium Term Note <sup>(b)</sup>	22-Mar-27	2.00	39,142	155,699	1,158,040
			1,076,297	3,094,186	11,319,005

(a) Facilities mature on 19 September 2016 (\$400 million limit), 19 September 2017 (\$425 million limit), 19 December 2018 (\$200 million limit), and 19 September 2019 (\$275 million limit).

(b) Facilities are denominated or fully swapped via way of CCIRS into US\$. Cashflows represent the US\$ cashflow translated at the USD/AUD spot rate as at 30 June 2015. These amounts are fully hedged by forward exchange contracts or future US\$ revenues.

(c) Rates shown are the coupon rate.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### (c) Liquidity risk (continued)

	Maturity	Average interest rate % p.a.	Less than 1 year \$000	1 - 5 years \$000	More than 5 years \$000
<b>2014</b>					
<b>Unsecured financial liabilities</b>					
Trade and other payables		-	185,988	-	-
2011 Bilateral facilities	12-Oct-16	4.26	11,770	328,162	-
2011 Bilateral facilities	19-Dec-18	4.66	5,069	117,410	-
2011 Syndicated facility C	8-Jul-14	4.49	50,560	-	-
2014 Syndicated facility A	23-Jun-16	3.76	12,784	363,441	-
2014 Syndicated facility B	23-Jun-17	3.81	8,425	243,686	-
2012 Subordinated Notes	1-Oct-72	7.55	36,802	160,229	3,031,374
Interest rate swaps (net settled)		6.11	6,841	4,237	-
<b>Guaranteed Senior Notes<sup>(a)</sup></b>					
<b>Denominated in A\$</b>					
2007 Series A	15-May-17	7.33	367	5,733	-
2007 Series C	15-May-17	7.38	7,318	113,793	-
2007 Series E	15-May-19	7.40	5,045	88,349	-
2007 Series G	15-May-22	7.45	6,002	24,008	98,588
2007 Series H	15-May-22	7.45	4,617	18,468	75,837
2010 AUD Medium Term Note	22-Jul-20	7.75	23,250	93,000	334,875
<b>Denominated in US\$</b>					
2003 Series C	9-Sep-15	5.77	14,175	192,773	-
2003 Series D	9-Sep-18	6.02	6,911	120,169	-
2007 Series B	15-May-17	5.89	13,986	218,851	-
2007 Series D	15-May-19	5.99	11,111	195,657	-
2007 Series F	15-May-22	6.14	11,354	45,416	187,787
2009 Series A	1-Jul-16	8.35	9,752	100,375	-
2009 Series B	1-Jul-19	8.86	11,761	47,075	104,797
2012 US 144a	11-Oct-22	3.88	49,392	196,358	907,571
<b>Denominated in stated foreign currency</b>					
2012 JPY Medium Term Note	22-Jun-18	1.23	8,535	151,565	-
2012 CAD Medium Term Note	24-Jul-19	4.25	19,690	78,010	299,178
2012 GBP Medium Term Note	26-Nov-24	4.25	39,351.00	158,159	753,173
			560,856	3,064,924	5,793,180

(a) Rates shown are the coupon rate

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

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### 21. Financial risk management (continued)

#### Critical accounting judgements and key sources of estimation uncertainty - fair value of financial instruments

APA Group has financial instruments that are carried at fair value in the statement of financial position. The best evidence of fair value is quoted prices in an active market. If the market for a financial instrument is not active, APA Group determines fair value by using various valuation models. The objective of using a valuation technique is to establish the price that would be received to sell an asset or paid to transfer a liability between market participants. The chosen valuation models make maximum use of market inputs and rely as little as possible on entity specific inputs. The fair values of all positions include assumptions made on the recoverability based on the counterparty's and APA Group's credit risk.

#### Fair value measurements recognised in the statement of financial position

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There have been no transfers between the levels during 2015 (2014: none). Transfers between levels of the fair value hierarchy occur at the end of the reporting period. Transfers between level 1 and level 2 are triggered when there are quoted prices available in active markets. Transfers into level 3 are triggered when the observable inputs become no longer observable, or vice versa for transfer out of level 3.

#### Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis

The fair values of financial assets and financial liabilities are measured at the end of each reporting period and determined as follows:

- the fair values of available-for-sale financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices, these instruments are classified in the fair value hierarchy at level 1;
- the fair values of forward foreign exchange contracts included in hedging assets and liabilities are calculated using discounted cash flow analysis based on observable forward exchange rates at the end of the reporting period and contract forward rates discounted at a rate that reflects the credit risk of the various counterparties. The instruments are classified in the fair value hierarchy at level 2;
- the fair values of interest rates swaps, cross currency swaps, equity forwards and other derivative instruments included in hedging assets and liabilities are calculated using discounted cash flow analysis using observable yield curves at the end of the reporting period and contract rates discounted at a rate that reflects the credit risk of the various counterparties;
- the fair values of other financial assets and financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current markets discounted at a rate that reflects the credit risk of the various counterparties. The instruments are classified in the fair value hierarchy at level 2;



## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### Fair value of financial instruments (continued)

##### Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis (continued)

- the fair value of financial guarantee contracts is determined based upon the probability of default by the specified counterparty extrapolated from market-based credit information and the amount of loss, given the default. The instruments are classified in the fair value hierarchy at level 2; and
- the carrying value of financial assets and liabilities recorded at amortised cost in the financial statements approximate their fair value having regard to the specific terms of the agreements underlying those assets and liabilities.

##### Fair value hierarchy

2015	Level 1 \$000	Level 2 \$000	Level 3 \$000	Total \$000
<b>Financial assets measured at fair value</b>				
Available-for-sale listed equity securities				
Ethane Pipeline Income Fund	7,162	-	-	7,162
Equity forwards designated as fair value through profit or loss	-	5,199	-	5,199
Cross Currency Interest Rate Swaps used for hedging	-	461,484	-	461,484
Forward foreign exchange contracts used for hedging	-	4,016	-	4,016
	<b>7,162</b>	<b>470,699</b>	<b>-</b>	<b>477,861</b>
<b>Financial liabilities measured at fair value</b>				
Interest rate swaps used for hedging	-	17,885	-	17,885
Cross Currency Interest Rate Swaps used for hedging	-	147,537	-	147,537
Forward foreign exchange contracts used for hedging	-	1,800	-	1,800
	<b>-</b>	<b>167,222</b>	<b>-</b>	<b>167,222</b>
<b>2014</b>				
<b>Financial assets measured at fair value</b>				
Available-for-sale listed equity securities				
Ethane Pipeline Income Fund	4,571	-	-	4,571
Equity forwards designated as fair value through profit or loss	-	4,004	-	4,004
Forward foreign exchange contracts used for hedging	-	77,115	-	77,115
	<b>4,571</b>	<b>81,119</b>	<b>-</b>	<b>85,690</b>
<b>Financial liabilities measured at fair value</b>				
Interest rate swaps used for hedging	-	31,041	-	31,041
Cross Currency Interest Rate Swaps used for hedging	-	261,739	-	261,739
Forward foreign exchange contracts used for hedging	-	1,246	-	1,246
	<b>-</b>	<b>294,026</b>	<b>-</b>	<b>294,026</b>

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 21. Financial risk management (continued)

#### Fair value of financial instruments (continued)

##### Fair value measurements of financial instruments measured at amortised cost

The financial liabilities included in the following table are fixed rate borrowings. Other debts held by APA Group are floating rate borrowings and amortised cost as recorded in the financial statements approximate their fair values.

	Carrying amount		Fair value (level 2) <sup>(a)</sup>	
	2015	2014	2015	2014
	\$000	\$000	\$000	\$000
<b>Financial liabilities</b>				
Unsecured long term private placement notes	1,254,594	1,083,934	1,388,789	1,227,760
Unsecured Australian Dollar medium term notes	300,000	300,000	351,024	343,276
Unsecured Japanese Yen medium term note	106,005	104,681	108,594	107,717
Unsecured Canadian Dollar medium term notes	311,394	298,378	323,954	322,535
Unsecured Australian Dollar subordinated notes	515,000	515,000	646,661	570,923
Unsecured US Dollar 144a medium term notes	2,786,779	795,587	3,000,016	792,363
Unsecured British Pound medium term note	1,937,372	635,268	1,864,624	643,420
Unsecured Euro medium term notes	1,950,107	-	1,872,050	-
	<b>9,161,251</b>	<b>3,732,848</b>	<b>9,555,712</b>	<b>4,007,994</b>

(a) The fair values have been determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current markets, discounted at a rate that reflects the credit risk of the various counterparties. The instruments are classified in the fair value hierarchy at level 2.

### 22. Other financial instruments

	Assets		Liabilities	
	2015	2014	2015	2014
	\$000	\$000	\$000	\$000
Derivatives at fair value:				
Equity forward contracts	3,527	2,407	-	-
Derivatives at fair value designated as hedging instruments:				
Foreign exchange contracts - cash flow hedges	4,016	-	1,800	1,246
Interest rate swaps - cash flow hedges	-	-	13,003	17,712
Cross currency interest rate swaps - cash flow hedges	16,961	13,883	131,012	71,616
Financial item carried at amortised cost:				
Redeemable preference share interest	285	285	-	-
<b>Current</b>	<b>24,789</b>	<b>16,575</b>	<b>145,815</b>	<b>90,574</b>

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 22. Other financial instruments (continued)

	Assets		Liabilities	
	2015	2014	2015	2014
	\$000	\$000	\$000	\$000
Available-for-sale investments carried at fair value:				
Ethane Pipeline Income Fund	7,162	4,571	-	-
Financial items carried at amortised cost:				
Redeemable ordinary shares	17,152	18,218	-	-
Redeemable preference shares	10,400	10,400	-	-
Derivatives - at fair value:				
Equity forward contracts	1,672	1,597	-	-
Derivatives at fair value designated as hedging instruments:				
Interest rate swaps - cash flow hedges	-	-	8,728	17,377
Cross currency interest rate swaps - cash flow hedges	460,151	75,982	36,065	199,559
<b>Non-current</b>	<b>496,537</b>	<b>110,768</b>	<b>44,793</b>	<b>216,936</b>

Available-for-sale investments consist of investments in ordinary securities, and therefore have no fixed maturity date or coupon rate. The fair value of listed available-for-sale investments has been determined directly by reference to published price quotations in an active market.

Redeemable ordinary shares relate to APA Group's 19.9% investment in Energy Infrastructure Investments Pty Ltd where APL, as responsible entity for APTIT, acquired the redeemable ordinary shares, which include a debt component.

Redeemable preference shares relate to APA Group's 20% interest in GDI (EII) Pty Ltd. In December 2011, APA sold 80% of its gas distribution network in South East Queensland (Allgas) into an unlisted investment entity, GDI (EII) Pty Ltd. At that date GDI issued 52 million Redeemable Preference Shares (RPS) to its owners. The shares attract periodic interest payments and have a redemption date 10 years from issue.

### Recognition and measurement

#### Hedge accounting

APA Group designates certain hedging instruments, which include derivatives, embedded derivatives and non-derivatives in respect of foreign currency risk, as either fair value hedges or cash flow hedges. There are no fair value hedges in the current or prior year, hedges of foreign exchange and interest rate risk are accounted for as cash flow hedges.

At the inception of the hedge relationship, APA Group formally designates and documents the hedge relationship, including the risk management strategy for undertaking the hedge. This includes identification of the hedging instrument, hedged item or transaction, the nature of the risk being hedged and how the entity will assess the hedging instrument's effectiveness. Hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and their effectiveness is regularly assessed to ensure they continue to be so.

Note 21 contains details of the fair values of the derivative instruments used for hedging purposes. Movements in the hedging reserve in equity are detailed in the Consolidated Statement of Changes in Equity.

Derivatives are initially recognised at fair value at the date a derivatives contract is entered into and subsequently remeasured to their fair value at each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, a derivative with a negative fair value is recognised as a financial liability. The fair value of hedging derivatives is classified as either current or non-current based on the timing of the underlying discounted cash flows of the instrument. Cash flows due within 12 months of the reporting date are classified as current and cash flows due after 12 months of the reporting date are classified as non-current.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

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### 22. Other financial instruments (continued)

#### Recognition and measurement (continued)

##### Cash flow hedges

For cash flow hedges, the portion of the gain or loss on the hedging instrument that is effective is recognised directly in equity, while the ineffective portion is recognised in profit or loss.

Amounts recognised in equity are transferred to the profit or loss when the hedged transaction affects profit or loss, such as when the hedged income or expenses are recognised or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or liability, the amounts taken to equity are transferred to the initial carrying amount of the non-financial asset or liability.

If the forecast transaction is no longer expected to occur, amounts previously recognised in equity are transferred to the profit or loss. If the hedging instrument expires or is sold, terminated or exercised, or if its designation as a hedge is revoked, amounts previously recognised in equity remain in equity until the forecast transaction occurs.

##### Available-for-sale financial assets

Certain shares held by APA Group are classified as being available-for-sale. These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses, which are recognised in other comprehensive income and accumulated in the available-for-sale investment revaluation reserve. When these assets are derecognised, the gain or loss in equity is reclassified to profit or loss.

Dividends on available-for-sale equity instruments are recognised in profit or loss when the APA Group's right to receive the dividends is established.

Determining whether available-for-sale investments are impaired requires an assessment as to whether declines in value are significant or prolonged. Management has taken into account a number of qualitative and quantitative factors in making this assessment. Any assessment of whether a decline in value represents an impairment would result in the transfer of the decrement from reserves to the statement of profit or loss and other comprehensive income.

##### Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investments have been unfavourably impacted.

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the loss is recognised in the statement of profit or loss.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed, does not exceed what the amortised cost would have been had the impairment not been recognised. In respect of available-for-sale equity instruments, any subsequent increase in fair value after an impairment loss is recognised in other comprehensive income.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 23. Issued capital

	2015		2014
	\$000		\$000
<b>Securities</b>			
1,114,307,369 securities, fully paid (2014: 835,750,807 securities, fully paid) <sup>(a)</sup>	<b>3,195,449</b>		1,816,460
	<b>2015</b>	<b>2015</b>	2014
	<b>No. of</b>		No. of
	<b>securities</b>		securities
	<b>000</b>	<b>\$000</b>	000
			\$000
<b>Movements</b>			
Balance at beginning of financial year	<b>835,751</b>	<b>1,816,460</b>	835,751
Capital return to securityholders (Note 10)	-	-	-
Issue of securities under entitlement offer	<b>278,556</b>	<b>1,400,122</b>	-
Less transaction costs relating to the issue of securities	-	<b>(30,190)</b>	-
Deferred tax on the transaction costs relating to the issue of securities	-	<b>9,057</b>	-
<b>Balance at end of financial year</b>	<b>1,114,307</b>	<b>3,195,449</b>	835,751
			1,816,460

(a) Fully paid securities carry one vote per security and carry the right to distributions. New securities issued under the entitlement offer were not eligible for the FY2015 interim distribution, but otherwise rank equally with existing securities from allotment.

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to issued capital from 1 July 1998. Therefore, the Trust does not have a limited amount of authorised capital and issued securities do not have a par value.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Group Structure

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### 24. Non-controlling interests

APT is deemed the parent entity of APA Group comprising of the stapled structure of APT and APTIT. Equity attributable to other trusts stapled to the parent is a form of non-controlling interest and represents 100% of the equity of APTIT.

Summarised financial information for APTIT is set out below, the amounts disclosed are before inter-company eliminations.

	2015	2014
	\$000	\$000
<b>Financial position</b>		
Current assets	701	670
Non-current assets	1,031,517	594,584
<b>Total assets</b>	<b>1,032,218</b>	<b>595,254</b>
Current liabilities	49	11
<b>Total liabilities</b>	<b>49</b>	<b>11</b>
<b>Net assets</b>	<b>1,032,169</b>	<b>595,243</b>
<b>Equity attributable to non-controlling interests</b>	<b>1,032,169</b>	<b>595,243</b>
<b>Financial performance</b>		
Revenue	46,359	38,718
Expenses	(11)	(12)
<b>Profit for the year</b>	<b>46,348</b>	<b>38,706</b>
Other comprehensive income	989	(861)
<b>Total comprehensive income allocated to non-controlling interests for the year</b>	<b>47,337</b>	<b>37,845</b>
<b>Cash flows</b>		
<b>Net cash provided by operating activities</b>	<b>46,672</b>	<b>39,695</b>
<b>Net cash provided by / (used in) investing activities</b>	<b>(436,276)</b>	<b>1,592</b>
Distributions paid to non-controlling interests	(39,324)	(41,273)
<b>Net cash used in financing activities</b>	<b>389,604</b>	<b>(41,287)</b>

The accounting policies of APTIT are the same as those applied to APA Group.

There are no material guarantees, contingent liabilities or restrictions imposed on APA Group from APTIT's non-controlling interests.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Group Structure**

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**24. Non-controlling interests (continued)**

	2015	2014
	\$000	\$000
APT Investment Trust	1,032,169	595,243
Other non-controlling interest	52	51
	<b>1,032,221</b>	<b>595,294</b>
<b>APT Investment Trust</b>		
<b>Issued capital:</b>		
Balance at beginning of financial year	576,172	578,780
Issue of securities under entitlement offer	438,351	-
Distribution - capital return (Note 9)	-	(2,608)
Less transaction costs relating to the issue of units	(9,437)	-
	<b>1,005,086</b>	<b>576,172</b>
<b>Reserves:</b>		
Available for sale investment revaluation reserve:		
Balance at beginning of financial year	(394)	467
Valuation loss recognised	989	(861)
	<b>595</b>	<b>(394)</b>
<b>Retained earnings:</b>		
Balance at beginning of financial year	19,465	19,424
Net profit attributable to APTIT unitholders	46,348	38,706
Distributions paid (Note 9)	(39,325)	(38,665)
	<b>26,488</b>	<b>19,465</b>
<b>Other non-controlling interest</b>		
Issued capital	4	4
Reserves	1	1
Retained earnings	47	46
	<b>52</b>	<b>51</b>

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Group Structure

### 25. Joint arrangements and associates

The table below lists APA Group's interest in joint ventures and associates that are reported as part of the Energy Investments segment. APA Group provides asset management, operation and maintenance services and corporate services, in varying combinations to the majority of energy infrastructure assets housed within these entities.

Name of entity	Principal activity	Country of incorporation	Ownership interest %	
			2015	2014
<b>Joint ventures:</b>				
SEA Gas	Gas transmission	Australia	50.00	50.00
Diamantina Power Station	Power generation (gas)	Australia	50.00	50.00
Energy Infrastructure Investments	Unlisted energy vehicle	Australia	19.90	19.90
EII 2	Power generation (wind)	Australia	20.20	20.20
<b>Associates:</b>				
GDI (EII)	Gas distribution	Australia	20.00	20.00
Envestra Limited <sup>(a)</sup>	Gas distribution	Australia	-	33.05

(a) During August 2014, APA Group sold its investment in Envestra Limited to Cheung Kong Group consortium for \$1.32 per share amounting to \$783.8 million in gross proceeds which realised a net pre-tax profit of \$430.0 million.

	2015	2014
	\$000	\$000
<b>Investment in joint ventures and associates using the equity method</b>	<b>257,425</b>	<b>593,325</b>
<b>Joint Ventures</b>		
Aggregate carrying amount of investment	228,556	179,820
APA Group's aggregated share of:		
Profit from continuing operations	10,288	11,973
Other comprehensive income	(9,786)	(8,783)
<b>Total comprehensive income</b>	<b>502</b>	<b>3,190</b>
<b>Associates</b>		
Aggregate carrying amount of investment	28,869	413,505
APA Group's aggregated share of:		
Profit from continuing operations	3,633	52,317
Other comprehensive income	(19,290)	854
<b>Total comprehensive income</b>	<b>(15,657)</b>	<b>53,171</b>

#### Investment in associates

An associate is an entity over which APA Group has significant influence and that is neither a subsidiary nor a joint arrangement. Investments in associates are accounted for using the equity accounting method.

Under the equity accounting method the investment is recorded initially at cost to APA Group, including any goodwill on acquisition. In subsequent periods the carrying amount of the investment is adjusted to reflect APA Group's share of the retained post-acquisition profit or loss and other comprehensive income, less any impairment.

Losses of an associate or joint venture in excess of APA Group's interests (which includes any long-term interests, that in substance, form part of the net investment) are recognised only to the extent that there is a legal or constructive obligation or APA Group has made payments on behalf of the associate or joint venture.



**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Group Structure**

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**25. Joint arrangements and associates (continued)**

**Contingent liabilities and capital commitments**

APA Group's share of the contingent liabilities, capital commitments and other expenditure commitments of joint operations is disclosed in Note 27.

APA Group is a venturer in the following joint operations:

Name of venture	Principal activity	Output interest	
		2015	2014
		%	%
Goldfields Gas Transmission	Gas pipeline operation - Western Australia	88.2 <sup>(a)</sup>	88.2 <sup>(a)</sup>
Mid West Pipeline	Gas pipeline operation - Western Australia	50.0 <sup>(b)</sup>	50.0 <sup>(b)</sup>

(a) On 17 August 2004, APA acquired a direct interest in the Goldfields Gas Transmission joint operations as part of the SCP Gas Business acquisition.

(b) Pursuant to the joint venture agreement, APA Group receives a 70.8% share of operating income and expenses.

**Interest in joint arrangements**

A joint arrangement is an arrangement whereby two or more parties have joint control. Joint control is the contractually agreed sharing of control such that decisions about the relevant activities of the arrangement (those that significantly affect the returns) require the unanimous consent of the parties sharing control. APA Group has two types of joint arrangements:

**Joint ventures:** A joint arrangement in which the parties that share joint control have rights to the net assets of the arrangement. Joint Ventures are accounted for using the equity accounting method; and

**Joint operations:** A joint arrangement in which the parties that share joint control have rights to the assets, and obligations for the liabilities, relating to the arrangement. In relation to its interest in a joint operation, APA Group recognises its share of assets and liabilities, revenue from the sale of its share of the output and its share of any revenue generated from the sale of the output by the joint operation and its share of expenses. These are incorporated into APA Group's financial statements under the appropriate headings.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Group Structure

### 26. Subsidiaries

Subsidiaries are entities controlled by APT. Control exists where APT has power over the entities, i.e. existing rights that give them the current ability to direct the relevant activities of the entities (those that significantly affect the returns); exposure, or rights, to variable returns from their involvement with the entities; and the ability to use their power to affect those returns.

Name of entity	Country of registration/ incorporation	Ownership interest	
		2015 %	2014 %
<b>Parent entity</b>			
Australian Pipeline Trust <sup>(a)</sup>			
<b>Subsidiaries</b>			
APT Pipelines Limited <sup>(b),(c)</sup>	Australia	100	100
Australian Pipeline Limited <sup>(b)</sup>	Australia	100	100
Agex Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Amadeus Gas Trust	Australia	96	96
APT Goldfields Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APT Management Services Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Parmelia Gas Pty Ltd <sup>(e)</sup>	Australia	-	100
APT Parmelia Holdings Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APT Parmelia Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APT Parmelia Trust <sup>(b)</sup>	Cayman Islands	100	100
APT Petroleum Pipelines Holdings Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Petroleum Pipelines Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Pipelines (NSW) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Pipelines (NT) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Pipelines (QLD) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Pipelines (WA) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Pipelines Investments (NSW) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Pipelines Investments (WA) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
East Australian Pipeline Pty Limited <sup>(b),(c)</sup>	Australia	100	100
Gasinvest Australia Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Goldfields Gas Transmission Pty Ltd <sup>(b)</sup>	Australia	100	100
N.T. Gas Distribution Pty Limited <sup>(b),(c)</sup>	Australia	100	100
N.T. Gas Easements Pty Limited <sup>(b),(c)</sup>	Australia	100	100
N.T. Gas Pty Limited	Australia	96	96
Roverton Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
SCP Investments (No. 1) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
SCP Investments (No. 2) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
SCP Investments (No. 3) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
Sopic Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Southern Cross Pipelines (NPL) Australia Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Southern Cross Pipelines Australia Pty Limited <sup>(b),(c)</sup>	Australia	100	100

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Group Structure

### 26. Subsidiaries (continued)

Name of entity	Country of registration/ incorporation	Ownership interest	
		2015 %	2014 %
Trans Australia Pipeline Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Western Australian Gas Transmission Company 1 Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
GasNet Australia Trust <sup>(b)</sup>	Australia	100	100
APA GasNet Australia (Holdings) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA GasNet Australia (Operations) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA GasNet A Pty Limited <sup>(b),(c)</sup>	Australia	100	100
GasNet A Trust	Australia	100	100
APA GasNet Australia (NSW) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA GasNet B Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA GasNet Australia Pty Limited <sup>(b),(c)</sup>	Australia	100	100
GasNet B Trust <sup>(b)</sup>	Australia	100	100
GasNet Australia Investments Trust	Australia	100	100
APA Operations Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT AM Holdings Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT O&M Holdings Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APT O&M Services Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APT O&M Services (QLD) Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APT Water Management Pty Ltd <sup>(e)</sup>	Australia	-	100
APT Water Management Holdings Pty Ltd <sup>(e)</sup>	Australia	-	100
APT AM (Stratus) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Facility Management Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT AM Employment Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT Sea Gas Holdings Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT SPV2 Pty Ltd <sup>(b)</sup>	Australia	100	100
APT SPV3 Pty Ltd <sup>(b)</sup>	Australia	100	100
APT Pipelines (SA) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APT (MIT) Services Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Operations (EII) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Pipelines (QNSW) Pty Limited <sup>(e)</sup>	Australia	-	100
Central Ranges Pipeline Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APA Country Pipelines Pty Limited <sup>(b),(c)</sup>	Australia	100	100
North Western Natural Gas Company Pty Limited <sup>(e)</sup>	Australia	-	100
APA Facilities Management Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA (NBH) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Pipelines Investments (BWP) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Power Holdings Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA (EDWF Holdco) Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APA (BWF Holdco) Pty Ltd <sup>(b),(c)</sup>	Australia	100	100

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Group Structure

### 26. Subsidiaries (continued)

Name of entity	Country of registration/ incorporation	Ownership interest	
		2015 %	2014 %
EDWF Holdings 1 Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
EDWF Holdings 2 Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
EDWF Manager Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Wind Portfolio Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
Griffin Windfarm 2 Pty Ltd <sup>(b)</sup>	Australia	100	100
APA AM (Allgas) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA DPS Holdings Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Power PF Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Sub Trust No 1 <sup>(b)</sup>	Australia	100	100
APA Sub Trust No 2 <sup>(b)</sup>	Australia	100	100
APA Sub Trust No 3 <sup>(b)</sup>	Australia	100	100
APA (Pilbara Pipeline) Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APA (Sub No 3) International Holdings 1 Pty Ltd <sup>(b),(c),(f)</sup>	Australia	100	100
APA (Sub No 3) International Holdings 2 Pty Ltd <sup>(b),(c),(f)</sup>	Australia	100	100
APA (Sub No 3) International Nominees Pty Ltd <sup>(b),(c),(f)</sup>	Australia	100	100
APA (SWQP) Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA (WA) One Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA AIS 1 Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA AIS 2 Pty Ltd <sup>(b),(c)</sup>	Australia	100	100
APA AIS Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA Biobond Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA East One Pty Limited <sup>(b),(c),(f)</sup>	Australia	100	100
APA East Pipelines Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA EE Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA EE Australia Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA EE Corporate Shared Services Pty Limited <sup>(b),(c)</sup>	Australia	100	100
APA EE Holdings Pty Limited <sup>(b),(c)</sup>	Australia	100	100
Epic Energy East Pipelines Trust <sup>(b)</sup>	Australia	100	100
APA (NT) Pty Limited <sup>(b),(c),(f)</sup>	Australia	100	100
APA Bid Co Pty Limited <sup>(b),(c),(d)</sup>	Australia	100	-
APA Hold Co Pty Limited <sup>(b),(c),(d)</sup>	Australia	100	-
APA WGP Pty Limited <sup>(b),(c),(d)</sup>	Australia	100	-

(a) Australian Pipeline Trust is the head entity within the tax-consolidated group.

(b) These entities are members of the tax-consolidated group.

(c) These wholly-owned subsidiaries have entered into a deed of cross guarantee with APT Pipelines Limited pursuant to ASIC Class Order 98/1418 and are relieved from the requirement to prepare and lodge an audited financial report.

(d) Entity was acquired during the 2015 year.

(e) Entity was deregistered during the 2015 year.

(f) Entity party to a revocation deed in relation to the APT Pipelines Limited deed of cross guarantee lodged with ASIC on 1 August 2014 which has taken effect in the 2015 year and is therefore no longer a party to the deed.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Other items**

**27. Commitments and contingencies**

	2015	2014
	\$000	\$000
<b>Capital expenditure commitments</b>		
APA Group - plant and equipment	94,169	87,835
APA Group's share of jointly controlled operations - plant and equipment	5,987	16,458
	<b>100,156</b>	<b>104,293</b>
<b>Contingent liabilities</b>		
Bank guarantees	49,049	28,553

APA Group had no contingent assets as at 30 June 2015 and 30 June 2014.

**28. Director and senior executive remuneration**

**Directors remuneration**

The aggregate remuneration made to Directors of APA Group is set out below:

	2015	2014
	\$	\$
Short-term employment benefits	1,268,500	1,181,281
Post-employment benefits	132,105	119,735
<b>Total Remuneration: Non-Executive Directors</b>	<b>1,400,605</b>	<b>1,301,016</b>
Short-term employment benefits	3,109,447	2,868,962
Post-employment benefits	35,000	25,000
Cash settled security-based payments	1,564,212	1,301,316
<b>Total Remuneration: Executive Director<sup>(a)</sup></b>	<b>4,708,659</b>	<b>4,195,278</b>
<b>Total Remuneration: Directors</b>	<b>6,109,264</b>	<b>5,496,294</b>

**Senior executive remuneration<sup>(a)</sup>**

The aggregate remuneration made to senior executives of APA Group is set out below:

Short-term employment benefits	9,977,891	9,060,314
Post-employment benefits	258,778	192,775
Cash settled security-based payments	4,242,640	3,410,484
Retention award	430,666	550,667
	<b>14,909,975</b>	<b>13,214,240</b>

(a) The remuneration for the Chief Executive Officer and Managing Director, Michael McCormack, is also included in the remuneration disclosure for senior executives.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Other items

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#### 29. Remuneration of external auditor

	2015	2014
	\$	\$
<b>Amounts received or due and receivable by Deloitte Touche Tohmatsu for:</b>		
Auditing the financial report	659,500	700,000
Compliance plan audit	18,000	21,500
Tax compliance and advice <sup>(a)</sup>	-	8,500
Other assurance services <sup>(a)</sup>	436,500	414,000
	<b>1,114,000</b>	<b>1,144,000</b>

(a) Services provided were in accordance with the external auditor independence policy. Other assurance services comprise preparation of investigating accountants reports and assurance services in relation to debt raisings, a scheme of arrangement and the entitlement offer.

#### 30. Related party transactions

##### (a) Equity interest in related parties

Details of the percentage of ordinary securities held in subsidiaries are disclosed in Note 26 and the details of the percentage held in joint operations, joint ventures and associates are disclosed in Note 25.

##### (b) Responsible Entity – Australian Pipeline Limited

The Responsible Entity is wholly owned by APT Pipelines Limited.

##### (c) Transactions with related parties within APA Group

Transactions between the entities that comprise APA Group during the financial year consisted of:

- dividends;
- asset lease rentals;
- loans advanced and payments received on long-term inter-entity loans;
- management fees;
- operational services provided between entities;
- payments of distributions; and
- equity issues.

The above transactions were made on normal commercial terms and conditions. The Group charges interest on inter-entity loans from time to time.

All transactions between the entities that comprise APA Group have been eliminated on consolidation.

Refer to Note 26 for details of the entities that comprise APA Group.

##### Australian Pipeline Limited

Management fees of \$3,451,167 (2014: \$3,177,861) were paid to the Responsible Entity as reimbursement of costs incurred on behalf of APA Group. No amounts were paid directly by APA Group to the Directors of the Responsible Entity, except as disclosed at Note 28.

Australian Pipeline Limited, in its capacity as trustee and Responsible Entity of the Trust, has guaranteed the payment of principal, interest and other amounts as provided in the senior debt facilities of APT Pipelines Limited, the principal borrowing entity of APA Group.

## Australian Pipeline Trust and its Controlled Entities

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Other items

#### 30. Related party transactions (continued)

##### (d) Transactions with other related parties

###### Transactions with associates and joint ventures

The following transactions occurred with APA Group's associates and joint ventures on normal market terms and conditions:

	Dividends from related parties \$000	Sales to related parties \$000	Purchases from related parties \$000	Amount owed by related parties \$000	Amount owed to related parties \$000
<b>2015</b>					
SEA Gas	14,164	3,733	-	181	-
Energy Infrastructure Investments	3,460	27,021	139	3,074	139
EII 2	3,105	661	-	-	-
APA Ethane Ltd	-	200	-	-	-
Diamantina Power Station	-	1,608	-	-	-
GDI (EII)	4,479	51,190	-	5,749	-
	<b>25,208</b>	<b>84,413</b>	<b>139</b>	<b>9,004</b>	<b>139</b>
<b>2014</b>					
SEA Gas	11,298	3,256	-	98	-
Energy Infrastructure Investments	4,283	22,755	250	1,935	-
EII 2	2,405	641	-	-	-
APA Ethane Ltd	-	200	-	-	-
Diamantina Power Station	-	3,083	-	-	-
GDI (EII)	5,433	49,435	18	4,994	-
Envestra Limited <sup>(a)</sup>	38,000	369,471	578	40,400	-
	<b>61,419</b>	<b>448,841</b>	<b>846</b>	<b>47,427</b>	<b>-</b>

At year end, APA Group had a shareholder loan receivable from Diamantina Power Station of \$75.7 million (2014 \$118.1 million).

(a) During August 2014, APA Group sold its investment in Envestra Limited to Cheung Kong Group consortium for \$1.32 per share amounting to \$783.8 million in gross proceeds which realised a net pre-tax profit of \$430.0 million.

**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Other items**

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**31. Parent entity information**

The accounting policies of the parent entity, which have been applied in determining the financial information below, are the same as those applied in the consolidated financial statements.

	2015	2014
	\$000	\$000
<b>Financial position</b>		
<b>Assets</b>		
Current assets	2,869,731	845,650
Non-current assets	632,553	1,083,512
<b>Total assets</b>	<b>3,502,284</b>	<b>1,929,162</b>
<b>Liabilities</b>		
Current liabilities	105,763	98,427
<b>Total liabilities</b>	<b>105,763</b>	<b>98,427</b>
<b>Net assets</b>	<b>3,396,521</b>	<b>1,830,735</b>
<b>Equity</b>		
Issued capital	3,195,449	1,816,460
Retained earnings	199,587	13,912
Reserves		
Available-for-sale investment revaluation reserve	1,485	363
<b>Total equity</b>	<b>3,396,521</b>	<b>1,830,735</b>
<b>Financial performance</b>		
Profit for the year	449,311	258,159
Other comprehensive income	1,122	(1,373)
<b>Total comprehensive income</b>	<b>450,433</b>	<b>256,786</b>

**Guarantees entered into by the parent entity in relation to the debts of its subsidiaries**

No guarantees have been entered into by the parent entity in relation to the debts of its subsidiaries.

**Contingent liabilities of the parent entity**

No contingent liabilities have been identified in relation to the parent entity.



**Australian Pipeline Trust and its Controlled Entities**  
**Notes to the consolidated financial statements (continued)**  
For the financial year ended 30 June 2015

**Other items**

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**32. Adoption of new and revised Accounting Standards**

**Standards and Interpretations affecting amounts reported in the current period (and/or prior periods)**

There has not been any new or revised Standards and Interpretations issued by the AASB that are relevant to the consolidated entity's operations that would be effective for the current reporting period.

**Standards and Interpretations issued not yet adopted**

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were on issue but not yet effective.

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
• AASB 9 'Financial Instruments', and the relevant amending standards	1 January 2018	30 June 2019
• AASB 15 'Revenue from Contracts with Customers' and AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB15'	1 January 2017 <sup>(a)</sup>	30 June 2018 <sup>(a)</sup>

(a) The International Accounting Standards Boards has deferred the implementation to periods commencing on or after 1 January 2018. This deferral is expected to be adopted by the AASB in due course.

The potential impact of the initial application of the Standards above is yet to be determined.

**33. Events occurring after reporting date**

On 7 July 2015, APA Group entered into a series of forward exchange contracts for financial years 2017 and 2018 to hedge the forecast net USD cashflows of US\$388.1 million (A\$528.5 million) associated with the Wallumbilla Gladstone Pipeline. This increased the net value of foreign exchange contracts held on that date to US\$581.9 million (A\$784.4 million).

On 26 August 2015, the Directors declared a final distribution of 20.50 cents per security (\$228.4 million) for APA Group (comprising a distribution of 18.12 cents per security from APT and a distribution of 2.38 cents per security from APTIT), consisting of 20.50 cents per security unfranked profit distribution. The distribution will be paid on 16 September 2015.

Other than the events disclosed above, there have not been any events or transactions that have occurred subsequent to year end that would require adjustment to or disclosure in the accounts.

**Australian Pipeline Trust and its Controlled Entities**  
**Declaration by the Directors of Australian Pipeline Limited**  
**For the financial year ended 30 June 2015**

The Directors declare that:

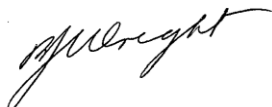
- (a) in the Directors' opinion, there are reasonable grounds to believe that Australian Pipeline Trust will be able to pay its debts as and when they become due and payable;
- (b) in the Directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with Accounting Standards and giving a true and fair view of the financial position and performance of APA Group;
- (c) in the Directors' opinion, the financial statements and notes thereto are in accordance with International Financial Reporting Standards as stated in Note 2 to the financial statements; and
- (d) the Directors have been given the declarations by the Managing Director and Chief Financial Officer required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of the Directors of the Responsible Entity made pursuant to section 295(5) of the Corporations Act 2001.

On behalf of the Directors



Leonard Bleasel AM  
**Chairman**



Robert Wright  
**Director**

SYDNEY, 26 August 2015

Deloitte Touche Tohmatsu  
ABN 74 490 121 060

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www.deloitte.com.au

The Directors  
Australian Pipeline Limited as responsible entity for  
Australian Pipeline Trust  
HSBC Building  
Level 19, 580 George Street  
Sydney NSW 2000

26 August 2015

Dear Directors

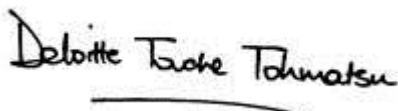
## **Auditor's Independence Declaration to Australian Pipeline Limited as responsible entity for Australian Pipeline Trust**

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Australian Pipeline Limited as responsible entity for Australian Pipeline Trust.

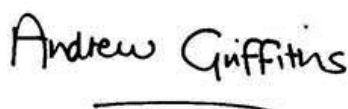
As lead audit partner for the audit of the financial statements of Australian Pipeline Trust for the financial year ended 30 June 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely



DELOITTE TOUCHE TOHMATSU



A V Griffiths  
Partner  
Chartered Accountants

## **Independent Auditor's Report to the Unitholders of Australian Pipeline Trust**

### **Report on the Financial Report**

We have audited the accompanying financial report of Australian Pipeline Trust, which comprises the statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity, comprising the Trust and the entities it controlled at the year's end or from time to time during the financial year as set out on pages 52 to 108.

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

The directors of Australian Pipeline Limited are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards.

#### *Auditor's Responsibility*

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control, relevant to the entity's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## *Auditor's Independence Declaration*

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

## *Opinion*

In our opinion:

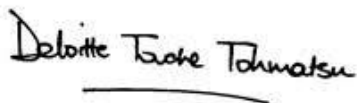
- (a) the financial report of Australian Pipeline Trust is in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
  - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 2.

## **Report on the Remuneration Report**

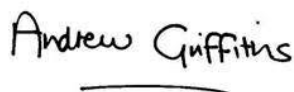
We have audited the Remuneration Report included in pages 32 to 51 of the directors' report of Australian Pipeline Limited as responsible entity for Australian Pipeline Trust for the year ended 30 June 2015. The directors have voluntarily prepared and presented the Remuneration Report in accordance with the requirements of section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

## *Opinion*

In our opinion the Remuneration Report of Australian Pipeline Limited for the year ended 30 June 2015, has been prepared in accordance with the requirements of section 300A of the *Corporations Act 2001*.



DELOITTE TOUCHE TOHMATSU



A V Griffiths  
Partner  
Chartered Accountants  
Sydney, 26 August 2015

APA Group

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**APT Investment Trust**

**ARSN 115 585 441**

**Annual Report**

**For the financial year ended**

**30 June 2015**

Delivering Australia's Energy

The Directors of Australian Pipeline Limited ("Responsible Entity") submit their report and the annual financial report of APT Investment Trust ("APTIT") and its controlled entities (together "Consolidated Entity") for the financial year ended 30 June 2015. This report refers to the consolidated results of APTIT, one of the two stapled entities of APA Group, with the other stapled entity being Australian Pipeline Trust (together "APA").

## DIRECTORS

The names of the Directors of the Responsible Entity during the financial year and since the financial year end are:

Leonard Bleasel AM	Chairman
Michael McCormack	Chief Executive Officer and Managing Director
Steven Crane	
John Fletcher	
Russell Higgins AO	
Patricia McKenzie	
Robert Wright	

Details of the Directors, their qualifications, experience, special responsibilities and directorships of other listed entities are set out on pages 2 to 4.

The Company Secretary of the Responsible Entity during and since the financial year end is Mark Knapman.

## PRINCIPAL ACTIVITIES

APTIT operates as an investment and financing entity within the APA stapled group.

## STATE OF AFFAIRS

No significant change in the state of affairs of APTIT occurred during the year.

## SUBSEQUENT EVENTS

Except as disclosed elsewhere in this report, the Directors are unaware of any matter or circumstance that has occurred since the end of the year that has significantly affected or may significantly affect the operations of the Consolidated Entity, the results of those operations or the state of affairs of the Consolidated Entity in future years.

## REVIEW AND RESULTS OF OPERATIONS

APTIT reported net profit after tax of \$46.3 million (2014: \$38.7 million) for the year ended 30 June 2015 and total revenue of \$46.4 million (2014: \$38.7 million).

## DISTRIBUTIONS

Distributions paid to unitholders during the financial year were:

	Final FY 2014 distribution paid 10 September 2014		Interim FY 2015 distribution paid 18 March 2015	
	Cents per unit	Total distribution \$000	Cents per unit	Total distribution \$000
APTIT profit distribution	2.33	19,465	2.38	19,860
APTIT capital distribution	-	-	-	-
<b>Total</b>	<b>2.33</b>	<b>19,465</b>	<b>2.38</b>	<b>19,860</b>

On 26 August 2015, the Directors declared a final distribution for APTIT for the financial year of 2.38 cents per unit which is payable on 16 September 2015 and will comprise the following components:

	<b>Final FY 2015 distribution payable 16 September 2015</b>	
	<b>Cents per unit</b>	<b>Total distribution \$000</b>
APTIT profit distribution	2.38	26,488
APTIT capital distribution		
<b>Total</b>	<b>2.38</b>	<b>26,488</b>

Distribution information is presented on an accounting classification basis. The APA Group Annual Tax Statement and Annual Tax Return Guide (to be released in September 2015) will provide the classification of distribution components for the purposes of preparation of securityholder income tax returns.

## DIRECTORS

### 1. Information on Directors and Company Secretary

Information relating to the qualifications and experience of the Directors and Company Secretary is set out below:

<p><b>Leonard Bleasel AM FAICD FAIM</b>  <i>Independent Chairman</i>  Appointed 28 August 2007  Appointed Chairman 30 October 2007</p>	<p>Leonard (Len) Bleasel had a long career in the energy industry before retiring from management in 2001. He started his career in AGL in 1958 and worked in a variety of roles, culminating in the position of Managing Director and CEO from 1990 to 2001.</p> <p>Len's past appointments have included lead non-executive director of QBE Insurance Group Limited and Chairman of Foodland Associated Limited, ABN AMRO Australia Holdings Pty Limited, Solaris Power, Natural Gas Corporation Holdings Ltd (New Zealand), Elgas Ltd, East Australian Pipeline Ltd and the Advisory Council for CIMB Securities International (Australia) Pty Ltd. He was also a director of St George Bank Limited and Gas Valpo (Chile).</p> <p>Len is currently Chairman of the Taronga Conservation Society Australia. He was awarded an AM in the General Division of the Order of Australia for services to the Australian gas and energy industries and the community.</p>
<p><b>Michael McCormack BSurv GradDipEng MBA FAICD</b>  <i>Chief Executive Officer and Managing Director</i>  Appointed Managing Director 1 July 2006</p>	<p>Michael (Mick) McCormack has been Chief Executive Officer of APA since 1 July 2005 and Managing Director since 1 July 2006. He has over 30 years' experience in the gas infrastructure sector in Australia and his career has encompassed all aspects of the sector including commercial development, design, construction, operation and management of most of Australia's natural gas pipelines and gas distribution systems.</p> <p>Mick is a former Director of Envestra Limited (now Australian Gas Networks), the Australian Pipeline Industry Association and the Australian Brandenburg Orchestra.</p>
<p><b>Steven Crane BComm FAICD SF Fin</b>  <i>Independent Director</i>  Appointed 1 January 2011</p>	<p>Steven (Steve) Crane has over 30 years' experience in the financial services industry. His background is in investment banking, having previously been Chief Executive Officer of ABN AMRO Australia and BZW Australia.</p> <p>Steve has considerable experience as a non-executive Director of listed businesses. He is currently Chairman of nib holdings limited and Deputy Chairman of the Taronga Conservation Society Australia. He was formerly Chairman of Adelaide Managed Funds Limited and Investa Property Group Limited, a Director of Transfield Services Limited, Bank of Queensland Limited, Adelaide Bank Limited, Foodland Associated Limited and APA Ethane Limited, the responsible entity of Ethane Pipeline Income Fund, and a member of the Advisory Council for CIMB Securities International (Australia) Pty Limited. Steve is a member of the Audit and Risk Management Committee and the Remuneration Committee.</p>



<p><b>John Fletcher</b> <b>BSc MBA FAICD</b>  <i>Independent Director</i>  Appointed 27 February 2008</p>	<p>John Fletcher has over 35 years' experience in the energy industry, having held a number of executive positions in AGL prior to his retirement in 2003, including Chief Financial Officer. He brings broad financial and commercial experience to the Board having previously been a Director of Integral Energy, Natural Gas Corporation Holdings Ltd (New Zealand), Foodland Associated Limited, Sydney Water Corporation and Alinta Energy Group.</p> <p>John was an AGL-appointed Director of Australian Pipeline Limited from 2000 to 2005.</p> <p>He is the Chairman of the Remuneration Committee and a member of the Audit and Risk Management Committee.</p>
<p><b>Russell Higgins AO</b> <b>BEC FAICD</b>  <i>Independent Director</i>  Appointed 7 December 2004</p>	<p>Russell Higgins has extensive experience, both locally and internationally, in the energy sector and in economic and fiscal policy. He was Secretary and Chief Executive Officer of the Department of Industry, Science and Resources from 1997 to 2002 and Chairman of the Australian Government's Energy Task Force from 2003 to 2004.</p> <p>Russell is a Director of Telstra Corporation Limited and Argo Investments Limited.</p> <p>He is a former Chairman of the Global Carbon Capture and Storage institute, the CSIRO Energy Transformed Flagship Advisory Committee and Snowy Hydro, as well as former Director of Leighton Holdings Limited, Ricegrowers Limited (trading as SunRice), St James Ethics Foundation, Australian Biodiesel Group Limited, EFIC and the CSIRO. He was also previously a member of the Prime Ministerial Task Group on Emissions Trading.</p> <p>Russell is Chairman of the Health Safety and Environment Committee and a member of the Audit and Risk Management Committee.</p>
<p><b>Patricia McKenzie</b> <b>LLB FAICD</b>  <i>Independent Director</i>  Appointed 1 January 2011</p>	<p>Patricia McKenzie has considerable expertise and experience in energy market regulation and, as a qualified solicitor, extensive corporate legal experience. She is currently Chair of Healthdirect Australia and a Director of Transgrid.</p> <p>Patricia was formerly a Director of Macquarie Generation, Australian Energy Market Operator Limited (AEMO), the national energy market operator for electricity and gas, and Chief Executive Officer of Gas Market Company Limited, the market administrator for retail competition in the gas industry in New South Wales and the Australian Capital Territory.</p> <p>Patricia is a member of the Health Safety and Environment Committee and the Remuneration Committee.</p>
<p><b>Robert Wright</b> <b>BCom FCPA</b>  <i>Independent Director</i>  Appointed 11 February 2000</p>	<p>Robert Wright has over 35 years' financial management experience. During his executive career he was the Chief Financial Officer of several listed companies. He has also been both an Executive Director and Non Executive Director of a number of listed companies.</p> <p>He is currently the Chairman of Super Retail Group Limited and APA Ethane Limited, the responsible entity of Ethane Pipeline Income Fund, and was previously Chairman of SAI Global Limited, Dexion Limited and RCL Group Limited.</p> <p>Robert is the Chairman of the Audit and Risk Management Committee and a member of the Health Safety and Environment Committee.</p>
<p><b>Mark Knapman</b> <b>BCom LLB FGIA FCIS</b>  <i>Company Secretary</i>  Appointed 16 July 2008</p>	<p>Mark has extensive experience as a Company Secretary. He was Company Secretary and General Counsel of an ASX-listed company and Asia Pacific Legal Counsel and Company Secretary for a US multinational company prior to joining APA. Prior to those roles, he was a partner of an Australian law firm.</p> <p>Mark is a Fellow of the Governance Institute of Australia and the Institute of Company Secretaries and Administrators, and is admitted to practice as a solicitor.</p>

## 2. Directorships of Other Listed Companies

Directorships of other listed companies held by Directors at any time in the three years immediately before the end of the financial year are as follows:

Name	Company	Period of directorship
Leonard Bleasel AM	QBE Insurance Group Limited	January 2001 to September 2012
Michael McCormack	Envestra Limited	July 2007 to September 2014

APT Investment Trust and its Controlled Entities  
Directors' Report for the year ended 30 June 2015

Name	Company	Period of directorship
Steven Crane	nib holdings limited	Since September 2010
	Transfield Services Limited	February 2008 to February 2015
	Bank of Queensland Limited	December 2008 to January 2015
John Fletcher	-	-
Russell Higgins AO	Telstra Corporation Limited	Since September 2009
	Argo Investments Limited	Since September 2011
	Leighton Holdings Limited	June 2013 to May 2014
	Ricegrowers Limited	December 2005 to August 2012
Patricia McKenzie	-	-
Robert Wright	Super Retail Group Limited	Since May 2004
	APA Ethane Limited <sup>(1)</sup>	Since July 2008
	SAI Global Limited	October 2003 to October 2013

(1) APA Ethane Limited is the responsible entity of the registered managed investment schemes that comprise Ethane Pipeline Income Fund, the securities in which are quoted on the ASX.

### 3. Directors' Meetings

During the financial year, 14 Board meetings, three Remuneration Committee meetings, four Audit and Risk Management Committee meetings and four Health Safety and Environment Committee meetings were held. The following table sets out the number of meetings attended by each Director while they were a Director or a committee member:

Directors	Board		Remuneration Committee		Audit and Risk Management Committee		Health Safety and Environment Committee	
	A	B	A	B	A	B	A	B
Leonard Bleasel AM <sup>(1)</sup>	14	14	-	-	-	-	-	-
Michael McCormack	14	14	-	-	-	-	-	-
Steven Crane	14	14	3	3	4	4	-	-
John Fletcher	14	14	3	3	4	4	-	-
Russell Higgins AO	14	14	-	-	4	4	4	4
Patricia McKenzie	14	14	3	3	-	-	4	4
Robert Wright	14	14	-	-	4	4	4	4

A: Number of meetings held during the time the Director held office or was a member of the committee during the financial year.

B: Number of meetings attended.

(1) The Chairman attended all committee meetings ex officio.

### 4. Directors' Securityholdings

The aggregate number of APA securities held directly, indirectly or beneficially by Directors or their Director related entities at the 30 June 2015 is 1,305,883 (2014: 979,426).

The following table sets out Directors' relevant interests in APA securities as at 30 June 2015:

Directors	Fully paid securities as at 1 July 2014	Securities acquired	Securities disposed	Fully paid securities as at 30 June 2015
Leonard Bleasel AM	460,664	153,552	-	<b>614,216</b>
Michael McCormack	208,590	69,530	-	<b>278,120</b>
Steven Crane	100,000	30,000	-	<b>130,000</b>
John Fletcher	66,188	22,062	-	<b>88,250</b>
Russell Higgins AO	92,040	30,679	-	<b>122,719</b>
Patricia McKenzie	12,500	7,486	-	<b>19,986</b>
Robert Wright	39,444	13,148	-	<b>52,592</b>
	<b>979,426</b>	<b>326,457</b>	-	<b>1,305,883</b>

The Directors hold no other rights or options over APA securities. There are no contracts to which a Director is a party or under which the Director is entitled to a benefit and that confer a right to call for or deliver APA securities.

### **OPTIONS GRANTED**

In this report, the term "APA securities" refers to the stapled securities each comprising a unit in Australian Pipeline Trust stapled to a unit in APT Investment Trust and traded on the Australian Securities Exchange ("ASX") under the code "APA".

No options over unissued APA securities were granted during or since the end of the year; no unissued APA securities were under option as at the date of this report; and no APA securities were issued during or since the end of the year as a result of the exercise of an option over unissued APA securities.

### **INDEMNIFICATION OF OFFICERS AND EXTERNAL AUDITOR**

During the year, the Responsible Entity paid a premium in respect of a contract insuring the Directors and officers of the Responsible Entity and any APA Group entity against any liability incurred in performing those roles to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Australian Pipeline Limited, in its capacity as Responsible Entity of Australian Pipeline Trust and APT Investment Trust, indemnifies each person who is or has been a Director or Company Secretary of the Responsible Entity or any APA Group entity under a range of deed polls and indemnity agreements which have been in place since 1 July 2000. This indemnity may extend to such other officers or former officers of APA Group entities as the Board, in its discretion, in each case determines. The indemnity operates to the full extent allowed by law but only to the extent not covered by insurance, and is on terms the Board considers usual for arrangements of this type.

Under its constitution, Australian Pipeline Limited (in its personal capacity) indemnifies each person who is or has been a Director, Company Secretary or executive officer of that company.

The Responsible Entity has not otherwise, during or since the end of the year, indemnified or agreed to indemnify an officer or external auditor of the Responsible Entity or any APA Group entity against a liability incurred by such an officer or auditor.

### **INFORMATION REQUIRED FOR REGISTERED SCHEMES**

Fees paid to the Responsible Entity and its associates (including directors and secretaries of the Responsible Entity, related bodies corporate and directors and secretaries of related bodies corporate) out of APA scheme property during the year are disclosed in Note 16 to the financial statements.

Except as disclosed in this report, neither the Responsible Entity nor any of its associates holds any APTIT units.

The number of APTIT units issued during the year, and the number of APTIT units at the end of the year, are disclosed in Note 11 to the financial statements.

The value of APA's assets as at the end of the year is disclosed in the balance sheet in total assets, and the basis of valuation is included in the notes to the financial statements.

### **AUDITOR'S INDEPENDENCE DECLARATION**

A copy of the Auditor's independence declaration as required under section 307C of the Corporations Act 2001 is included on page 28.

### **ROUNDING OF AMOUNTS**

APA is an entity of the kind referred to in ASIC Class Order 98/0100 dated 10 July 1998 and, in accordance with that Class Order, amounts in the Directors' report and the financial report are rounded to the nearest thousand dollars, unless otherwise indicated.

APT Investment Trust and its Controlled Entities  
Directors' Report for the year ended 30 June 2015

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Signed in accordance with a resolution of the Directors of the Responsible Entity made pursuant to section 298(2) of the Corporations Act 2001.

On behalf of the Directors



Leonard Bleasel AM

**Chairman**



Robert Wright

**Director**

SYDNEY, 26 August 2015

## APT Investment Trust

### Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the financial year ended 30 June 2015

	Note	2015 \$000	2014 \$000
<b>Continuing operations</b>			
Revenue	3	46,359	38,718
Expenses	3	(11)	(12)
Profit before tax		46,348	38,706
Income tax expense	4	-	-
<b>Profit for the year</b>		<b>46,348</b>	<b>38,706</b>
<b>Other comprehensive income</b>			
<b>Items that may be reclassified to profit or loss:</b>			
Gain/(loss) on available-for-sale investments taken to equity		989	(861)
Other comprehensive income for the year (net of tax)		989	(861)
<b>Total comprehensive income for the year</b>		<b>47,337</b>	<b>37,845</b>
<b>Profit Attributable to:</b>			
Unitholders of the parent		46,348	38,706
		<b>46,348</b>	<b>38,706</b>
<b>Total comprehensive income attributable to:</b>			
Unitholders of the parent		47,337	37,845
<b>Earnings per unit</b>			
Basic and diluted (cents per unit)	5	4.7	4.5 (Restated)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

**APT Investment Trust**  
**Consolidated Statement of Financial Position**  
As at 30 June 2015

	Note	2015 \$000	2014 \$000
<b>Current assets</b>			
Receivables	7	701	670
<b>Non-current assets</b>			
Receivables	7	9,951	10,623
Other financial assets	9	1,021,566	583,961
<b>Total non-current assets</b>		<b>1,031,517</b>	594,584
<b>Total assets</b>		<b>1,032,218</b>	595,254
<b>Current liabilities</b>			
Trade and other payables	8	49	11
<b>Total liabilities</b>		<b>49</b>	11
<b>Net assets</b>		<b>1,032,169</b>	595,243
<b>Equity</b>			
Issued capital	11	1,005,086	576,172
Reserves		595	(394)
Retained earnings		26,488	19,465
<b>Total equity</b>		<b>1,032,169</b>	595,243

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

**APT Investment Trust**  
**Consolidated Statement of Changes in Equity**  
For the financial year ended 30 June 2015

	Note	Issued capital \$000	Reserves \$000	Retained earnings \$000	Total \$000
Balance at 1 July 2013		578,780	467	19,424	598,671
Profit for the year		-	-	38,706	38,706
Other comprehensive income for the year (net of tax)		-	(861)	-	(861)
Total comprehensive income for the year		-	(861)	38,706	37,845
Distributions to unitholders	6	(2,608)	-	(38,665)	(41,273)
Balance at 30 June 2014		576,172	(394)	19,465	595,243
<b>Balance at 1 July 2014</b>		<b>576,172</b>	<b>(394)</b>	<b>19,465</b>	<b>595,243</b>
Profit for the year		-	-	46,348	46,348
Other comprehensive income for the year (net of tax)		-	989	-	989
Total comprehensive income for the year		-	989	46,348	47,337
Issue of capital (net of issue costs)	11	428,914	-	-	428,914
Distributions to unitholders	6	-	-	(39,325)	(39,325)
<b>Balance at 30 June 2015</b>		<b>1,005,086</b>	<b>595</b>	<b>26,488</b>	<b>1,032,169</b>

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

**APT Investment Trust**  
**Consolidated Statement of Cash Flows**  
For the financial year ended 30 June 2015

	2015	2014
	\$000	\$000
<b>Cash flows from operating activities</b>		
Trust distribution - related party	23,184	23,013
Dividends received	125	126
Interest received - related parties	21,889	15,199
Proceeds from repayment of finance leases	1,167	1,168
Receipts from customers	318	201
Payments to suppliers	(11)	(12)
<b>Net cash provided by operating activities</b>	<b>46,672</b>	<b>39,695</b>
<b>Cash flows from investing activities</b>		
(Advances to)/repayment received from related parties	(436,276)	1,592
<b>Net cash (used in)/provided by investing activities</b>	<b>(436,276)</b>	<b>1,592</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of units	438,351	-
Payment of unit issue costs	(9,422)	(14)
Distributions to unitholders	(39,325)	(41,273)
<b>Net cash used in financing activities</b>	<b>389,604</b>	<b>(41,287)</b>
<b>Net increase in cash and cash equivalents</b>	<b>-</b>	<b>-</b>
Cash and cash equivalents at beginning of financial year	-	-
<b>Cash and cash equivalents at end of financial year</b>	<b>-</b>	<b>-</b>

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Cash flows are included in the statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified within operating cash flows.



**APT Investment Trust**  
**Notes to the consolidated financial statements**  
For the financial year ended 30 June 2015

**Basis of Preparation**

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**1. About this report**

The content and format of the financial statements have been streamlined to present the financial information in a more meaningful manner to unitholders. Note disclosures have been grouped into six sections being Basis of Preparation, Financial Performance, Operating Assets and Liabilities, Capital Management, Group Structure and Other. Each note sets out the accounting policies applied in producing the results along with any key judgements and estimates used. The purpose of revised format is to provide readers with a clearer understanding of what are the key drivers of financial performance for the Consolidated Entity.

**Basis of Preparation**



- 1. About this report
- 2. General information

**Financial Performance**



- 3. Profit from operations
- 4. Income tax
- 5. Earnings per unit
- 6. Distributions

**Operating Assets and Liabilities**



- 7. Receivables
- 8. Payables

**Capital Management**



- 9. Other financial instruments
- 10. Financial risk management
- 11. Issued capital

**Group Structure**



- 12. Subsidiaries

**Other**



- 13. Commitments and contingencies
- 14. Director and senior executive remuneration
- 15. Remuneration of external auditor
- 16. Related party transactions
- 17. Parent entity information
- 18. Leases
- 19. Adoption of new and revised Accounting Standards
- 20. Events occurring after reporting date

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Basis of Preparation

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### 2. General information

APT Investment Trust ("APTIT" or "Trust") is one of the two stapled trusts of APA Group ("APA Group"), the other stapled trust being Australian Pipeline Trust ("APT"). Each of APT and APTIT are registered managed investment schemes regulated by the Corporations Act 2001. APTIT units are "stapled" to APT units on a one-to-one basis so that one APTIT unit and one APT unit form a single stapled security which trades on the Australian Securities Exchange under the code "APA".

This financial report represents the consolidated financial statements of APTIT and its controlled entities (together the "Consolidated Entity"). For the purposes of preparing the consolidated financial report, the Consolidated Entity is a for-profit entity.

All intragroup transactions and balances have been eliminated on consolidation. Where necessary, adjustments are made to the assets, liabilities, and results of subsidiaries, joint arrangements and associates to bring their accounting policies into line with those used by the Consolidated Entity.

APTIT's registered office and its principal place of business are as follows:

#### Registered office and principal place of business

Level 19

HSBC Building

580 George Street

SYDNEY NSW 2000

Tel: (02) 9693 0000

APTIT operates as an investment entity within the Australian Pipeline Trust stapled group.

The financial report for the year ended 30 June 2015 was authorised for issue in accordance with a resolution of the directors on 26 August 2015.

This general purpose financial report for the year ended 30 June 2015 has been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board and Interpretations (AIFRS). Compliance with Australian Accounting Standards ensures that the Financial Statements and notes also comply with International Financial Reporting Standards (IFRS).

The financial report has been prepared on the basis of historical cost, except for the revaluation of financial instruments. The financial report is presented in Australian dollars and all values are rounded to the nearest thousand dollars (\$000) in accordance with ASIC Class Order 98/0100, unless otherwise stated.

#### (i) Subsidiaries

Subsidiaries are entities controlled by APTIT. Control exists where APTIT has power over the entities, i.e. existing rights that give APTIT the current ability to direct the relevant activities of the entities (those that significantly affect the returns); exposure, or rights, to variable returns from its involvement with the entities; and the ability to use its power to affect those returns.

#### (ii) Segment information

The Consolidated Entity has one reportable segment being energy infrastructure investment and operation.

The Consolidated Entity is an investing entity within the Australian Pipeline Trust stapled group. As the Trust only operates in one segment, it has not disclosed segment information separately.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Financial Performance

### 3. Profit from operations

Profit before income tax includes the following items of income and expense:

	2015	2014
	\$000	\$000
<b>Revenue</b>		
<b>Distributions</b>		
Trust distribution - related party	23,184	23,013
Other entities	125	125
	<b>23,309</b>	<b>23,138</b>
<b>Finance income</b>		
Interest - related parties	22,157	15,162
Gain/(loss) on financial asset held at fair value through profit or loss	70	(342)
Finance lease income - related party	529	559
	<b>22,756</b>	<b>15,379</b>
<b>Other revenue</b>		
Other	294	201
<b>Total revenue</b>	<b>46,359</b>	<b>38,718</b>
<b>Expenses</b>		
Audit fees	(11)	(12)
<b>Total expenses</b>	<b>(11)</b>	<b>(12)</b>

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Consolidated Entity and can be reliably measured. Amounts disclosed as revenue are net of duties and taxes paid. Revenue is recognised for the major business activities as follows:

**Interest revenue**, which is recognised as it accrues and is determined using the effective interest method;

**Distribution revenue**, which is recognised when the right to receive a distribution has been established;

**Dividend revenue**, which is recognised when the right to receive a dividend has been established; and

**Finance lease income**, which is recognised when receivable.

### 4. Income tax

Income tax expense is not brought to account in respect of APTIT as, pursuant to the Australian taxation laws APTIT, is not liable for income tax provided that its realised taxable income (including any assessable realised capital gains) is fully distributed to its unitholders each year.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Financial Performance

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##### 5. Earnings per unit

	2015	2014 (Restated)
Basic and diluted (cents per unit)	4.7	4.5

The earnings and weighted average number of units used in the calculation of basic and diluted earnings per unit are as follows:

	2015 \$000	2014 \$000
Net profit attributable to unitholders for calculating basic and diluted earnings per unit	46,348	38,706
	2015 No. of units	2014 (Restated) No. of units
	000	000
Adjusted weighted average number of ordinary units used in the calculation of basic and diluted earnings per unit	995,245	865,977

On the 23 December 2014, APA Group issued 145,164,302 new ordinary securities on completion of the institutional component and early acceptance period of the retail component for the fully underwritten rights issue. The remaining allocation of the retail component being 133,392,260 was completed on 28 January 2015. The issue was offered at \$6.60 per security, a discount to APA Group's closing market price of \$7.67 per security on the 9 December 2014, the last trading day before the record date of the entitlement offer of 15 December 2014. The number of securities used for the current and prior period calculation of earnings per security has been adjusted for the discounted rights issue. An adjustment factor of 1.036 has been calculated, being the closing market price per security on 9 December 2014, divided by the theoretical ex-rights value (TERV) of \$7.40 per security.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Financial Performance

### 6. Distributions

	2015 cents per unit	2015 Total \$000	2014 cents per unit	2014 Total \$000
<b>Recognised amounts</b>				
<b>Final distribution paid on 10 September 2014</b>				
(2014: 11 September 2013)				
Profit distribution <sup>(a)</sup>	2.33	19,465	2.32	19,424
Capital distribution	-	-	0.16	1,313
	<b>2.33</b>	<b>19,465</b>	<b>2.48</b>	<b>20,737</b>
<b>Interim distribution paid on 18 March 2015 <sup>(b)</sup></b>				
(2014: 12 March 2014)				
Profit distribution <sup>(a)</sup>	2.38	19,860	2.30	19,241
Capital distribution	-	-	0.15	1,295
	<b>2.38</b>	<b>19,860</b>	<b>2.45</b>	<b>20,536</b>
<b>Total distributions recognised</b>				
Profit distributions <sup>(a)</sup>	4.71	39,325	4.62	38,665
Capital distributions	-	-	0.31	2,608
<b>Unrecognised amounts</b>				
<b>Final distribution payable on 16 September 2015 <sup>(c)</sup></b>				
(2014: 10 September 2014)				
Profit distribution <sup>(a)</sup>	2.38	26,488	2.33	19,464
Capital distribution	-	-	-	-
	<b>2.38</b>	<b>26,488</b>	<b>2.33</b>	<b>19,464</b>

(a) Profit distributions unfranked (2014: unfranked).

(b) New securities issued under the entitlement offer were not eligible for the FY2015 interim distribution.

(c) Record date 30 June 2015.

The final distribution in respect of the financial year has not been recognised in this financial report because the final distribution was not declared, determined or publicly confirmed prior to the end of the financial year.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Operating Assets and Liabilities

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##### 7. Receivables

	2015	2014
	\$000	\$000
Other debtors	31	31
Finance lease receivable - related party (Note 16)	670	639
<b>Current</b>	<b>701</b>	<b>670</b>
Finance lease receivable - related party (Note 16)	9,951	10,623
<b>Non-current</b>	<b>9,951</b>	<b>10,623</b>

In determining the recoverability of a receivable, the Consolidated Entity considers any change in the credit quality of the receivable from the date the credit was initially granted up to the reporting date. The directors believe that there is no credit provision required.

None of the above receivables is past due.

##### 8. Payables

Other payables	49	11
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Trade and other payables are recognised when the Consolidated Entity becomes obliged to make future payments resulting from the purchase of goods and services. Trade and other payables are stated at amortised cost.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. GST receivable or GST payable is only recognised once a tax invoice has been issued or received.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 9. Other financial instruments

	2015	2014
	\$000	\$000
<b>Non-current</b>		
Advance to related party	876,911	440,633
Investments carried at cost:		
Investment in related party <sup>(a)</sup>	107,379	107,379
	984,290	548,012
Financial assets carried at fair value:		
Redeemable ordinary shares <sup>(b)</sup>	34,765	34,427
Available-for-sale investments carried at fair value <sup>(c)</sup>	2,511	1,522
	1,021,566	583,961

(a) The investment in related party reflects GasNet Australia Investments Trust's ("GAIT") investment in 100% of the B Class units in GasNet A Trust. The B Class units give GAIT preferred rights to the income and capital of GasNet A Trust, but hold no voting rights. The A Class unitholder may however suspend for a period or terminate all of the B Class unitholder rights to income and capital. As such, GAIT neither controls nor has a significant influence over GasNet A Trust. GasNet Australia Trust, a related party wholly owned by APA Group, owns 100% of the A Class units in GasNet A Trust and, accordingly, GasNet A Trust is included in the consolidation of the APA Group. The investment has not been measured at fair value as the units of GasNet A Trust are not available for trade on an active market and as such, the fair value of the units cannot be reliably determined. The Consolidated Entity does not intend to dispose of its interest in GasNet A Trust.

(b) Financial assets carried at fair value relate to APA Group's 19.9% investment in Energy Infrastructure Investments Pty Ltd where Australian Pipeline Limited (APL), as Responsible Entity for APTIT, acquired the redeemable ordinary shares. This investment is classified as fair value through profit or loss

(c) Available-for-sale investments reflect a 6% unitholding in Ethane Pipeline Income Financing Trust.

Financial assets are classified into the following specified categories: 'available-for-sale' financial assets, 'loans and receivables' and 'fair value through profit or loss'.

The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

#### Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, or where appropriate, a shorter period.

#### Fair value through profit or loss

Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset.

#### Available-for-sale financial assets

Financial assets classified as being available-for-sale are stated at fair value. Gains and losses arising from changes in fair value are recognised directly in the available-for-sale investment revaluation reserve.

The available-for-sale investment revaluation reserve arises on the revaluation of available-for-sale financial assets. When a revalued financial asset is sold, the portion of the reserve which relates to that financial asset is effectively realised, and is recognised in profit or loss. When a revalued financial asset is impaired, the portion of the reserve which relates to that financial asset is recognised in profit or loss.

#### Receivables and loans

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Trade and other receivables are stated at their amortised cost less impairment.

#### Impairment of financial assets

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after initial recognition of the financial asset, the estimated future cash flows of the investment have been adversely impacted.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 10. Financial risk management

The Treasury department within Finance is responsible for the overall management of the Consolidated Entity's capital raising activities, liquidity, lender relationships and engagement, debt portfolio management, interest rate and foreign exchange hedging, credit rating maintenance and third party indemnities (bank guarantees) within risk management parameters reviewed by the Board. The Audit and Risk Management Committee approves written principles for overall risk management, as well as policies covering specific areas such as liquidity and funding risk, foreign currency risk, interest rate risk, credit risk, contract and legal risk and operational risk. The Consolidated Entity's Board of Directors ensures there is an appropriate Risk Management Policy for the management of treasury risk and compliance with the policy through monthly reporting from the Treasury department.

The Consolidated Entity's activities generate financial instruments comprising of cash, receivables, payables and interest bearing liabilities which expose it to various risks as summarised below:

- (a) Market risk including currency risk, interest rate risk and price risk;
- (b) Credit risk; and
- (c) Liquidity risk.

Treasury as a centralised function provides the Consolidated Entity with the benefits of efficient cash utilisation, control of funding and its associated costs, efficient and effective management of aggregated financial risk and concentration of financial expertise, at an acceptable cost, and minimises risks through the use of natural hedges and derivative instruments. The Consolidated Entity does not engage in speculative trading. All derivatives have been traded to hedge underlying or existing exposures and have adhered to the Board approved Treasury Risk Management Policy.

#### (a) Market risk

The Consolidated Entity's activities exposure is primarily to the financial risk of changes in interest rates and price risk from its investment in Ethane Pipeline Income Financing Trust. There has been no change to the Consolidated Entity's exposure to market risk or the manner in which it manages and measures the risk from the previous period.

#### Interest rate sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to interest rates on loans with related parties. A 100 basis points increase or decrease is used and represents management's assessment of the greatest possible change in interest rates. At reporting date, if interest rates had been 100 basis points higher or lower and all other variables were constant, the Consolidated Entity's net profit would increase by \$3,335,000 or decrease by \$1,090,000 (2014: increase by \$1,145,000 or decrease by \$1,090,000 respectively). This is mainly attributable to the Consolidated Entity's exposure to interest rates on its variable rate inter-entity balances and the fair value movement on the ROS. The sensitivity has increased due to higher inter-entity balances resulting in interest income sensitivity which is greater than the ROS sensitivity.

#### Price sensitivity

The sensitivity analysis below has been determined based on the exposure to price risks at the reporting date. At the reporting date, if the prices of the Consolidated Entity's investment in Ethane Pipeline Income Financing Trust had been 5 percent p.a. higher or lower:

- net profit would have been unaffected as the investment is classified as available-for-sale and no investments were disposed of or impaired (2014: \$nil); and
- equity reserves would decrease/increase by \$1,000 (2014: \$32,000), due to the changes in the fair value of the available-for-sale investment.

The Consolidated Entity's analysis of its exposure to price risk from its investment has declined during the current period compared to the prior period. This outcome is largely a result of the decrease in the price volatility, relative to the market, of the investment in the stapled security of Ethane Pipeline Income Financing Trust.

#### (b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Consolidated Entity. The Consolidated Entity has adopted the policy of only dealing with creditworthy counterparties and obtaining sufficient collateral or bank guarantees where appropriate as a means of mitigating any risk of loss. For financial investments or market risk hedging, the Consolidated Entity's policy is to only transact with counterparties that have a credit rating of A - (Standard & Poor's)/A3 (Moody's) or higher unless specifically approved by the Board. Where a counterparty's rating falls below this threshold following a transaction(s), no other transaction(s) can be executed with that counterparty until the exposure is sufficiently reduced or their credit rating is upgraded above the Consolidated Entity's minimum threshold. The Consolidated Entity's exposure to financial instrument and deposit credit risk is closely monitored against counterparty credit limits imposed by the Treasury Risk Management Policy approved by the Board. These limits are regularly reviewed by the Board.

The carrying amount of financial assets recorded in the financial statements, net of any allowances, represents the Consolidated Entity's maximum exposure to credit risk in relation to those assets.



## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

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### 10. Financial risk management (continued)

#### (c) Liquidity risk

The Consolidated Entity's exposure to liquidity risk is limited to trade payables of \$49,000 (2014: \$11,000), all of which are due in less than 1 year (2014: less than 1 year).

#### (d) Fair value of financial instruments

The Consolidated Entity has financial instruments that are carried at fair value in the statement of financial position. The best evidence of fair value is quoted prices in an active market. If the market for a financial instrument is not active, the Consolidated Entity determines fair value by using various valuation models. The objective of using a valuation technique is to establish the price that would be received to sell an asset or paid to transfer a liability between market participants. The chosen valuation models make maximum use of market inputs and rely as little as possible on entity specific inputs. The fair values of all positions include assumptions made as to the recoverability based on the counterparty's and the Consolidated Entity's credit risk.

#### Fair value measurements recognised in the statement of financial position

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There have been no transfers between the levels during 2015 (2014: none). Transfers between levels of the fair value hierarchy occur at the end of the reporting period. Transfers between level 1 and level 2 are triggered when there are quoted prices available in active markets. Transfers into level 3 are triggered when the observable inputs become no longer observable, or vice versa for transfer out of level 3.

#### Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis

The fair values of financial assets and financial liabilities are measured at the end of each reporting period and determined as follows:

#### Available-for-sale listed equity securities

- the fair values of available-for-sale financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices; and
- these instruments are classified in the fair value hierarchy at level 1.

#### Unlisted redeemable ordinary shares

The financial statements include redeemable ordinary shares ("ROS") held in an unlisted entity which are measured at fair value (Note 9). The fair market value of the ROS is derived from a binomial tree model, which includes some assumptions that are not able to be supported by observable market prices or rates. The model maps different possible valuation paths of three distinct components:

- value of the debt component;
- value of the ROS discretionary dividends; and
- value of the option to convert to ordinary shares.

In determining the fair value, the following assumptions were used:

- the risk adjusted rate for the ROS is estimated as the required rate of return based on projected cash flows to equity at issuance assuming the ROS price at issuance (\$0.99) and the ordinary price at issuance (\$0.01) are at their fair value;
- the risk free rate of return is 2.13% (2014: 2.93%) per annum and is based upon an interpolation of the three and five year Government bond rates at the valuation date;
- the ROS discretionary dividends are estimated based on an internal forecasted cash flow model;
- the value of the option to convert is deemed to be zero (2014: zero). For conversion to occur, a number of conditions must be met. At the reporting date, it was deemed highly unlikely these conditions would occur based on an internal forecasting model; and
- these instruments are classified in the fair value hierarchy at level 3.

The fair value is impacted by the following unobservable inputs:

- an increase in the discount rate will result in a decrease in the fair value;
- an increase in discretionary dividends will result in a increase in the fair value; and
- meeting conditions to trigger the conversion of the option would result in an increase in the fair value.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 10. Financial risk management (continued)

#### (d) Fair value of financial instruments (continued)

##### Fair value hierarchy

2015	Level 1 \$000	Level 2 \$000	Level 3 \$000	Total \$000
<b>Financial assets measured at fair value (Note 9)</b>				
Available-for-sale listed equity securities				
Ethane Pipeline Income Fund	2,511	-	-	2,511
Unlisted redeemable ordinary shares				
Energy Infrastructure Investments	-	-	34,765	34,765
	2,511	-	34,765	37,276

#### 2014

##### Financial assets measured at fair value (Note 9)

Available-for-sale listed equity securities				
Ethane Pipeline Income Fund	1,522	-	-	1,522
Unlisted redeemable ordinary shares				
Energy Infrastructure Investments	-	-	34,427	34,427
	1,522	-	34,427	35,949

##### Reconciliation of Level 3 fair value measurements of financial assets

	Fair value through Profit or Loss	
	2015 \$000	2014 \$000
Opening balance	34,427	34,807
Total gains or losses:		
- in profit or loss: Interest - related parties	3,522	4,245
- in profit or loss: (Loss)/gain on financial asset held at fair value through profit or loss	70	(342)
Distributions	(3,254)	(4,283)
Closing balance	34,765	34,427

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Capital Management

### 11. Issued capital

	2015		2014	
	No. of units		No. of units	
	000	\$000	000	\$000
1,114,307,369 units, fully paid (2014: 835,750,807 units, fully paid) <sup>(a)</sup>				
		<b>1,005,086</b>		576,172
	<b>2015</b>	<b>2015</b>	2014	2014
	<b>No. of units</b>		<b>No. of units</b>	
	<b>000</b>	<b>\$000</b>	<b>000</b>	<b>\$000</b>
<b>Movements</b>				
Balance at beginning of financial year	<b>835,751</b>	<b>576,172</b>	835,751	578,780
Issue of units under entitlement offer	<b>278,556</b>	<b>438,351</b>	-	-
Capital distributions paid (Note 6)	-	-	-	(2,608)
Issue cost of units	-	<b>(9,437)</b>	-	-
Balance at end of financial year	<b>1,114,307</b>	<b>1,005,086</b>	835,751	576,172

(a) Fully paid units carry one vote per unit and carry the right to distributions. New units issued under the entitlement offer were not eligible for the FY2015 interim distribution, but otherwise rank equally with existing units from allotment.

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to issued capital from 1 July 1998. Therefore, the Trust does not have a limited amount of authorised capital and issued securities do not have a par value.

## Group Structure

### 12. Subsidiaries

Name of entity	Country of registration	Ownership interest	
		2015	2014
		%	%
<b>Parent entity</b>			
APT Investment Trust			
<b>Controlled entity</b>			
GasNet Australia Investments Trust	Australia	<b>100</b>	100

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Other

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### 13. Commitments and contingencies

The Consolidated Entity had no material contingent assets, liabilities and commitments as at 30 June 2015 and 30 June 2014.

### 14. Director and senior executive remuneration

#### Directors remuneration

The aggregate remuneration made to Directors of the Consolidated Entity is set out below:

	2015	2014
	\$	\$
Short-term employment benefits	1,268,500	1,181,281
Post-employment benefits	132,105	119,735
<b>Total Remuneration: Non-Executive Directors</b>	<b>1,400,605</b>	<b>1,301,016</b>
Short-term employment benefits	3,109,447	2,868,962
Post-employment benefits	35,000	25,000
Cash settled security-based payments	1,564,212	1,301,316
Total Remuneration: Executive Director <sup>(a)</sup>	4,708,659	4,195,278
<b>Total Remuneration: Directors</b>	<b>6,109,264</b>	<b>5,496,294</b>

#### Senior executive remuneration<sup>(a)</sup>

The aggregate remuneration made to senior executives of the Consolidated Entity is set out below:

Short-term employment benefits	9,977,891	9,060,314
Post-employment benefits	258,778	192,775
Cash settled security-based payments	4,242,640	3,410,484
Retention award	430,666	550,667
	<b>14,909,975</b>	<b>13,214,240</b>

(a) The remuneration for the Chief Executive Officer and Managing Director, Michael McCormack, is also included in the remuneration disclosure for senior executives.

### 15. Remuneration of external auditor

	2015	2014
	\$	\$
<b>Amounts received or due and receivable by Deloitte Touche Tohmatsu for:</b>		
Auditing the financial report	11,211	12,322

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Other

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### 16. Related party transactions

#### Equity interest in related parties

Details of the percentage of ordinary securities held in subsidiaries are disclosed in Note 12.

#### Responsible Entity – Australian Pipeline Limited

The Responsible Entity is wholly owned by APT Pipelines Limited (2014: 100% owned by APT Pipelines Limited).

#### Transactions with related parties within the Consolidated Entity

During the financial year, the following transactions occurred between the Trust and its other related parties:

- loans advanced and payments received on long-term inter-entity loans; and
- payments of distributions.

All transactions between the entities that comprise the Consolidated Entity have been eliminated on consolidation.

Refer to Note 12 for details of the entities that comprise the Consolidated Entity.

#### Transactions with other related parties

APTIT and its controlled entities have a number of loan receivable balances with another entity in APA. These loans have various terms; however, they can be repayable on agreement of the parties. Interest is recognised by applying the effective interest method, agreed between the parties at the end of each month and is determined by reference to market rates.

The following balances arising from transactions between APTIT and its other related parties are outstanding at reporting date:

- current receivables totalling \$701,000 are owing from a subsidiary of APT for amounts due under a finance lease arrangement (2014: \$670,000);
- non-current receivables totalling \$9,951,000 are owing from a subsidiary of APT for amounts due under a finance lease arrangement (2014: \$10,623,000); and
- non-current receivables totalling \$876,911,000 (2014: \$440,633,000) are owing from a subsidiary of APT for amounts due under inter-entity loans.

#### Australian Pipeline Limited

Management fees of \$820,000 (2014: \$753,000) were paid to the Responsible Entity as reimbursement of costs incurred on behalf of APTIT. No amounts were paid directly by APTIT to the Directors of the Responsible Entity.

#### Australian Pipeline Trust

Management fees of \$820,000 (2014: \$753,000) were reimbursed by APT.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Other

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##### 17. Parent entity information

The accounting policies of the parent entity, which have been applied in determining the financial information below, are the same as those applied in the consolidated financial statements.

	2015	2014
	\$000	\$000
<b>Financial position</b>		
<b>Assets</b>		
Current assets	701	670
Non-current assets	1,031,517	594,584
<b>Total assets</b>	<b>1,032,218</b>	<b>595,254</b>
<b>Liabilities</b>		
Current liabilities	49	11
<b>Total liabilities</b>	<b>49</b>	<b>11</b>
<b>Net Assets</b>	<b>1,032,169</b>	<b>595,243</b>
<b>Equity</b>		
Issued capital	1,005,086	576,172
Retained earnings	26,488	19,465
Reserves		
Available-for-sale investment revaluation reserve	595	(394)
<b>Total equity</b>	<b>1,032,169</b>	<b>595,243</b>
<b>Financial performance</b>		
Profit for the year	46,348	38,706
Other comprehensive income	989	(861)
<b>Total comprehensive income</b>	<b>47,337</b>	<b>37,845</b>

##### Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

No guarantees have been entered into by the parent entity in relation to the debts of its subsidiaries.

##### Contingent liabilities of the parent entity

No contingent liabilities have been identified in relation to the parent entity.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

## Other

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### 18. Leases

	2015	2014
	\$000	\$000
<b>Finance leases</b>		
<b>Leasing arrangements - receivables</b>		
Finance lease receivables relate to the lease of a pipeline lateral.		
There are no contingent rental payments due.		
<b>Finance lease receivables</b>		
Not longer than 1 year	1,167	1,167
Longer than 1 year and not longer than 5 years	4,669	4,669
Longer than 5 years	8,171	9,338
Minimum future lease payments receivable <sup>(a)</sup>	<b>14,007</b>	15,174
Gross finance lease receivables	<b>14,007</b>	15,174
Less: unearned finance lease receivables	<b>(3,386)</b>	(3,912)
Present value of lease receivables	<b>10,621</b>	11,262
Included in the financial statements as part of:		
Current receivables (Note 7)	670	639
Non-current receivables (Note 7)	9,951	10,623
	<b>10,621</b>	11,262

(a) Minimum future lease payments receivable include the aggregate of all lease payments receivable and any guaranteed residual.

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to the ownership of the leased asset to the lessee. All other leases are classified as operating leases.

#### Consolidated Entity as lessor

Amounts due from a lessee under a finance lease are recorded as receivables. Finance lease receivables are initially recognised at the amount equal to the present value of the minimum lease payments receivable plus the present value of any unguaranteed residual value expected to accrue at the end of the lease term. Finance lease receipts are allocated between interest revenue and reduction of the lease receivable over the term of the lease in order to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

## APT Investment Trust

### Notes to the consolidated financial statements (continued)

For the financial year ended 30 June 2015

#### Other items

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#### 19. Adoption of new and revised Accounting Standards

##### (a) Standards and Interpretations affecting amounts reported in the current period (and/or prior periods)

There has not been any new or revised Standards and Interpretations issued by the AASB that are relevant to the consolidated entity's operations that would be effective for the current reporting period.

##### (b) Standards and Interpretations issued not yet adopted

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were on issue but not yet effective.

<b>Standard/Interpretation</b>	<b>Effective for annual reporting periods beginning on or after</b>	<b>Expected to be initially applied in the financial year ending</b>
• AASB 9 'Financial Instruments', and the relevant amending standards	1 January 2018	30 June 2019
• AASB 15 'Revenue from Contracts with Customers' and AASB 2014-5 'Amendments to Australian Accounting Standards arising from AASB 15'	1 January 2017 <sup>(a)</sup>	30 June 2018 <sup>(a)</sup>

(a) The International Accounting Standards Boards has deferred the implementation to periods commencing on or after 1 January 2018. This deferral is expected to be adopted by the AASB in due course.

The potential impact of the initial application of the Standards above is yet to be determined.

#### 20. Events occurring after reporting date

On 26 August 2015, the Directors declared a final distribution for the 2015 financial year of 2.38 cents per unit (\$26.5 million). The distribution represents a 2.38 cents per security unfranked profit distribution and nil cents per security capital distribution. The distribution will be paid on 16 September 2015.

Other than the events disclosed above, there have not been any events or transactions that have occurred subsequent to year end that would require adjustment to or disclosure in the accounts.



**APT Investment Trust**  
**Declaration by the Directors of Australian Pipeline Limited**  
**For the financial year ended 30 June 2015**

The Directors declare that:


- (a) in the Directors' opinion, there are reasonable grounds to believe that APT Investment Trust will be able to pay its debts as and when they become due and payable;
- (b) in the Directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with Accounting Standards and giving a true and fair view of the financial position and performance of the Consolidated Entity;
- (c) in the Directors' opinion, the financial statements and notes thereto are in accordance with International Financial Reporting Standards as stated in Note 2 to the financial statements; and
- (d) the Directors have been given the declarations by the Managing Director and Chief Financial Officer required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of the Directors of the Responsible Entity made pursuant to section 295(5) of the Corporations Act 2001.

On behalf of the Directors



Leonard Bleasel AM  
**Chairman**



Robert Wright  
**Director**

SYDNEY, 26 August 2015

The Directors  
Australian Pipeline Limited as responsible entity for  
APT Investment Trust  
HSBC Building  
Level 19, 580 George Street  
Sydney NSW 2000

26 August 2015

Dear Directors

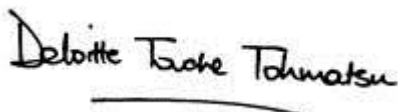
**Auditor's Independence Declaration to Australian Pipeline Limited as responsible entity for  
APT Investment Trust**

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Australian Pipeline Limited as responsible entity for APT Investment Trust.

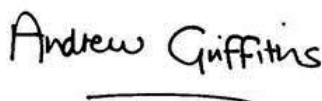
As lead audit partner for the audit of the financial statements of APT Investment Trust for the financial year ended 30 June 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours sincerely



DELOITTE TOUCHE TOHMATSU



A V Griffiths  
Partner  
Chartered Accountants

## **Independent Auditor's Report to the Unitholders of APT Investment Trust**

We have audited the accompanying financial report of APT Investment Trust, which comprises the statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity, comprising the Trust and the entities it controlled at the year's end or from time to time during the financial year as set out on pages 7 to 27.

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

The directors of Australian Pipeline Limited are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards.

### *Auditor's Responsibility*

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control, relevant to the entity's preparation of the financial report that gives a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

# Deloitte.

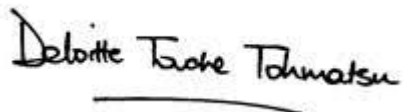
## *Auditor's Independence Declaration*

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

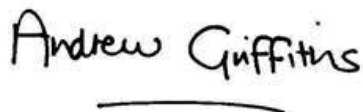
## *Opinion*

In our opinion:

- (a) the financial report of APT Investment Trust is in accordance with the *Corporations Act 2001*, including:
  - (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
  - (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001* ; and
- (b) the financial statements also comply with International Financial Reporting Standards as disclosed in Note 2.



DELOITTE TOUCHE TOHMATSU



A V Griffiths  
Partner  
Chartered Accountants  
Sydney, 26 August 2015