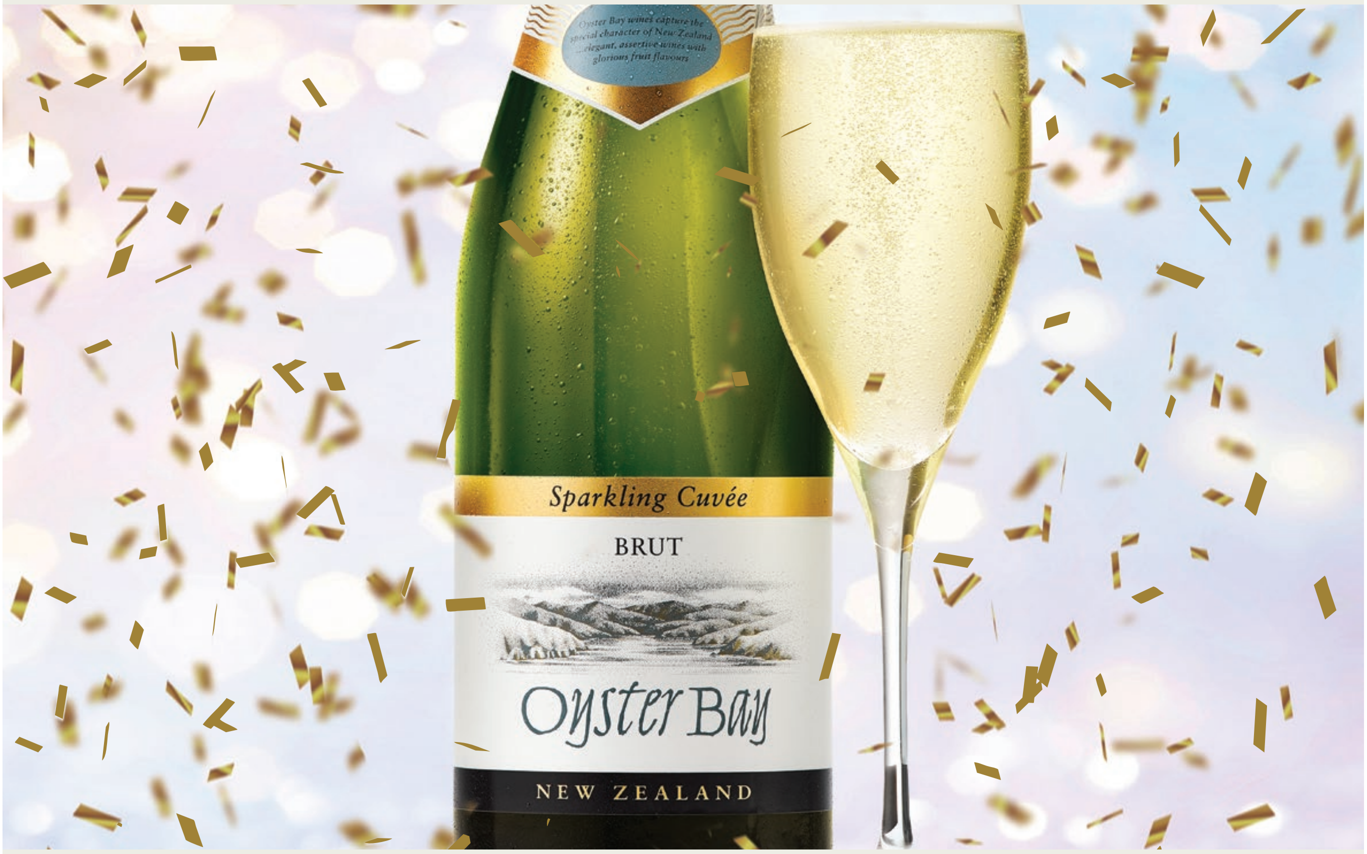
EST 1947

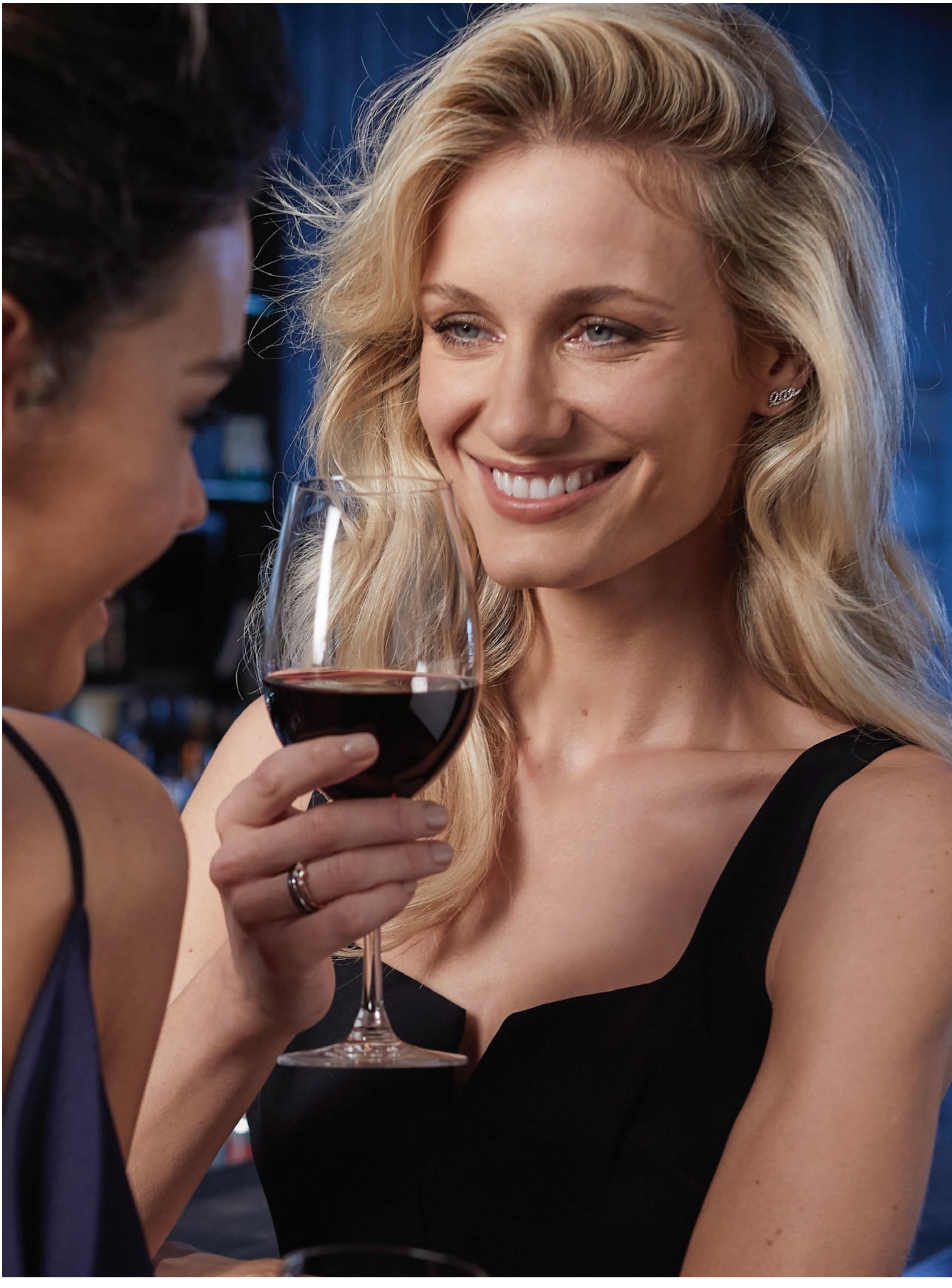
DELEGAT

CELEBRATING YET ANOTHER YEAR OF RECORD GROWTH.



And being another year closer to realising our vision of becoming one of the world's leading Super Premium wine companies.

DELEGAT GROUP LIMITED ANNUAL REPORT · 2019



Last year

180 million

glasses of our wine were enjoyed by wine lovers around the world.

CONTENTS

PERFORMANCE HIGHLIGHTS · 2019

Record global case sales of

3,008,000

up 10%.

Record Operating NPAT[1] of

$51.4 million

up 14%.

Record Operating Revenue

$278 million

up 9%.

Strong cash flows from operations of

$55.4 million

Gold at international wine competitions and awarded

Most Admired Brand

by Drinks International.

1. Operating Performance is a non-GAAP measure and as such does not have a standardised meaning prescribed by GAAP. It may therefore not be comparable to non-GAAP measures presented by other entities.

FINANCIAL HIGHLIGHTS · 2019

YEAR ENDED 30 JUNE	2015	2016	2017	2018	2019
Case Sales (000s)	2,210	2,411	2,656	2,736	3,008
OPERATING PERFORMANCE					
Operating Revenue [9,10] ($m)	200.1	227.1	233.9	255.8	278.0
Operating EBITDA [1,2] ($m)	70.0	73.0	81.1	89.6	99.3
Operating EBIT [3,4] ($m)	56.4	60.3	67.3	74.5	83.7
Operating EBIT % of Revenue [10]	28%	27%	29%	29%	30%
Operating NPAT [5,6] ($m)	33.7	36.2	38.5	44.9	51.4
Operating NPAT % of Revenue [10]	17%	16%	16%	18%	18%
REPORTED PERFORMANCE					
Revenue [10] ($m)	200.1	231.7	235.3	255.8	278.0
EBITDA [1] ($m)	47.8	89.5	84.1	92.2	93.6
EBIT [3] ($m)	34.2	76.8	70.3	77.1	78.0
EBIT % of Revenue [10]	17%	33%	30%	30%	28%
NPAT [5] ($m)	17.9	48.1	40.7	46.8	47.4
NPAT % of Revenue [10]	9%	21%	17%	18%	17%
EPS [8]	17.7c	47.6c	40.2c	46.3c	46.8c
Net Assets [7] ($m)	245.4	280.0	307.1	343.2	374.5
Total Assets ($m)	520.2	640.0	658.8	708.9	734.1

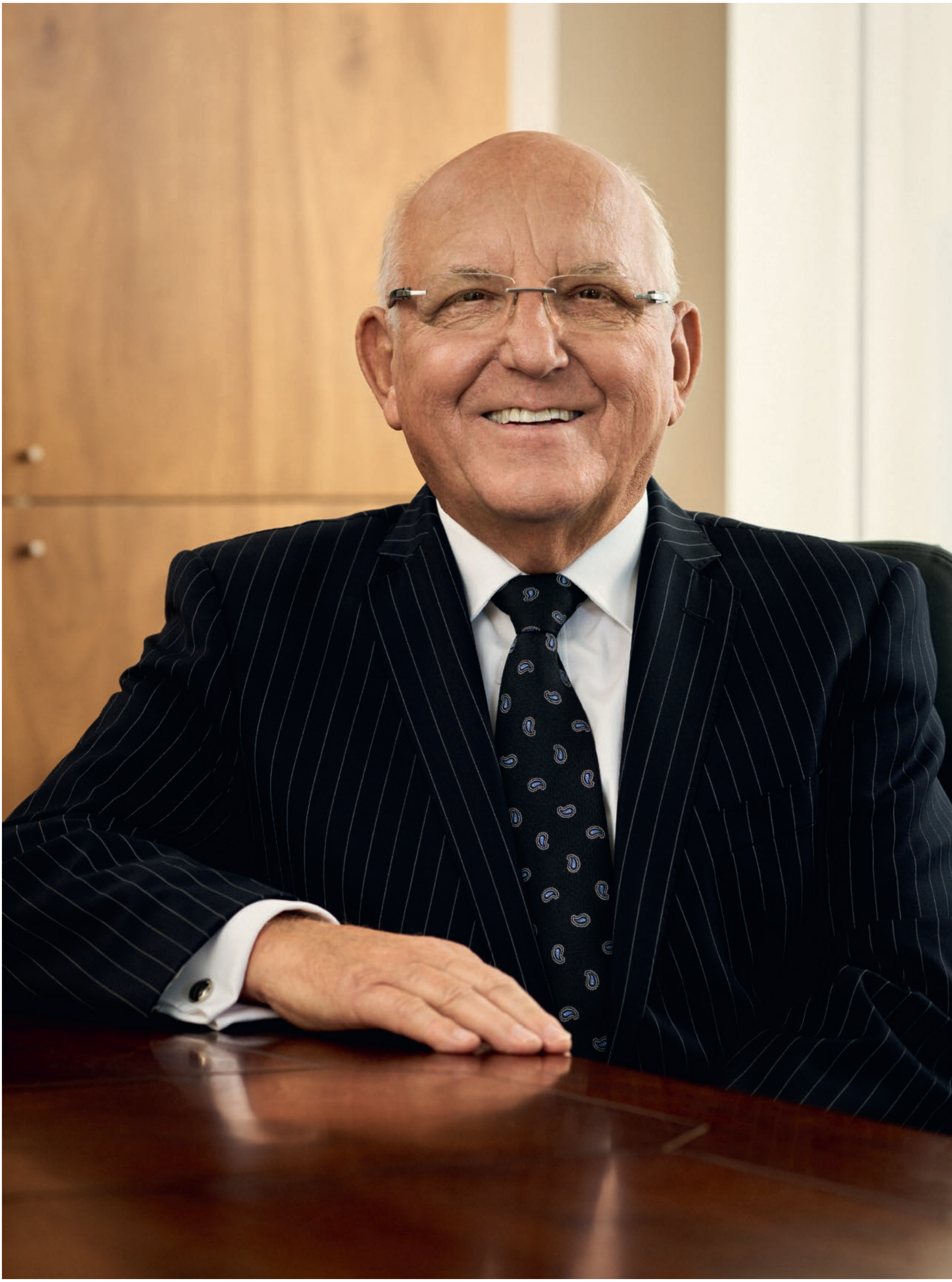
Notes:
1. EBITDA means earnings before interest, tax, depreciation and amortisation.
2. Operating EBITDA means EBITDA before NZ IFRS fair value adjustments.
3. EBIT means earnings before interest and tax.
4. Operating EBIT means EBIT before NZ IFRS fair value adjustments.
5. NPAT means net profit after tax attributable to ordinary Shareholders.
6. Operating NPAT means NPAT before NZ IFRS fair value adjustments after tax.
7. Net Assets means total assets less total liabilities.
8. EPS means earnings per share and is calculated on NPAT for the year divided by the weighted average number of ordinary shares on issue. The weighted average number of shares on issue was 101,080,000 in 2015, and 101,130,000 in 2016, 2017, 2018 and 2019.
9. Operating Revenue is before fair value movements on derivative instruments (if gains).
10. Operating Revenue and Reported Revenue for the years ended 30 June 2015, 2016, 2017 and 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

NOTICE OF MEETING

The Annual Meeting of Shareholders will be held at 2pm on Tuesday 3 December 2019 in the Boulevard Room, Sofitel Auckland Viaduct Harbour, 21 Viaduct Harbour Avenue, Auckland. This Annual Report is dated 23 August 2019 and is signed on behalf of the Board by;

JIM DELEGAT
EXECUTIVE CHAIRMAN

JOHN FREEMAN
MANAGING DIRECTOR



EXECUTIVE CHAIRMAN'S REPORT · 2019

"Delegat is a unique wine industry success story within the fast growing global Super Premium wine market."

JIM DELEGAT EXECUTIVE CHAIRMAN

On behalf of the Board of Directors of Delegat Group Limited, I am pleased to present its operating and financial results for the year ended 30 June 2019, which has been a very successful financial year for the Group. The Group has achieved a significant milestone of global case sales exceeding 3 million cases for the first time and reporting another record profit as we continue our journey building a leading global Super Premium wine company. We are now one of the largest and most successful wine companies in Australasia, recognised both globally and within New Zealand for our positive and meaningful contribution to the wine industry.

PERFORMANCE HIGHLIGHTS

- ***Record global case sales of 3,008,000, up 10%.***
- ***Record operating NPAT of $51.4 million, up 14%.***
- ***Strong operating cash from operations of $55.4 million.***
- ***Recognition of Oyster Bay as one of the world's most admired wine brands.***

The Group presents its financial statements in accordance with the New Zealand equivalents to International Financial Reporting Standards (NZ IFRS).

To provide further insight into the Group's underlying operational performance, the Group has also included in this report an Operating Performance Report. This Operating Performance Report excludes the impact of fair value adjustments required under NZ IFRS for grapes and derivative instruments. As a fully integrated winemaking and sales operation, Operating Profit includes the fair value adjustment in respect of grapes when packaged wine is sold, and the fair value adjustment on derivative instruments when these foreign exchange contracts and interest rate swaps are realised.

The Group has included a reconciliation of Operating Profit to Reported Profit which eliminates from each line in the Statement of Financial Performance all fair value adjustments[1].

[1] Operating Performance is a non-GAAP measure and as such does not have a standardised meaning prescribed by GAAP. It may therefore not be comparable to non-GAAP measures presented by other entities. The Executive Chairman and Managing Director's Reports are read by the auditors as part of their responsibilities in respect of other information as disclosed in their audit report.

OPERATING PERFORMANCE

A record operating NPAT of $51.4 million was generated compared to $44.9 million last year. Operating EBIT of $83.7 million is $9.2 million higher than last year. Operating expenses at $55.4 million are in line with last year.

Delegat achieved Operating Revenue of $278.0 million on global case sales of 3,008,000 in the year. Revenue is up $22.2 million on last year, due to a 10% increase in global case sales, price, market and product mix changes and the favourable impact of foreign exchange rate changes.

The Group's case sales performance and foreign currency rates achieved are detailed in table 2.

NZ IFRS FAIR VALUE ADJUSTMENTS

In accordance with NZ IFRS the Group is required to account for certain assets at 'fair value' rather than at historic cost. All movements in these fair values are reflected in and impact the Statement of Financial Performance. The Group records adjustments in respect of two significant items at the year-end as detailed in table 3.

- Harvest Provision Release (Grapes) – Inventory is valued at market value, rather than costs incurred, at harvest. Any fair value adjustment is excluded from Operating Performance for the year, by creating a Harvest Provision. This Harvest Provision is then released through Cost of Sales when inventory is sold in subsequent years. This represents the reversal of prior periods' fair value adjustments in respect of biological produce as finished wine is sold in subsequent years. In 2019, the market value of the company grapes exceeded the costs incurred by $14.0 million (2018: $21.7 million). This write-up is lower than last year due to a lower yielding 2019 vintage. This write-up, less the impact of prior years' vintages being sold, has resulted in a net write-down of $4.2 million for the year (2018: write-up of $5.5 million);

Table 1 **Operating Performance**

NZ$ millions	June 2019 Actual	June 2018 Actual Restated*	% change vs 2018
Operating Revenue[1]	278.0	255.8	9%
Operating Gross Profit[2]	**139.1**	**130.3**	**7%**
Operating Gross Margin	50%	51%	
Operating Expenses[3]	(55.4)	(55.8)	1%
Operating EBIT[4]	**83.7**	**74.5**	**12%**
Operating EBIT % of Revenue	30%	29%	
Interest and Tax	(32.3)	(29.6)	-9%
Operating NPAT[4]	**51.4**	**44.9**	**14%**
Operating NPAT % of Revenue	18%	18%	
Operating EBITDA[4]	**99.3**	**89.6**	**11%**
Operating EBITDA % of Revenue	36%	35%	

Notes:
1. Operating Revenue is before fair value movements on derivative instruments (if gains).
2. Operating Gross Profit is before the net fair value movements on biological produce (harvest adjustment) and the NZ IFRS adjustments excluded in Note 1.
3. Operating Expenses are before fair value movements on derivative instruments (if losses).
4. Operating EBIT, EBITDA and NPAT are before any fair value adjustments.

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

- Derivative Instruments held to hedge the Group's foreign currency and interest rate exposure. The mark-to-market movement of these instruments at balance date resulted in a fair value write-down of $1.5 million (2018: write-down of $2.9 million);

These adjustments, net of taxation, amount to a write-down of $4.0 million for the year (2018: write-up of $1.9 million).

RECONCILIATION OF REPORTING TO OPERATING PERFORMANCE

Accounting for all fair value adjustments under NZ IFRS, the Group's reported audited financial performance for the year ended 30 June 2019 is reconciled to operating profit as detailed in table 4.

CASH FLOW

The Group generated Cash Flows from Operations of $55.4 million in the current year, which is a decrease of $2.3 million on the previous year, primarily due to an increase in tax payments. A total of $32.6 million was paid for additional property, plant and equipment during the year, including vineyard and winery developments. The Group distributed $15.2 million to shareholders in dividends. A net repayment of $6.3 million was made to reduce borrowings during the year.

The Group refinanced a $330.0 million syndicated senior debt facility and is well positioned to fund both its current operations as well as future capital investment in both New Zealand and Australia. The Group's net debt at 30 June 2019 amounted to $270.3 million, a decrease of 4% compared to last year.

DIVIDENDS

The Directors consider that the underlying operational performance and continued strong cash flows justify an increase in dividends this year. Accordingly, the Directors are pleased to advise they have approved a fully imputed dividend payout of 17.0 cents per share. The dividend will be paid on 11 October 2019 to Shareholders on record at 27 September 2019.

Table 2 **Case Sales and Foreign Currency**

Case Sales (000s)	June 2019 Actual	June 2018 Actual Restated*	% change vs 2018
UK, Ireland and Europe	896	687	30%
North America (USA and Canada)	1,332	1,250	7%
Australia, NZ and Asia Pacific	780	799	-2%
Total Cases	**3,008**	**2,736**	**10%**
Foreign Currency Rates			
GB£	0.5146	0.5349	4%
AU$	0.9320	0.9181	-2%
US$	0.6774	0.7037	4%
CA$	0.8888	0.9041	2%

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

INVESTING FOR GROWTH

The record results achieved in 2019 are testament to the strength of the Group's business model as we continue to invest for growth.

Delegat is investing to support its strategic goal building a leading global Super Premium wine company. During the year under review $32.9 million was invested in growth assets including development of the Group's wineries, land acquisition and vineyard development in New Zealand and the Barossa Valley.

Delegat will invest an additional $43.3 million in 2020 to provide earnings growth in the years ahead. This capital investment supports the Group's plan to grow sales to 3,651,000 cases by 2022 and will provide for further growth beyond that period.

OUR GREAT WINE PEOPLE

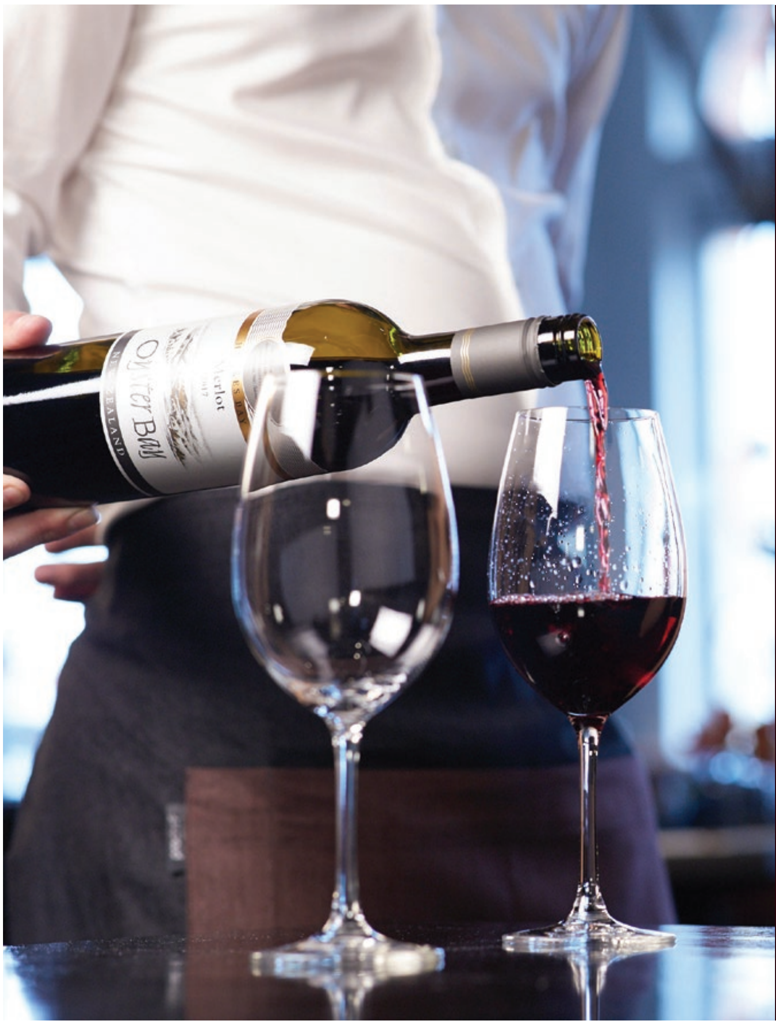
The Board would like to take this opportunity to acknowledge our Delegat Great Wine People around the world. Our global team have once again shown great resolve and set new performance records on our journey building a leading global Super Premium wine company. It is inspiring to work with such a talented team who are committed to winning together.

JIM DELEGAT EXECUTIVE CHAIRMAN

Table 3 **Impact of Fair Value Adjustments**

NZ$ millions	June 2019 Actual	June 2018 Actual	% change vs 2018
Operating NPAT	**51.4**	**44.9**	**14%**
Operating NPAT % of Revenue	18%	18%	
NZ IFRS Fair Value Items			
Biological Produce (Grapes)[1]	(4.2)	5.5	n/m[2]
Derivative Instruments	(1.5)	(2.9)	48%
Total Fair Value Items	**(5.7)**	**2.6**	n/m[2]
Less: Tax	1.7	(0.7)	n/m[2]
Fair Value Items after Tax	**(4.0)**	**1.9**	**n/m[2]**
Reported NPAT	**47.4**	**46.8**	**1%**

Notes:
1. Biological Produce (Grapes) is the difference between market value paid for grapes versus the cost to grow grapes. The Harvest Provision is reversed and only recognised when the finished wine is sold.
2. n/m means not meaningful.



> ***"Our trusted global Super Premium wine brands continue to drive record business performance."***
>
> **JIM DELEGAT EXECUTIVE CHAIRMAN**

Table 4 **Reconciliation of Reporting to Operating Performance**

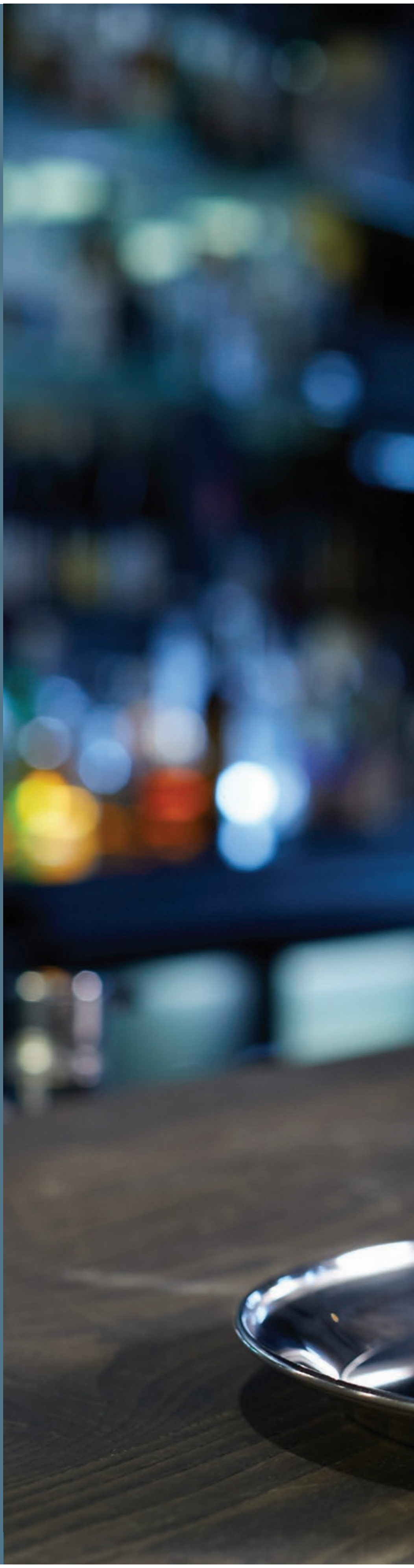
	2019 Actual			2018 Actual Restated*		
NZ$ millions	Operating	Fair Value Adjustment	Reported	Operating	Fair Value Adjustment	Reported
Revenue	278.0	–	278.0	255.8	–	255.8
Cost of Sales	(138.9)	(4.2)	(143.1)	(125.5)	5.5	(120.0)
Gross Profit	**139.1**	**(4.2)**	**134.9**	130.3	5.5	135.8
Operating Expenses	(55.4)	(1.5)	(56.9)	(55.8)	(2.9)	(58.7)
EBIT[1]	**83.7**	**(5.7)**	**78.0**	74.5	2.6	77.1
Interest and Tax	(32.3)	1.7	(30.6)	(29.6)	(0.7)	(30.3)
NPAT[2]	**51.4**	**(4.0)**	**47.4**	44.9	1.9	46.8
EBIT[1]	**83.7**	**(5.7)**	**78.0**	74.5	2.6	77.1
Depreciation	15.6	–	15.6	15.1	–	15.1
EBITDA[3]	**99.3**	**(5.7)**	**93.6**	89.6	2.6	92.2

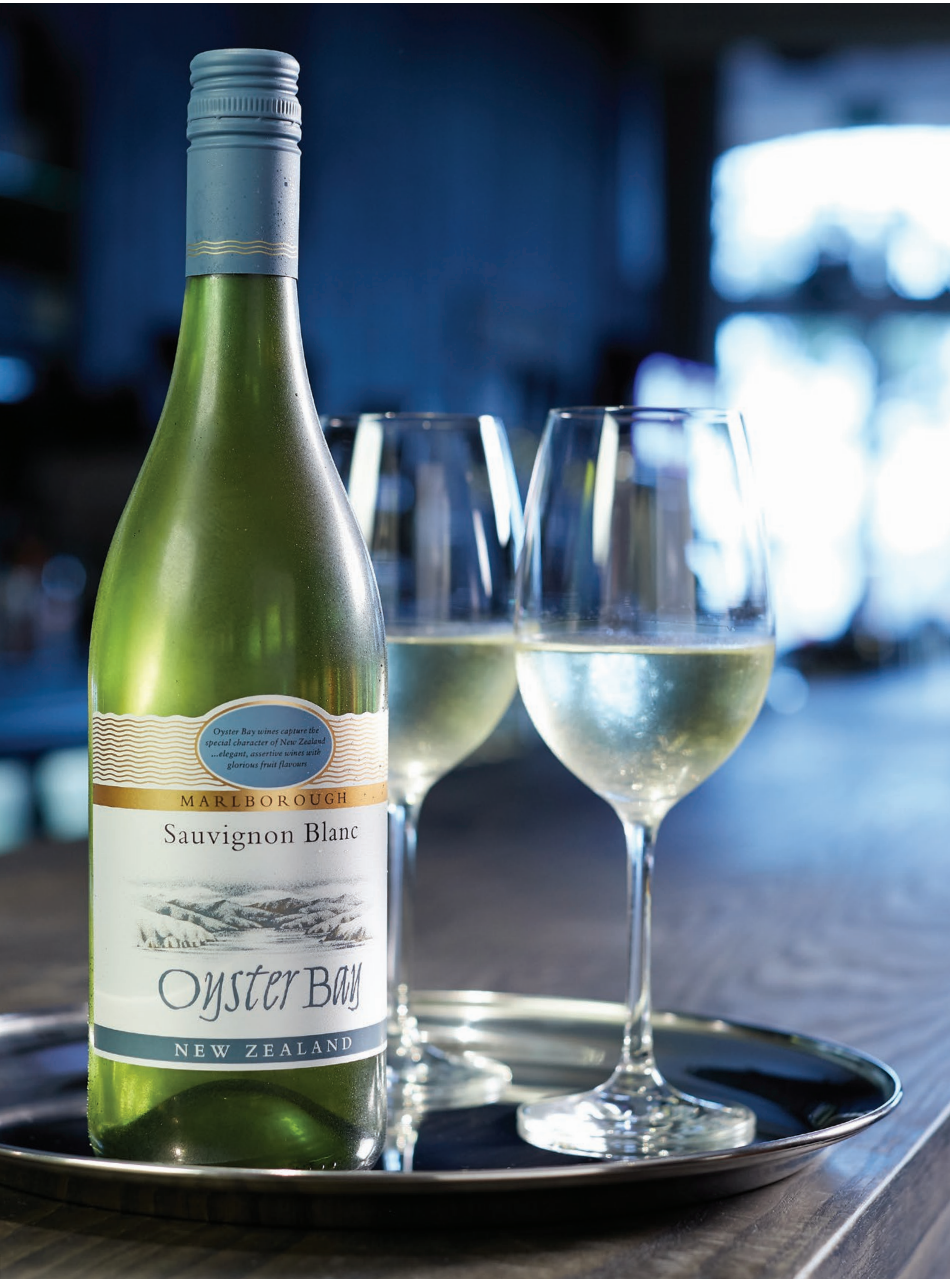
Notes:
1. EBIT means earnings before interest and tax.
2. NPAT means net profit after tax.
3. EBITDA means earnings before interest, tax, depreciation and amortisation.

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

‘Most admired’,
‘Most trusted’, and a ‘Blue Chip Wine Brand’ Oyster Bay is celebrated around the world and our reputation grows as a leading global Super Premium wine company.

1. Most Admired Brands: Drinks International 2019
2. Reader’s Digest: Most Trusted Wine Brand Award 2019
3. New York’s Impact Magazine: Blue Chip Award 2019




Oyster Bay wines capture the special character of New Zealand ...elegant, assertive wines with glorious fruit flavours
MARLBOROUGH
Sauvignon Blanc
Oyster Bay
NEW ZEALAND

MANAGING DIRECTOR'S REPORT · 2019

The 2019 financial year represented a key milestone in our long-term journey building a leading global Super Premium wine company. As outlined in the Executive Chairman's report, the Group achieved record global case sales, record Operating Net Profit after Tax of $51.4 million, and strong net cash flows from operations.

GLOBAL SALES PERFORMANCE

The Group achieved record global case sales of 3,008,000 cases in the year, which is 10% higher than the previous year. Sales continue to be well diversified by market with 44% in North America, 26% in the Australia, New Zealand and Asia Pacific region, and 30% in Europe including the United Kingdom.

The Group has continued to invest in the development of its own successful in-market distribution channels to drive long-term growth. The Group's Sales and Marketing division has in-market sales teams in all major markets, internationally and New Zealand.

AUSTRALIA, NEW ZEALAND AND ASIA PACIFIC

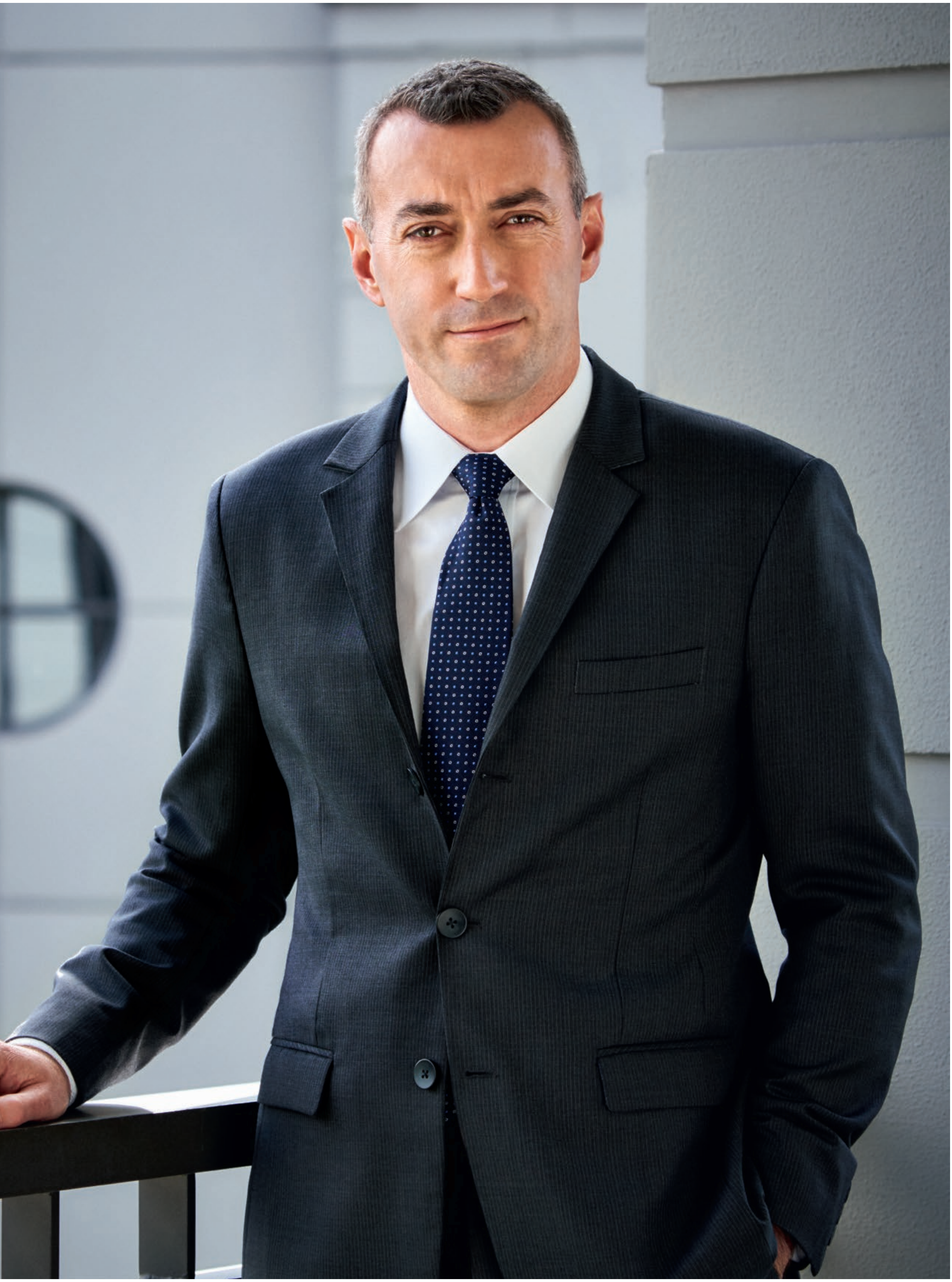
Case sales in the Australia, New Zealand and Asia Pacific remained consistent at 780,000 cases.

In the established New Zealand and Australia markets, Oyster Bay continued to perform strongly as a category leading Super Premium wine brand. In New Zealand, Oyster Bay was voted Most Trusted Wine Brand by consumers in the Reader's Digest 2019 awards. In Australia, Oyster Bay Sauvignon Blanc continues to lead the category as the top selling Sauvignon Blanc and bottled white wine by value.[1] Oyster Bay Pinot Gris and Oyster Bay Rosé both achieved good growth in the region, as did Barossa Valley Estate Grenache Shiraz Mourvèdre.

"This year's record global sales and profit is another milestone on our journey building a leading global Super Premium wine company."

JOHN FREEMAN MANAGING DIRECTOR

1. IRI National Wine MAT To 07.04.19, AUD $13+



“Oyster Bay is now one of the leading Super Premium white wine brands in the USA, the world’s largest wine market.”

JOHN FREEMAN MANAGING DIRECTOR

Table 5 **Group Outlook Case Sales**

Case Sales (000s)	2019 Actual	2020 Forecast	2021 Projection	2022 Projection
Total Cases	**3,008**	**3,240**	**3,419**	**3,651**

During the year the Group experienced very strong growth in China, with sales increasingly being executed through the Tmall online flagship store. The store enables aspirational consumers throughout China to purchase the Group’s brands directly from Delegat. Whilst China is currently a relatively small market for the Group, it continues to represent an important long-term growth opportunity.

NORTH AMERICA

The Group again delivered strong growth in North America, increasing sales volumes by 7% to a record 1,332,000 cases.

In the United States, the Oyster Bay brand continued its strong growth, gaining distribution and rate of sale across multiple channels. The Group’s success is underpinned by its well-established in-market sales team working effectively with leading distributors, retailers and on-premise venues. Oyster Bay Sauvignon Blanc is a top 5 white wine over US$10 by value[2]. The Barossa Valley Estate brand continued to perform well, particularly within the on-premise channel, supporting the Group’s goal of increasing awareness and affinity in this large market for Super Premium wine brands. Highlights included the successful introduction of Oyster Bay Pinot Gris and Oyster Bay Rosé, demonstrating the rare ability of the Oyster Bay brand to achieve success across a range of varietal categories.

The Group continues to build momentum through its expanded distribution arrangements with Southern Glazer’s Wines and Spirits, North America’s largest wine and spirits distributor. The Group’s strong relationships with Southern Glazer’s and our other distribution partners is a key factor driving the long-term success of Oyster Bay and Barossa Valley Estate in the United States.

In Canada, Oyster Bay has delivered consistent strong performance, while maintaining category-leading ranking positions. Oyster Bay continues to be a top 5 Super Premium white wine, and Oyster Bay Pinot Grigio continues to be the number one Pinot Grigio in British Columbia above C$13.[3]

2. AC Nielsen 52 Weeks Ending 18.05.19, $10+
3. SORT/ACD Data MAT to June 2019, $12+

3.7million

litres of our 2019 vintage were produced in our state-of-the-art Hawke's Bay winery.

Delegat Hawke's Bay Winery

UNITED KINGDOM, IRELAND AND EUROPE

The United Kingdom, Ireland and Europe region resulted in a standout year, growing sales by 30% to 895,000 cases, driven by distribution gains and successful promotional programming with key National Account customers. Highlights for the Oyster Bay brand included significant growth within the convenience retail sector. Oyster Bay Sauvignon Blanc, Chardonnay and Merlot continue to be the top selling wines above £8[4] in their individual varietal categories irrespective of origin. Barossa Valley Estate also delivered strong growth during the year, both in retail and in the on-premise channel, supporting further growth in brand awareness and affinity.

In Ireland, Oyster Bay has maintained its Super Premium category leadership position, delivering growth in key retail accounts. Oyster Bay Sauvignon Blanc, Chardonnay, Merlot and Pinot Noir are the top-selling New Zealand wines in their respective varietal categories above €10.[5] Barossa Valley Estate Shiraz and Grenache Shiraz Mourvèdre are the top selling Australian wines in their respective varietal categories above €12.[5]

BRANDS AND COMMUNICATIONS

The Group's goal is to establish Oyster Bay and Barossa Valley Estate as leading brands in the Super Premium wine category globally.

The Group regularly conducts detailed research into the awareness and affinity of its brands amongst premium wine consumers globally, in order to set targets and monitor progress. Marketing programmes are designed to grow consumer awareness and to support distribution and rate of sale growth per point of distribution. Marketing activities are focused on the specific needs of each market and phases of brand development. The group works closely with its retail partners to develop high impact in-store activations. In the consumer environment, the Group uses a mix of media channels both online and offline to attract and engage consumers.

In recognition of its market performance and reputation, Oyster Bay has now been recognised as a Blue Chip Brand by New York's Impact Magazine, a status reserved only for brands of substantial size and sustained over more than ten years. Oyster Bay was also recognised by Impact Magazine as a 'Hot Brand' for the ninth consecutive year, and was again named 'One of the World's Most Admired Wine Brands' by Drinks International Magazine UK.

E&E Black Pepper Shiraz achieved significant growth during the year, securing distribution in a number of elite restaurants and fine wine retailers. E&E Black Pepper Shiraz is one of the defining luxury wines of the Australian wine industry, with a long history of accolades and acclaim. Whilst production of this iconic wine will be kept to a strictly limited volume, the Group is proud to continue offering E&E Black Pepper Shiraz to discerning luxury wine consumers. The reputation of this wine has again been reinforced through the 2015 vintage receiving an outstanding 92 point rating in Wine Spectator magazine.

4. AC Nielsen MAT 15.06.2019, +£8
5. AC Nielsen MAT 30.12.2018, +€10

INVESTING IN OUR PEOPLE

Our people are the key to realising our goals. We are extremely proud of our Delegat Great Wine People that make up our global team, and we have thorough processes for recruiting talented and capable people to join our team.

This year we have invested in expanding our capabilities in Learning & Development, with a focus on our leaders across the globe. We believe in a learning culture, one where formal and informal learning both play important roles in helping us to be more skilled, resilient and productive. This enables us to create an aspirational environment for success in which our people can achieve or exceed their own career aspirations.

We have also formally introduced Diversity and Inclusion planning, which not only benefits the people it supports and enables, but is also a positive contributor to the Group's long-term performance. Globally we have an opportunity to benefit greatly from the different backgrounds and perspectives our people bring to their work.

2019 HARVEST

The 2019 vintage is regarded as one of exceptional quality across all three of our wine regions, which each delivered some of our most expressive wines to date.

The Group harvest of 35,500 tonnes was down 11% from the 2018 vintage. The New Zealand harvest was 33,900 tonnes. Yields were slightly lower than long-term averages due to variable weather conditions during spring flowering. The harvest for Barossa Valley Estate was 1,600 tonnes, yields again being below long-term average levels.

The Group has appropriate inventories to achieve the future sales growth goals outlined in this report.

SUSTAINABILITY

Recognition and respect for the environment are reflected in the strong leadership role the Group plays in the practice and promotion of sustainable wine growing and wine production. As a leader in the New Zealand wine industry and as a founding member since 2002 of Sustainable Winegrowing New Zealand (SWNZ), the Group takes its responsibilities to respect and protect the environment very seriously. The Group's New Zealand vineyards and wineries are 100% accredited by the independently audited SWNZ Sustainability Programme. The Group applies many of these same principles in the Barossa Valley, again as a leader of sustainable wine growing practices within the Australian wine industry.

GROUP OUTLOOK

The Group's strategic goal is to build a leading global Super Premium wine company. The Group will build leading global brands from world leading regions, focusing on the wine styles for which those regions are internationally renowned. Delegat plans to grow sales by 21% to 3,651,000 cases over the next three years.

The primary drivers of planned growth are Oyster Bay sales in North America, and Barossa Valley Estate varietals globally. The Group observes that wine consumers, particularly in North America, increasingly purchase Super Premium wine as an everyday affordable luxury that complements their lifestyle, across an expanding range of varietal categories. Accordingly, the Group continues to seek opportunities globally to further expand distribution and grow rate of sale per point of distribution.

The Group is well positioned to grow sales and achieve sustainable earnings growth in the years ahead. With respect to the 2020 year, Delegat plans to grow sales by 8% to 3,240,000 cases.

Based on prevailing exchange rates, the Group forecasts to achieve a 2020 operating profit that is in line with the 2019 record performance.

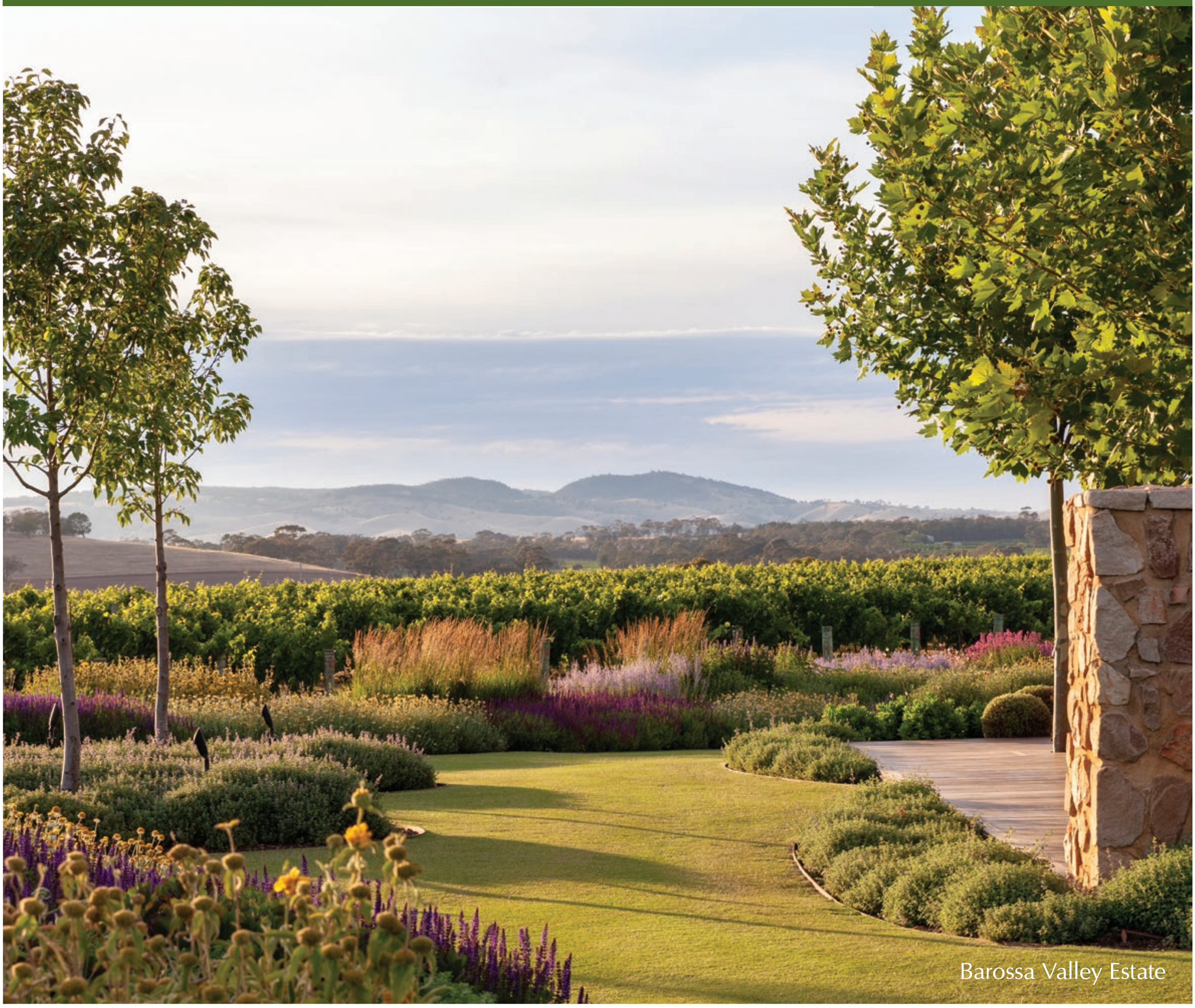
OUR GREAT WINE PEOPLE

I wish to personally thank each of our Delegat Great Wine People for their efforts to aim high, pursue mastery and win together. I have had the opportunity this past year to visit and spend time with all of our teams, and I am inspired by their knowledge, passion and drive. Our global team has achieved another year of record performance in 2019, and has positioned Delegat well on our journey building one of the world's leading Super Premium wine companies.

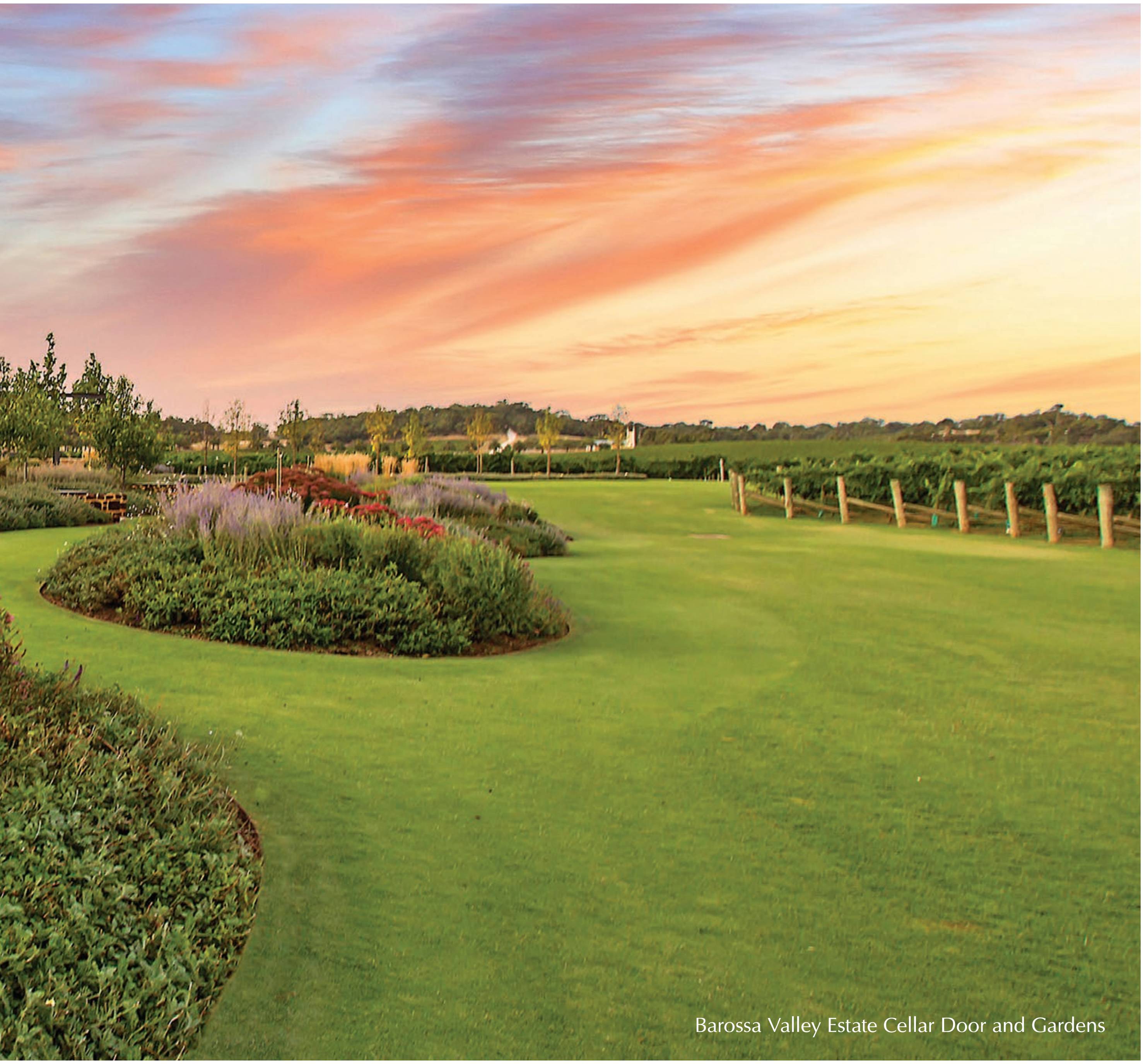
JOHN FREEMAN MANAGING DIRECTOR

3,460 hectares

of vineyards planted producing some of the world's most loved wines.



Discover, experience, explore the great reds of the definitive Barossa Wine Estate.



Barossa Valley Estate Cellar Door and Gardens

Come and lose yourself in the breath-taking beauty of Australia's largest perennial gardens. Be swept away by the vistas of the valley below. Stroll through our vineyards and discover some of the very vines that gave birth to the Barossa's fame. And relax in style as you experience the formidable flavours of the great reds of one of the world's greatest red wine regions, grown and cellared right here on our estate.

BAROSSA VALLEY ESTATE

Experience the wines that made the Barossa great.

BOARD OF DIRECTORS · 2019

The Board of Delegat Group Limited is responsible for the strategic direction of the Group and ensuring the Group is managed to protect and enhance Shareholders' and other stakeholders' interests.

Some of the key responsibilities of the Board include:

- Adopting the strategic plans of the Group, set by the Managing Director in conjunction with the Group's senior management team;
- Monitoring the Group's operational and financial performance; and
- Ensuring the Group develops effective policies and procedures concerning disclosure of important information to the market and Shareholders.

The Board has adopted what it believes are appropriate corporate governance policies and procedures, which it periodically reviews to ensure that the Group's responsibilities and obligations are met. The principal corporate governance policies concern:

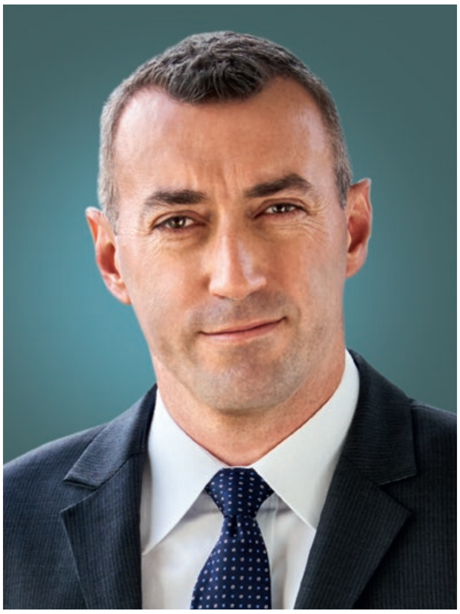
- The appointment and retirement of Directors;
- The composition and performance of the Board;
- The balance between executive and non-executive Directors;
- Directors' access to independent professional advice; and
- The constitution and operation of Board Committees, which comprise of Directors, and in some cases, by invitation, representatives of the Group's senior management team. The Board has formally constituted an Audit and Risk Committee and a Remuneration Committee.

The Board currently comprises six Directors, four of whom are non-executive (Robert Wilton, Rose Delegat, Alan Jackson, Shelley Cave); four of whom are non-independent (Jim Delegat, Rose Delegat, Robert Wilton, John Freeman); and two of whom are independent (Alan Jackson, Shelley Cave), as defined in the NZX Listing Rules.

The Board of Delegat Group Limited meets formally a minimum of six times during the financial year and regularly holds additional meetings to deal with specific matters of the Group.

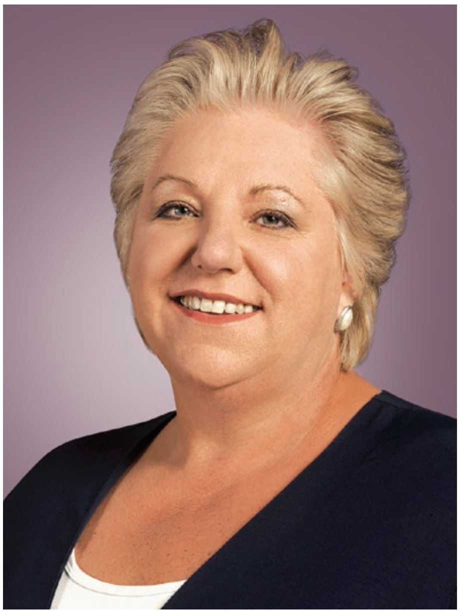
JAKOV (JIM) DELEGAT Executive Chairman

Jim Delegat is the Executive Chairman of Delegat Group Limited and has been on the Board since the Company listed in 2006. He is responsible for providing strategic direction and monitoring performance to ensure successful delivery of Board approved business plans. He has been involved in the New Zealand wine industry all his working life and is thoroughly experienced in every aspect of the business. Jim is one of only a handful of second generation family wine producers in the country. Active in industry affairs, Jim has been a Director of both the Wine Institute of New Zealand and New Zealand Winegrowers, having previously served on the Board of the Wine Institute of New Zealand for more than 13 years. He is a member of the Institute of Directors.



JOHN FREEMAN Managing Director

John Freeman is the Managing Director of Delegat Group Limited. John is responsible for developing growth plans, building a high performing organisation and executing business plans. He originally joined Delegat in 2005, holding various sales leadership and management roles both in Auckland and in the Group's overseas subsidiaries. John also brings to Delegat Group Limited his experience from the technology and finance industries, and has a Masters of Business Administration from the Australian Graduate School of Management. He is a member of the Institute of Directors.



ROSEMARI (ROSE) DELEGAT Non-Executive Director

Rose Delegat is a Non-Executive Director of Delegat Group Limited and has been on the Board since the Company listed in 2006. The Group continues to benefit from Rose's experience and the expertise that she has given to the company for more than 35 years. She was responsible for initiating the Group's drive into export markets in the 1980s and was the inaugural Chairperson (1987 – 1990) of the special United Kingdom Exporting Group, part of the Wine Institute of New Zealand. She is a member of the Institute of Directors.

ROBERT (BOB) WILTON Non-Executive Director

Bob Wilton is a Non-Executive Director of Delegat Group Limited. He has been on the Board since the Company listed in 2006 and has specific responsibilities for the financial management of the Group. He is a past Senior Lecturer and Head of Department, Department of Accounting and Finance at the University of Auckland Business School, a member of Chartered Accountants Australia and New Zealand and the Institute of Directors. Bob brings to the Board considerable experience in business, particularly through merchant and investment banking, and is a past Chairman of the New Zealand Venture Capital Association.

DR ALAN JACKSON Non-Executive Independent Director

Dr Alan Jackson is a Non-Executive Director of Delegat Group Limited and has been on the Board since 2012. Alan was, until 2009, Chairman Australasia, Senior Vice President and Director of The Boston Consulting Group. He has been an international management consultant since 1987 with The Boston Consulting Group and has proven experience at the most senior levels of international and government business. Alan has worked across a range of industries internationally, including consumer goods companies, supermarkets and retailers, in addition to industrial and resource companies. Alan headed The Boston Consulting Group's Consumer Goods and Retail practice in Australasia and Asia Pacific. Alan is a Fellow of the Institution of Professional Engineers and member of the Australian Institute of Directors. He is also Chairman of New Zealand Thoroughbred Racing and a Director of Aurora Vineyard Limited.

SHELLEY CAVE Non-Executive Independent Director

Shelley Cave is a Non-Executive Director of Delegat Group Limited and has been on the Board since 2016. Shelley is currently also on the board of the Government Superannuation Fund Authority, and is a director and co-founder of The FoodPath NZ Limited. Shelley was previously a corporate lawyer for 23 years, and a partner of Simpson Grierson for 12 years. In her legal career, she acted across a wide range of industry sectors and has significant experience in compliance and corporate governance.

DIRECTORS' RESPONSIBILITY STATEMENT · 2019

The Directors are responsible for ensuring that the financial statements give a true and fair view of the financial position, financial performance and cash flows for the Group as at 30 June 2019.

The Directors consider that the financial statements of the Group have been prepared using appropriate accounting policies, consistently applied and supported by reasonable judgements and estimates and that all relevant financial reporting and accounting standards have been followed.

The Directors believe that proper accounting records have been kept which enable, with reasonable accuracy, the determination of the financial position and financial performance of the Group and the compliance of the financial statements with the Financial Markets Conduct Act 2013 and Financial Reporting Act 2013.

The Directors consider they have taken adequate steps to safeguard assets of the Group.

The Directors have pleasure in presenting the following financial statements for the year ended 30 June 2019.

The Board of Directors of the Group authorised these financial statements for issue on 23 August 2019.

For, and on behalf of, the Board.

JIM DELEGAT
Executive Chairman

JOHN FREEMAN
Managing Director

23 August 2019

Oyster Bay winery and vineyards

STATEMENT OF FINANCIAL PERFORMANCE

	Notes	2019 $000	2018 $000 Restated*
Revenue	3	277,974	255,762
Profit before finance costs	4	77,983	77,119
Finance costs	3	12,025	11,957
Profit before income tax		65,958	65,162
Income tax expense	15	18,598	18,326
Profit for the Year attributable to Shareholders of the Parent Company		47,360	46,836
Earnings per share			
– Basic and fully diluted earnings per share (cents per share)	5	46.83	46.31

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

The accompanying notes form part of these financial statements

STATEMENT OF OTHER COMPREHENSIVE INCOME

	Notes	2019 $000	2018 $000 Restated*
Profit after income tax		**47,360**	46,836
Other comprehensive income that may subsequently be classified to the profit and loss:			
– Translation of foreign subsidiaries	6b	**(1,812)**	3,238
– Net gain/(loss) on hedge of a net investment		**1,283**	(1,112)
– Income tax relating to components of other comprehensive income	15	**(359)**	311
Total comprehensive income for the year, net of tax		**46,472**	49,273
Comprehensive income attributable to Shareholders of the Parent Company		**46,472**	49,273

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

The accompanying notes form part of these financial statements

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2019	Notes	Share Capital $000	Foreign Currency Translation Reserve $000	Retained Earnings $000	Total Equity $000
Balance at 30 June 2018		49,815	(2,698)	296,072	**343,189**
Changes in equity for the year ended 30 June 2019					
Other comprehensive income					
– Translation of foreign subsidiaries		–	(1,812)	–	**(1,812)**
– Net gain on hedge of a net investment		–	1,283	–	**1,283**
– Income tax relating to components of other comprehensive income	15	–	(359)	–	**(359)**
Total other comprehensive income		–	(888)	–	**(888)**
– Net profit for the year		–	–	47,360	**47,360**
Total comprehensive income for the year		–	(888)	47,360	**46,472**
Equity Transactions					
– Dividends paid to shareholders	7	–	–	(15,177)	**(15,177)**
Balance at 30 June 2019		49,815	(3,586)	328,255	**374,484**

The accompanying notes form part of these financial statements

STATEMENT OF CHANGES IN EQUITY CONTINUED

FOR THE YEAR ENDED 30 JUNE 2018

	Notes	Share Capital $000	Foreign Currency Translation Reserve $000	Retained Earnings $000	Total Equity $000
Balance at 30 June 2017		49,815	(5,135)	262,389	307,069
Changes in equity for the year ended 30 June 2018					
Other comprehensive income					
– Translation of foreign subsidiaries		–	3,238	–	3,238
– Net loss on hedge of a net investment		–	(1,112)	–	(1,112)
– Income tax relating to components of other comprehensive income	15	–	311	–	311
Total other comprehensive income		–	2,437	–	2,437
– Net profit for the year		–	–	46,836	46,836
Total comprehensive income for the year		–	2,437	46,836	49,273
Equity Transactions					
– Dividends paid to shareholders	7	–	–	(13,153)	(13,153)
Balance at 30 June 2018		49,815	(2,698)	296,072	343,189

The accompanying notes form part of these financial statements

STATEMENT OF FINANCIAL POSITION

	Notes	2019 $000	2018 $000
Equity			
Share capital	6	49,815	49,815
Foreign currency translation reserve	6b	(3,586)	(2,698)
Retained earnings		328,255	296,072
Total Equity		374,484	343,189
Liabilities			
Current Liabilities			
Trade payables and accruals	8	32,344	32,941
Derivative financial instruments	9	2,960	3,020
Income tax payable		6,445	6,485
		41,749	42,446
Non-Current Liabilities			
Deferred tax liability	15	35,588	33,754
Derivative financial instruments	9	6,321	3,711
Interest-bearing loans and borrowings	10	275,989	285,754
		317,898	323,219
Total Liabilities		359,647	365,665
Total Equity and Liabilities		734,131	708,854

The accompanying notes form part of these financial statements

STATEMENT OF FINANCIAL POSITION CONTINUED

	Notes	2019 $000	2018 $000
Assets			
Current Assets			
Cash and cash equivalents		**5,647**	4,264
Trade and other receivables	11	**40,014**	42,635
Derivative financial instruments	9	**1,088**	–
Inventories	12	**157,858**	147,431
		204,607	194,330
Non-Current Assets			
Property, plant and equipment	13	**524,574**	509,861
Intangible assets	14	**4,950**	4,663
		529,524	514,524
Total Assets		**734,131**	708,854

For, and on behalf of, the Board who authorised the issue of the financial statements on 23 August 2019.

JN Delegat, Executive Chairman

JA Freeman, Managing Director

The accompanying notes form part of these financial statements

STATEMENT OF CASH FLOWS

	2019 $000	2018 $000 Restated*
Operating Activities		
Cash was provided from		
Receipts from customers	279,963	250,359
Net GST received	–	74
	279,963	250,433
Cash was applied to		
Payments to suppliers and employees	194,875	168,293
Net GST paid	413	–
Net interest paid	12,140	12,457
Net income tax paid	17,114	11,914
	224,542	192,664
Net Cash Inflows from Operating Activities	55,421	57,769
Investing Activities		
Cash was provided from		
Proceeds from sale of property, plant and equipment	178	2,058
Dividends received	4	1
	182	2,059
Cash was applied to		
Purchase of property, plant and equipment	30,393	45,896
Purchase of intangible assets	490	451
Capitalised interest paid	1,851	1,692
	32,734	48,039
Net Cash Outflows from Investing Activities	(32,552)	(45,980)

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

The accompanying notes form part of these financial statements

STATEMENT OF CASH FLOWS CONTINUED

	2019 $000	2018 $000 Restated*
Financing Activities		
Cash was provided from		
Proceeds from borrowings	295,642	28,514
	295,642	28,514
Cash was applied to		
Dividends paid to shareholders	15,169	13,147
Repayment of borrowings	301,949	27,687
	317,118	40,834
Net Cash Outflows from Financing Activities	(21,476)	(12,320)
Net Increase / (Decrease) in Cash Held	1,393	(531)
Cash and cash equivalents at beginning of the year	4,264	4,479
Effect of exchange rate changes on foreign currency balances	(10)	316
Cash and Cash Equivalents at End of the Year	5,647	4,264

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

The accompanying notes form part of these financial statements

STATEMENT OF CASH FLOWS CONTINUED

	2019 $000	2018 $000
Reconciliation of Profit for the Year with Cash Flows from Operating Activities:		
Reported profit after tax	47,360	46,836
Add/(deduct) items not involving cash flows		
Depreciation expense	15,581	15,089
Other non-cash items	(2,302)	2,733
Loss/(gain) on disposal of assets	95	(11)
Movement in derivative financial instruments	1,462	2,923
Movement in deferred tax liability	1,834	2,630
	16,670	23,364
Movement in working capital balances are as follows:		
Trade payables and accruals	(597)	3,617
Trade and other receivables	2,621	(6,683)
Inventories	(10,427)	(13,751)
Income tax	(40)	3,469
Add items classified as investing and financing activities		
Capital purchases included within trade payables and inventories	(166)	917
	(8,609)	(12,431)
Net Cash Inflows from Operating Activities	55,421	57,769
Reconciliation of movement in Net Debt:		
Opening balance at 1 July	281,490	278,034
Per statement of cash flows:		
– (Repayment) /proceeds of borrowings	(6,307)	827
– Net (increase) / decrease in cash held	(1,393)	531
Foreign exchange movement	(2,690)	1,940
Other non-cash movements	(758)	158
Closing balance at 30 June	270,342	281,490

The accompanying notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

1. GENERAL INFORMATION

REPORTING ENTITY

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

The financial statements comprise the statement of financial performance, statement of other comprehensive income, statement of changes in equity, statement of financial position and statement of cash flows, as well as the notes to the financial statements. The financial statements for the Group for the year ended 30 June 2019 were authorised for issue in accordance with a resolution of the Directors on 23 August 2019.

BASIS OF PREPARATION

The financial statements have been prepared in accordance with Generally Accepted Accounting Practice in New Zealand (NZ GAAP) and the requirements of the Financial Markets Conduct Act 2013. For the purposes of complying with NZ GAAP the entity is a for-profit entity. These financial statements are presented in New Zealand Dollars, rounded to the nearest thousand. They are prepared on a historical cost basis except for derivative financial instruments and biological produce which have been measured at fair value.

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

STATEMENT OF COMPLIANCE

The financial statements comply with New Zealand equivalents to International Financial Reporting Standards and other applicable Financial Reporting Standards (NZ IFRS), as applicable to the Group as a profit-oriented entity. The financial statements comply with International Financial Reporting Standards (IFRS).

BASIS OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Group as at 30 June 2019 and 30 June 2018.

Subsidiaries are those entities over which the Group has control. Control is achieved when the Group is exposed, or has rights, to variable returns from its investment in the entity, and has the ability to affect those returns through its power over the entity. Specifically, the Group controls an entity if and only if the Group has:

– Power over the entity (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);

– Exposure, or rights, to variable returns from its involvement with the entity, and;

– The ability to use its power over the investee to affect its returns.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent, using consistent accounting policies. The effects of intercompany transactions are eliminated in preparing the consolidated financial statements.

Subsidiaries are fully consolidated from the date on which control is obtained by the Group and cease to be consolidated from the date on which control is transferred out of the Group. The acquisition of subsidiaries is accounted for using the acquisition method of accounting as noted on the following pages.

1. GENERAL INFORMATION (CONTINUED)

BUSINESS COMBINATIONS

The acquisition method of accounting is used to account for all business combinations regardless of whether equity instruments or other assets are acquired. Cost is measured as the fair value of the assets given, shares issued or liabilities incurred or assumed at the date of exchange. Where equity instruments are issued in a business combination, the fair value of the instruments is their published market price at the date of the exchange unless, in rare circumstances, it can be demonstrated that the published price at the date of exchange is an unreliable measure of fair value. Transaction costs arising on the issue of equity instruments are recognised directly within equity.

Except for non-current assets or disposal groups classified as held for sale (which are measured at fair value less costs to sell), all identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values as at acquisition date, irrespective of the extent of any non-controlling interests. The excess of the cost of the business combination over the net fair value of the Group's share of the identifiable net assets acquired is recognised as goodwill. If the cost of the acquisition is less than the Group's share of the net fair value of the identifiable net assets of the subsidiary, the difference is recognised as a gain in the statement of financial performance, but only after a reassessment of the identification and measurement of the net assets acquired.

Where settlement of any part of the consideration is deferred, the amounts payable in the future are discounted to the present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which similar borrowings could be obtained from an independent financier under comparable terms and conditions.

GOODS AND SERVICES TAX (GST)

The statement of financial performance, statement of other comprehensive income, statement of changes in equity and statement of cash flows have been prepared so that all components are stated net of GST. All items in the statement of financial position are stated net of GST, with the exception of receivables and payables, which include GST invoiced.

FOREIGN CURRENCIES

i) Functional and Presentation Currency

The presentation currency of the Group is the New Zealand Dollar. Each subsidiary company in the Group determines its own functional currency and uses that functional currency for its individual financial statements. Subsidiary companies with a different functional currency than that of the Group are translated through converting all reported assets and liabilities at the closing rate at the date of the balance sheet, while income and expenses are translated at exchange rates at the dates of the transactions. Any resulting exchange differences are recognised as a separate component of equity.

ii) Transactions and Balances

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rates ruling at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the statement of financial position comprise cash at bank, and in hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value. For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts. Bank overdrafts are included within interest-bearing loans and borrowings in current liabilities in the statement of financial position.

1. GENERAL INFORMATION (CONTINUED)

NET DEBT

Net debt is the sum of the Group's interest-bearing loans and borrowings less cash and cash equivalents.

OTHER ACCOUNTING POLICIES

Other accounting policies that are relevant to an understanding of the financial statements are provided throughout the notes to the financial statements.

SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

In applying the Group's accounting policies, management continually evaluates the judgements, estimates and assumptions based on experience and other factors, including expectations of future events that may have an impact upon the Group. All judgements, estimates and assumptions made are believed to be reasonable based upon the most current set of circumstances available to management. The actual results may differ from the judgements, estimates and assumptions used. The significant judgements, estimates and assumptions made by management in the preparation of these financial statements are disclosed within the specific financial statement notes as shown below:

Area of Judgement or Estimate	Note
Selling, marketing and promotional accruals	Note 3 Segmental Reporting
Fair value of derivative financial instruments	Note 9 Derivative Financial Instruments
Fair value of grapes at point of harvest	Note 12 Inventories
Impairment of property, plant and equipment	Note 13 Property, Plant and Equipment
Estimation of useful lives of assets	Note 13 Property, Plant and Equipment
Impairment of intangible assets	Note 14 Intangible Assets
Classification of vineyard leases	Note 17 Commitments

To allow the Accounting Policies and Significant Accounting Judgements, Estimates and Assumptions to be easily identified within the notes, Accounting Policies have been identified with an A symbol, and Significant Accounting Judgements, Estimates and Assumptions with an E symbol.

CHANGES IN ACCOUNTING POLICIES

The accounting policies adopted are consistent with those of the previous financial year, with the exception of the adoption of NZ IFRS 15: Revenue from Contracts with Customers and NZ IFRS 9: Financial Instruments on 1 July 2018.

NZ IFRS 15: Revenue from Contracts with Customers

On 1 July 2018, the Group adopted NZ IFRS 15: Revenue from Contracts with Customers, applying the fully retrospective transition provision. NZ IFRS 15 establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. NZ IFRS 15 supersedes NZ IAS 18: Revenue. The changes in NZ IFRS 15 do not have an impact on the timing of revenue recognition or net profit after tax for the Group, however, there are some selling, marketing and promotion expenses that have been reclassified to revenue as part of the determination of the transaction price under NZ IFRS 15. In accordance with the requirements of NZ IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors, the financial statements for the period ended 30 June 2018 have been restated. The adoption of NZ IFRS 15 has not had an impact on the statement of financial position.

1. GENERAL INFORMATION (CONTINUED)

The effect on the Group's financial statements of the adoption of NZ IFRS 15 has been demonstrated in the table below:

	June 2018 $000 Increase/ (decrease)
Financial statement line:	
Statement of Financial Performance	
Revenue	(16,360)
Selling, marketing and promotion expenses	(16,360)
Statement of Cash Flows	
Receipts from customers	(16,360)
Payments to suppliers and employees	(16,360)

NZ IFRS 9: Financial Instruments

The Group has also adopted NZ IFRS 9: Financial Instruments with a date of initial application of 1 July 2018. The key changes to the Group's accounting policies resulting from its adoption of NZ IFRS 9 are summarised below.

Classification of financial assets

NZ IFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL). The classification of financial assets under NZ IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Under NZ IFRS 9, the Group's financial assets consist of: cash and trade receivables, measured at amortised cost, and derivative financial instruments, measured at FVTPL.

Classification of financial liabilities

Under NZ IFRS 9, the Group's financial liabilities are trade and other payables, measured at amortised cost, and derivative financial instruments, measured at FVTPL.

Classification impact

The adoption of NZ IFRS 9 has not had a significant effect on classification or the Group's accounting policies for financial assets and liabilities.

Impairment of financial assets

NZ IFRS 9 replaces the 'incurred loss' model in NZ IAS 39: Financial Instruments: Recognition and Measurement with an 'expected credit loss' model. The new impairment model applies to financial assets measured at amortised cost. Under NZ IFRS 9, credit losses are recognised earlier than under NZ IAS 39. Given the nature of the Group's trade receivables, the expected credit loss model does not result in the recognition of a material expected credit loss allowance.

Fair value through profit or loss

For the financial assets and liabilities of the Group held at fair value (foreign currency forward exchange contracts and options, and interest rate swaps) the Group is required to separate the fair value movement that relates to changes in the Group's credit risk and record this through Other Comprehensive Income rather than through the Statement of Financial Performance where the remaining change in value will be recorded. For the year ended 30 June 2018 and 30 June 2019 no portion of the fair value movement on the Group's foreign currency forward exchange contracts and options, and interest rate swaps, relates to changes in the Group's credit risk, and therefore no amount is required to be included within Other Comprehensive Income.

1. GENERAL INFORMATION (CONTINUED)

Hedge Accounting

The Group applied hedge accounting under NZ IAS 39 to a borrowing of A$29,350,000 which has been designated as a hedge of the net investment of Barossa Valley Estate Pty Limited (BVE). The hedge meets the effectiveness requirements of NZ IAS 39 and also meets the requirements of NZ IFRS 9.

Transition

Changes in accounting policies resulting from the adoption of NZ IFRS 9 are applied retrospectively. There is no restatement of prior periods as there is no significant change in the recognition and measurement of cash and trade and other receivables and payables under the new standard.

NEW ACCOUNTING STANDARDS AND INTERPRETATIONS

Standards and Interpretations that have recently been issued or amended, but are not yet effective, have not been adopted by the Group for the annual reporting period ending 30 June 2019. These are outlined in the following table:

REFERENCE	TITLE	GROUP APPLICATION DATE *	SUMMARY	IMPACT ON GROUP
NZ IFRS 16	NZ IFRS 16: Leases	1 July 2019	NZ IFRS 16 is the new standard on the recognition, measurement, presentation and disclosure of leases. The standard will replace NZ IAS 17: Leases. The scope of the new standard includes leases of all assets, with certain exceptions. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. NZ IFRS 16 requires lessees to account for all leases under a single on-balance sheet model (subject to certain exemptions) in a similar way to finance leases under NZ IAS 17: Leases. Lessees will be required to recognise a liability to pay rentals with a corresponding asset, and recognise interest expense and depreciation separately. Reassessment of certain key considerations (e.g. lease term, variable rents based on an index or rate, discount rate) by the lessee is required upon certain events. Lessor accounting is substantially the same as lessor accounting under NZ IAS 17's dual classification approach.	The Group has significant operating lease commitments including long-term land leases, which allow the Group to access prime viticultural land in Marlborough and the Hawke's Bay, which fall under NZ IFRS 16. On transition to NZ IFRS 16 the Group will adopt the fully retrospective transition option. The Group will also adopt the low value asset exemption in respect of it's barrel leases and these will continue to be expensed on a straight-line basis over the lease terms. As at the transition date of 1 July 2018 the Group will recognise in the statement of financial position a: (i) Lease Liability of $88.9 million; (ii) Right-of-use Asset of $64.3 million; (iii) Deferred Tax Asset of $6.7 million; (iv) Increase in capitalised lease costs within Property, Plant and Equipment of $0.7 million; and (v) a corresponding adjustment to Retained Earnings of $17.2 million. The change will affect the profile of expenses (interest and depreciation) and the timing of these expenses relative to the lease payments, which are currently recognised. The adoption of NZ IFRS 16 will reduce reported profit for the year ended 30 June 2019 by $0.5 million.

* For fiscal periods beginning on or after

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities comprise bank loans and overdrafts, trade payables and accruals. The main purpose of these financial liabilities is to raise funding for the Group's ongoing operations. The Group also has financial assets such as trade and other receivables, and cash, which arise directly from its operations.

The Group is counterparty to derivative financial instruments principally being foreign currency forward exchange contracts and options and interest rate swaps. The purpose of entering into foreign currency forward exchange contracts and options is to manage currency risk primarily arising from foreign denominated trade receivables. Interest rate swaps are entered into with the aim of mitigating interest rate risk to movements on floating rate debt facilities.

The main risks arising from the Group's financial instruments are foreign currency risk, interest rate risk, credit risk and liquidity risk. Each of the main operational risks are reviewed by the Treasury Management Committee (TMC) and their recommendations are provided to the Board of Directors. The composition of the TMC includes the Managing Director (or Alternate), Chief Financial Officer, Corporate Financial Planning Manager and Independent Treasury Advisors. The Board reviews and agrees policies for managing each of these risks as summarised below. Board approval is required for any movement outside policy.

FOREIGN CURRENCY RISK

The net assets employed through subsidiary companies based overseas exposes the Group to foreign currency risk as a result of changes in the GBP/NZD, AUD/NZD, USD/NZD, EUR/NZD, CAD/NZD, SGD/NZD, JPY/NZD and CNY/NZD exchange rates. The Group also has foreign currency risk resulting from sales of product in a currency which is other than that of the New Zealand Dollar. Profits from each export region are repatriated and reported in New Zealand Dollars and the Group is exposed to changes in foreign exchange rates.

To minimise foreign currency risk, the Group enters into forward exchange contracts and options for foreign denominated sales at levels which are considered to be highly probable. The Group attempts to maintain foreign currency cover of between 75% to 100% of highly probable sales in one to three months, 50% to 75% for highly probable sales in four to six months, 25% to 50% for highly probable sales in seven to 12 months, 0% to 50% for sales between 13 to 18 months and 0% to 25% for sales thereafter. The Group has the option of increasing foreign exchange cover to 100% for any time period upon approval by the Board of Directors.

When the Group is exposed to foreign currency risk as a result of being contractually committed to purchase capital items from an overseas supplier and such expenditure is expected to exceed $200,000, the Group's policy is to ensure the foreign currency exposure is covered in full. Any capital expenditure between $100,000 and $200,000 is to be covered at the discretion of the TMC, based on such factors as timing for payment and expected volatility of currency markets. It is the Group's policy that in no instance is trading for speculative purposes permitted.

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

At 30 June 2019, had the New Zealand Dollar moved as illustrated in the following table with all other variables held constant, post-tax profit and equity would have been affected as follows:

Group	IMPACT ON 2019 REPORTED		IMPACT ON 2018 REPORTED	
	Post-Tax Profits $000 Increase/ (decrease)	Equity $000 Increase/ (decrease)	Post-Tax Profits $000 Increase/ (decrease)	Equity $000 Increase/ (decrease)
NZD/USD +5%	1,870	1,870	1,500	1,500
NZD/USD -5%	(2,173)	(2,173)	(1,855)	(1,855)
NZD/GBP +5%	1,297	1,297	1,414	1,414
NZD/GBP -5%	(1,353)	(1,353)	(1,574)	(1,574)
NZD/AUD +5%	55	(1,406)	744	(778)
NZD/AUD -5%	(60)	1,554	(904)	778
NZD/CAD +5%	519	519	135	135
NZD/CAD -5%	(628)	(628)	(122)	(122)
NZD/EUR +5%	(57)	(57)	(39)	(39)
NZD/EUR -5%	63	63	43	43

The table above calculates the impact of a change in foreign exchange rates on closing equity and post-tax profits of the Group, as a result of the Group being counterparty to transactions which are foreign currency denominated. Foreign currency denominated balances include trade and other receivables, trade payables and accruals, loans and borrowings, cash on hand and unsettled foreign exchange contracts that exist at balance sheet date. The net foreign currency exposure is determined in aggregate and the impact on post-tax profits determined as a result of a +/- 5% movement in foreign exchange rates. A +5% movement reflects the strengthening of the NZD relative to the other currency, whereas a -5% movement reflects the weakening of the NZD relative to the other currency.

The impact upon the Group's equity balance is derived through determining the impact on post-tax profits as noted above.

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

HEDGE OF NET INVESTMENT IN FOREIGN OPERATION

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

The net assets employed in Barossa Valley Estate Pty Limited (BVE) exposes the Group to foreign currency risk as a result of changes in the AUD/NZD exchange rate.

The foreign currency movement on translation of the net assets of BVE is included in the statement of other comprehensive income. Since the acquisition of BVE the Group has maintained a portion of their external borrowings in AUD to mitigate this risk. The foreign exchange movement on these external borrowings in the absence of hedge accounting is included in the statement of financial performance.

External borrowings of A$29,350,000 have been designated as a hedge of the net investment in BVE. Gains or losses on the retranslation of this borrowing are transferred to the statement of other comprehensive income to offset any gains or losses on translation of the net assets of BVE. There is no hedge ineffectiveness in the year ended 30 June 2019.

INTEREST RATE RISK

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term and short-term debt obligations with interest payable based on floating rates of interest. Interest rate risk is monitored by the TMC on an ongoing basis. The recommendation by the TMC to enter into fixed or variable rate debt facilities and decisions to retire existing debt instruments is made after consideration of the economic indicators impacting upon the overnight cash rate, which influences the rates of interest charged by financial institutions. All funding facilities recommended by the TMC must be approved by the Board of Directors.

The Group manages interest rate risk through maintaining a mix of debt instruments having variable and fixed interest rates. The Group's policy is to maintain a level of fixed debt facilities between 40% to 100% of core debt for a period of one year, between 30% to 80% of projected core debt for periods of one to three years, and 15% to 60% of projected core debt facilities for three to five years. Board approval is required for any fixed rate cover that extends beyond five years.

The Group also manages interest rate risk through being counterparty to a series of interest rate swaps. The Group agrees to settle or has the option to exchange, at specified dates, the difference between fixed and variable rate interest amounts calculated by reference to an agreed upon notional principal amount. These are discussed in Note 9: Derivative Financial Instruments.

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

The table below demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, on the Group's post-tax profits and equity:

	IMPACT ON 2019 REPORTED		IMPACT ON 2018 REPORTED	
Group	Post-Tax Profits $000	Equity $000	Post-Tax Profits $000	Equity $000
2.00% Increase – 200 basis points (2018: 2.00% Increase – 200 basis points)	4,196	4,196	5,225	5,225
0.25% Decrease – 25 basis points (2018: 0.25% Decrease – 25 basis points)	(525)	(525)	(653)	(653)

The key assumptions which impact upon the values presented in the above table are the following:

– Cash and cash equivalents include deposits on call which are at floating interest rates. The estimated impact upon interest revenues from these sources is based upon amounts held on deposit remaining at consistent levels as reported at the balance sheet date. For foreign denominated deposits the impact on foreign exchange is based on the conversion rate existing at balance sheet date.

– Account balances that are trade receivables or trade payables are generally on 30 to 90 day terms and are non-interest bearing and are not subject to interest rate risk.

– The impact upon the fair value of the interest rate swaps is based upon the differential in rates between the Group paying a fixed rate of interest and receiving the floating New Zealand Bank Bill Rate (BKBM) multiplied by the nominal amount under the swap agreement up until maturity.

– Interest payable on bank debt is based upon the BKBM plus a margin. The margin is dependent upon the Group achieving certain financial covenants and the margin ranges from 1.02% to 1.50%. The analysis assumes that the margin and principal is held constant at the same rate as at the balance sheet date with the sensitivity calculating the effect on interest expense of movements in the BKBM rate. The analysis excludes any future interest that would be capitalised as part of long-term assets.

– Included in the above table is the change in fair value of interest rate swaps, which results from changes in the floating interest rate.

CREDIT RISK

The Group trades with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. Receivable balances are monitored on an ongoing basis. The maximum exposure to the carrying amount of receivable balances is disclosed in Note 11. The Group does not have any significant concentrations of credit risk.

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

LIQUIDITY RISK

Liquidity risk is the risk that an unforeseen event or miscalculation in the required liquidity level may lead to the Group being unable to meet its day to day funding obligations. To minimise liquidity risk the Group's policy is to maintain committed funding facilities at a minimum of 105% of the projected peak debt level over the next 12 months (excluding the cash requirements for any business combinations).

The table below presents all contractual payments which the Group is legally obliged to make and includes all future interest payments on interest-bearing facilities. The interest cost has been estimated by maintaining the current principal balance and interest rates that exist at balance sheet date. The table also includes the New Zealand Dollar equivalent for the foreign currency amounts, which are to be delivered to fulfil obligations under foreign currency contracts. The table below excludes amounts required to fund operating lease commitments as these are disclosed in Note 17.

Facility Type 30 June 2019	Facility Limit $000	Drawn At Balance Sheet Date $000	< 1 year $000	1 to 2 years $000	> 2 years $000
Working Capital facility	48,000	23,000	652	652	23,705
Term facility (multi-currency)	220,000	220,008	6,094	6,094	226,603
Headroom facility	20,000	–	–	–	–
Term facility (AUD)	41,810	33,971	815	815	34,853
Derivative financial instruments	N/A	N/A	83,647	3,073	3,249
Trade payables and accruals	N/A	31,898	31,898	–	–
Financial guarantee contracts	N/A	N/A	640	–	–
As at 30 June 2019	329,810	308,877	123,746	10,634	288,410

Included in the table above are financial guarantees which are valued at their highest possible amount that can be called at balance date. For each individual guarantee if the obligation at balance date is lower than the maximum amount callable under the guarantee then the lower value has been included. The guarantees can be called in favour of the beneficiary if certain acts of non-performance occur. The Directors consider the likelihood of each financial guarantee being called remote.

A General Security Agreement exists in favour of Westpac New Zealand Limited, Westpac Banking Corporation, Bank of New Zealand Limited, China Construction Bank (New Zealand) Limited and Hongkong and Shanghai Banking Corporation Limited to secure amounts loaned to the Group. The General Security Agreement covers the existing and future assets of Delegat Group Limited, Delegat Limited, Delegat Australia Pty Limited, and Barossa Valley Estate Pty Limited. The amount of the guarantee in respect of the banking facilities is not included in the above table and is the lower value of the net assets of the Group and the aggregate of the loans advanced at balance date. Loan facilities are disclosed in Note 10.

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Facility Type 30 June 2018	Facility Limit $000	Drawn At Balance Sheet Date $000	< 1 year $000	1 to 2 years $000	> 2 years $000
Working Capital facility	65,000	19,177	579	19,474	–
Term facility (multi-currency)	146,000	131,961	3,985	134,003	–
Forward Start facility	100,000	100,000	3,015	101,545	–
Term facility (AUD)	38,114	34,847	1,058	35,389	–
Derivative financial instruments	N/A	N/A	86,873	1,613	2,097
Trade payables and accruals	N/A	32,166	32,166	–	–
Financial guarantee contracts	N/A	N/A	1,357	–	–
As at 30 June 2018	349,114	318,151	129,033	292,024	2,097

All of the above facilities have or had a floating rate of interest which is tied to the New Zealand BKBM for NZD facility/ Australian BBSY for AUD facilities plus margin. At balance sheet date the Group has interest rate swaps that cover $123,745,000 (2018: $131,680,000) of the principal balance drawn at balance sheet date. Refer to Note 9.

The Group maintains credit facilities at a level sufficient to fund the Group's working capital during the period between cash expenditure and cash inflow.

SUMMARY OF FINANCIAL INSTRUMENTS HELD

At the balance sheet date the Group reports the following categories of financial instruments:

	2019 $000	2018 $000
Financial Assets		
Financial assets at amortised cost	**44,179**	45,501
Financial assets at fair value through profit and loss	**1,088**	–
	45,267	45,501
Financial Liabilities		
Financial liabilities at amortised cost	**302,577**	312,700
Financial liabilities at fair value through profit or loss	**9,281**	6,731
	311,858	319,431

The Group does not have any financial assets or liabilities that are classified as fair value through other comprehensive income (FVOCI).

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

FAIR VALUE OF FINANCIAL INSTRUMENTS

The fair value of financial instruments is presented in the previous table. For financial instruments measured at fair value further disclosure is required that allocates the fair values into a measurement hierarchy. The following principles have been applied in classifying these instruments:

Level 1 – the fair value is calculated using quoted prices in active markets;

Level 2 – the fair value is estimated using inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices);

Level 3 – the fair value is estimated using inputs for the asset or liability that are not based on observable market data.

The fair value of the financial instruments as well as the methods used to estimate the fair value are summarised in the table below:

30 June 2019	Level 1 $000	Level 2 $000	Level 3 $000	Total $000
Financial Assets				
Foreign currency forward exchange option contracts	–	311	–	**311**
Foreign currency forward exchange contracts	–	777	–	**777**
	–	1,088	–	**1,088**
Financial Liabilities				
Interest rate swap contracts	–	9,281	–	**9,281**
	–	9,281	–	**9,281**

The fair value of financial instruments held at balance date that are not traded on an active market include foreign currency forward exchange contracts and options and net settled interest rate swap contracts. The fair values are derived through valuation techniques that maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs come from observable market data the instrument is included in Level 2 of the hierarchy.

30 June 2018	Level 1 $000	Level 2 $000	Level 3 $000	Total $000
Financial Liabilities				
Foreign currency forward exchange option contracts	–	829	–	829
Foreign currency forward exchange contracts	–	185	–	185
Interest rate swap contracts	–	5,717	–	5,717
	–	6,731	–	6,731

2. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

FINANCIAL RISK ASSOCIATED TO BEARER PLANTS

The Group is exposed to financial risks in respect of agricultural activities. The agricultural activities of the Group consist of the management of vineyards to produce grapes for use in the production of wine. The primary risk borne by the Group is caused by the length of time between when cash is expended on the purchase or planting and maintenance of grape vines and on harvesting grapes and the ultimate realisation of proceeds from the sale of finished product (wine). The Group takes reasonable measures to ensure that the current year's harvest is not affected by disease, drought, frost, or other factors that may have a negative effect upon yield and quality. These measures include consultation with experts in viticulture, frost protection measures, and ensuring that each vineyard is managed according to a specifically developed Vineyard Management Calendar.

CAPITAL MANAGEMENT

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders of the business. The ultimate aim is to maintain a capital structure which provides flexibility to enable future growth of the Group whilst ensuring the lowest cost of capital is available to the Group.

Management reviews the capital structure of the Group as a result of changes in market conditions which impact upon interest and foreign exchange rates and may adjust the capital structure to take advantage of these changes. Management has no current plans to issue further shares on the market but is intent on growing the business which will require future funding.

The Group is subject to a series of bank covenants over its Senior Debt facilities. These are discussed in Note 10.

3. SEGMENTAL REPORTING

A An operating segment is a reportable segment if the segment engages in business activities in which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's Chief Operating Decision Maker and for which discrete financial information is available.

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

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

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

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

A **REVENUE**

Revenue is recognised when the Group satisfies it's performance obligation to the customer. Satisfaction of a performance obligation occurs when the Group has transferred a promised good to the customer and when the customer obtains control of that good. The following specific recognition criteria have been applied to each individual classification of revenue:

(i) Sale of Goods
The primary source of revenue earned by the Group is through providing wine to third party retailers and distributors. Revenue is recognised when control of the wine has passed to the buyer and the costs incurred or to be incurred in respect of the transaction can be measured reliably. Control is considered passed to the buyer at the time of delivery of goods to the customer.

(ii) Interest Revenue
Revenue is recognised as interest accrues using the effective interest rate method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

3. SEGMENTAL REPORTING (CONTINUED)

E **REVENUE**

Sales are often made with volume discounts, other rebates and various other payments to customers for promotional support. For volume discounts and other rebates not invoiced at the reporting date these are estimated based on agreements with customers and estimated depletions during the period. Other payments to customers for promotional support include listing fees, mailer fees and other incentives. For these expenses that have not been invoiced at the reporting date these are estimated based on agreements with customers and estimated achievement of various targets by the customer. At 30 June 2019 the Group has recognised accruals for all of these expenses of $22.7 million (2018: $23.1 million). The majority of these amounts will be settled within the six months following balance date.

Year ended 30 June 2019	Delegat Limited $000	Delegat Australia Pty Ltd $000	Delegat Europe Limited $000	Delegat USA, Inc. $000	Other Segments[10] $000	Eliminations and Adjustments[11] $000	Year Ended 30 June 2019 $000
Operating income							
External sales[2,8]	61,479	75,069	81,253	123,624	8,717	(72,362)	**277,780**
Internal sales	247,439	–	–	–	9,133	(256,572)	**–**
Unrealised foreign exchange (losses)/gains	(44)	–	28	–	(32)	217	**169**
Dividend revenue	4	–	–	–	7	–	**11**
Interest revenue	7	5	–	–	1,481	(1,479)	**14**
Total segment revenues[1]	308,885	75,074	81,281	123,624	19,306	(330,196)	**277,974**
Operating expenses							
Interest expense[3]	12,256	–	–	–	1,248	(1,479)	**12,025**
Depreciation[4]	13,617	124	19	64	1,757	–	**15,581**
Income tax expense[5]	16,433	685	699	650	511	(380)	**18,598**
Segment profit/(loss)	40,771	1,572	2,958	1,822	1,213	(976)	**47,360**
Assets							
Segment assets[6]	680,360	18,032	17,355	30,900	102,371	(114,887)	**734,131**
Capital expenditure[7]	30,420	26	2	64	2,355	–	**32,867**
Segment liabilities	357,940	3,848	10,287	18,344	39,173	(69,945)	**359,647**

Refer to footnotes on page 50

3. SEGMENTAL REPORTING (CONTINUED)

Year ended 30 June 2018 *Restated**	Delegat Limited $000	Delegat Australia Pty Ltd $000	Delegat Europe Limited $000	Delegat USA, Inc. $000	Other Segments[10] $000	Eliminations and Adjustments[11] $000	Year Ended 30 June 2018 $000
Operating income							
External sales[2,9]	65,659	78,405	66,525	104,928	6,720	(67,140)	255,097
Internal sales	214,487	–	–	–	12,984	(227,471)	–
Unrealised foreign exchange gains/(losses)	846	–	(4)	–	26	(281)	587
Dividend revenue	7,873	–	–	–	5	(7,869)	9
Interest revenue	2	4	–	–	3,591	(3,528)	69
Total segment revenues[1]	288,867	78,409	66,521	104,928	23,326	(306,289)	255,762
Operating expenses							
Interest expense[3]	14,366	–	–	–	1,119	(3,528)	11,957
Depreciation[4]	13,270	134	22	61	1,602	–	15,089
Income tax expense[5]	15,436	715	555	735	1,264	(379)	18,326
Segment profit/(loss)	46,941	1,642	2,471	1,355	3,271	(8,844)	46,836
Assets							
Segment assets[6]	650,666	18,528	14,111	29,446	119,451	(123,348)	708,854
Capital expenditure[7]	44,466	6	–	–	2,733	–	47,205
Segment liabilities	369,939	5,358	9,848	18,815	41,086	(79,381)	365,665

1. Intersegment revenues are eliminated on consolidation. Intercompany profit margins are also eliminated.
2. External sales revenue includes various payments to customers for volume discounts, rebates and other promotional support. For volume discounts, rebates and other promotional support not invoiced at 30 June 2018 the Group recognised accruals of $23,137,000 (30 June 2017: $19,307,000). During the year ended 30 June 2019 $2,732,000 of these accruals have been released (June 2018: $3,207,000).
3. Interest expense is net of any interest capitalised to long-term assets. During the year $1,851,000 was capitalised to long-term assets (2018: $1,692,000).
4. Depreciation expense presented above is gross of $14,058,000 (2018: $13,683,000), which has been included within inventory.
5. Segment income tax expense does not include the deferred tax impacts of temporary differences arising from intercompany stock margin eliminations or fair value adjustments resulting from the purchase of subsidiary companies as these are managed on a group level.
6. Segment assets include the value of investments and loan balances for subsidiaries which reside in Delegat Limited however do not include the effects of stock margin eliminations for stock on hand in subsidiaries.
7. Capital expenditure consists of additions of property, plant and equipment inclusive of capitalised interest. Capital expenditure is included within each of the reported segment assets noted above.
8. During the 2019 financial year Delegat USA, Inc had a single customer which comprised 10% or more of group sales amounting to $61,267,000 and Delegat Australia Pty Limited had a single customer which comprised 10% or more of Group sales amounting to $30,539,000.
9. During the 2018 financial year Delegat USA, Inc had a single customer which comprised 10% or more of group sales amounting to $47,034,000 and Delegat Australia Pty Limited had a single customer which comprised 10% or more of Group sales amounting to $30,670,000.
10. Other segments' assets include non-current assets of Barossa Valley Estate Pty Limited of $48,465,000 (2018: $49,943,000) which are located in Australia.
11. The eliminations and adjustments of segment profit, assets and liabilities relate to intercompany transactions and balances which are eliminated on consolidation.

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

4. EXPENSES

Expenses by function have been categorised as follows:

	Note	2019 $000	2018 $000 Restated*
Cost of sales		143,102	119,960
Selling, marketing and promotion expenses		40,898	42,673
Corporate governance expenses		867	934
Administration expenses		13,662	12,153
Fair value loss on financial derivative instruments		1,462	2,923
Specific components of the above expenses include:			
Directors' fees – Delegat Group Limited		293	280
Directors' fees – overseas subsidiaries		47	59
Depreciation[1]	13	15,581	15,089
Wages and salaries[2]		42,084	39,872
Defined contribution pension plans[2]		1,519	1,435
Termination benefits paid[2]		53	109
Vineyard related lease payments		7,310	7,078
Other lease payments		8,845	8,168
Auditor Remuneration[3,4]			
Assurance services			
Audit of the financial statements		205	200
Non-assurance services			
Tax compliance		45	38
Total remuneration		250	238

1. The depreciation figure presented above represents the gross depreciation charge for the year. Depreciation is recorded in the business function to which the asset relates. Depreciation incurred on assets directly associated with winemaking and viticulture of $14,058,000 (2018: $13,683,000) is included within the cost of inventories and expensed as a cost of sales when product is sold.

   Depreciation on vineyard development commences when the vineyard is considered to be in commercial production, which is generally when the vineyard has produced approximately 60% of the expected yield at full production.

2. The employee benefit figures above represent the gross employee benefits expense for the year. Included within inventory is remuneration paid to employees directly associated with winemaking, bottling and packaging. During the year $9,027,000 (2018: $7,914,000) of employee benefits were included within inventory. These costs are included within inventory until the stock to which the expenditure relates is sold.

3. The auditor of Delegat Group Limited is Ernst & Young. Amounts received, or due and receivable, by Ernst & Young are as disclosed above.

4. During the year the Group also paid $4,000 (2018: $4,000) to SBA Stone Forest CPA Co. Limited for the audit of the local financial statements of Delegat (Shanghai) Trading Co. Limited.

* The financial statements for the year ended 30 June 2018 have been restated following the adoption of NZ IFRS 15: Revenue from Contracts with Customers on 1 July 2018. Refer to Note 1 of the financial statements.

5. EARNINGS PER SHARE

A Basic earnings per share is calculated as Group profit after income tax attributable to ordinary shareholders of the Parent, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares on issue.

Diluted earnings per share is calculated as Group profit after income tax attributable to ordinary shareholders of the Parent adjusted for:

– costs of servicing equity (other than dividends) and preference share dividends;

– the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses;

– other non-discretionary changes in revenues and expenses during the period that would result from the dilution of potential ordinary shares;

divided by the weighted average number of ordinary shares and dilutive potential ordinary shares.

The following reflects the earnings used in the calculation of the basic and fully diluted earnings per share.

	2019	2018
a) Earnings Used in Calculating Earnings per Share		
Profit for the year – basic and fully diluted ($000)	47,360	46,836
b) Weighted Average Number of Shares		
Weighted average number of shares – basic and fully diluted (000's)	101,130	101,130
c) Reported Earnings per Share on statement of financial performance (expressed as cents per share)		
Basic and fully diluted earnings per share	46.83	46.31

6. SHARE CAPITAL

A Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds.

	2019 $000	2018 $000
Balance at the beginning of the year	**49,815**	49,815
Balance at the end of the year	**49,815**	49,815

a) Movement in the Number of Ordinary Shares on Issue

	Shares Held	
	000s	000s
Balance at the beginning of the year	**101,130**	101,130
Balance at the end of the year	**101,130**	101,130

All ordinary shares have equal voting rights and share equally in dividends and surplus on winding up.

b) Nature and Purpose of Reserves

Foreign Currency Translation Reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries. During the year equity decreased by $1,812,000 upon the translation of foreign subsidiaries (2018: $3,238,000 increase).

7. DIVIDENDS PAID AND PROPOSED

a) Recognised Amounts

Dividends that were declared and paid on ordinary shares during the year amounted to $15,177,000 (2018: $13,153,000) equating to 15.0 cents per share (2018: 13.0 cents per share).

b) Unrecognised Amounts

After the balance sheet date, dividends of 17.0 cents per share were approved by the Board of Directors. These amounts are not recognised in these financial statements as the declaration date was subsequent to year-end.

8. TRADE PAYABLES AND ACCRUALS

A

Trade payables are initially recognised at fair value and then carried at amortised cost, and due to their short-term nature, they are not discounted. They represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

Provisions are recognised when the Group has a present obligation as a result of a past event and it is probable that an outflow of economic resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are measured as the present value of management's best estimate of the expenditure required to settle the present value of the obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a pre-tax rate that reflects the time value of money and the risks specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulated sick leave expected to be settled within 12 months of the reporting date are recognised in respect of the employee's services up to the reporting date. They are measured as the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and is measured at the rates paid or payable.

The Group makes regular contributions to various defined contribution pension plans. Included within the statement of financial performance are amounts paid and payable by the Group into these pension plans, net of any related tax rebates. The Group does not make available or make contributions to any defined benefit superannuation plans.

	2019 $000	2018 $000
Trade payables	**16,956**	17,841
Employee entitlements and leave benefits	**5,310**	5,220
Goods and services tax	**446**	775
Accrued expenses	**9,632**	9,105
	32,344	32,941

Trade payables are unsecured, non-interest bearing and are generally settled on 30 to 60 day terms. The carrying amount disclosed above is a reasonable approximation of fair value.

9. DERIVATIVE FINANCIAL INSTRUMENTS

A The Group uses derivative financial instruments such as forward currency contracts and options to economically hedge its risks associated with foreign currency fluctuations and interest rate swaps to manage interest rate risk. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into, and are subsequently remeasured to fair value at balance date. Any gains or losses arising from changes in the fair value of derivatives are taken directly to the statement of financial performance. The fair value of forward exchange contracts and options is determined by reference to current forward exchange rates for contracts with similar maturity profiles. The fair value of interest rate swaps is determined by reference to market values for similar instruments.

E The Group's derivative financial instruments are classified as level 2 in the fair value hierarchy, as they have inputs other than observable quoted prices. In calculating the mark-to-market values, management has considered the forward rates.

The Group has the following derivative financial instruments outstanding at the balance sheet date.

a) Foreign Currency Forward Exchange Contracts and Options
i) Forward Exchange Contracts

	AVERAGE CONTRACTED RATE		NOTIONAL VALUE	
Selling Currency/Buying NZD	2019	2018	2019 $000	2018 $000
Sell AUD, maturity 1 month	**0.9106**	0.9177	**1,647**	9,970
Sell USD, maturity 0 – 3 months	**0.6635**	0.6894	**13,619**	9,213
Sell GBP, maturity 1 – 12 months	**0.5099**	0.5147	**19,122**	17,604
Sell CAD, maturity 0 – 6 months	**0.8840**	0.8985	**11,457**	5,845
Sell SGD, maturity 1 – 2 months	**0.9034**	0.9294	**205**	215
Sell JPY, maturity 1 – 6 months	**71.9095**	74.0000	**107**	67
Sell HKD, maturity 1 – 3 months	**5.2424**	5.3724	**739**	372
Buying Currency/Selling NZD				
Buy EUR, maturity 0–2 months	**0.5928**	0.5924	**1,142**	481
Buy AUD, maturity 1 month	**0.9513**	–	**752**	–

The fair value of forward exchange contracts is determined by comparing the market rates for contracts with the same nominal amount, exercise price and length of time to maturity.

9. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

ii) Forward Currency Options

	AVERAGE CONTRACTED RATE		NOTIONAL VALUE	
Selling Currency / Buying NZD	2019	2018	2019 $000	2018 $000
Sell USD, maturity 1 –12 months	**0.6666**	0.7014	**24,009**	18,542
Sell GBP, maturity 1 –12 months	**0.5171**	0.5165	**9,191**	12,587
Sell AUD	**–**	0.9170	**–**	5,453
Sell CAD, maturity 3 –11 months	**0.8852**	0.9018	**3,672**	4,715

A NZ IFRS 9: Financial Instruments requires that derivative financial instruments are classified as fair value through profit or loss for measurement purposes unless they are accounted for as hedges. Under NZ IAS 1: Presentation of Financial Statements, assets and liabilities under the fair value through profit or loss classification would generally be classified as current in the statement of financial position. However, if the intent is not to actually trade the derivative financial instruments with maturities greater than 1 year but to hold them until maturity, then the derivative financial instruments are more appropriately classified as non-current. The amounts that are classified as non-current reflect the amounts that will not be settled in the next 12 months.

The classification of forward exchange contracts and forward currency options between current and non-current is based on whether the contracts will be settled in the next 12 months. The fair value of open contracts existing at balance sheet date are classified as follows:

	2019		2018	
	Assets $000	Liabilities $000	Assets $000	Liabilities $000
Current:				
Forward Exchange Contracts	**777**	**–**	–	185
Foreign Currency Options	**311**	**–**	–	829
	1,088	**–**	–	1,014

9. DERIVATIVE FINANCIAL INSTRUMENTS (CONTINUED)

b) Interest Rate Swaps

In order to protect against risks relating to increases in interest rates, the Group has entered into interest rate swap contracts under which the Group receives interest at variable rates and has agreed to pay interest at fixed rates for varying terms of principal and time durations.

At balance sheet date interest rate contracts are in place that cover a total $95,000,000 (2018: $105,000,000) of current New Zealand dollar denominated Group debt through 12 separate cap rate agreements, which range in maturity from zero to five years, with a weighted average interest rate cap of 4.05% plus bank margin (2018: 3.82% plus bank margin). In addition, interest rate contracts are in place that cover a total A$27,500,000 (2018: A$24,500,000) of current Australian dollar denominated Group debt through six separate cap rate agreements, which range in maturity from three to five years, with a weighted average interest rate cap of 2.92% plus bank margin (2018: 3.74% plus bank margin).

At balance sheet date, the Group has a further four separate cap rate agreements that cover a total of $40,000,000 (2018: $70,000,000), which apply from various future dates to cover future Group indebtedness. These range in maturity from two to six years, with interest rate caps ranging between 2.1% and 3.71% plus bank margin (2018: 3.05% to 4.90% plus bank margin). A further two cap rate agreements are in place that cover a total of A$10,000,000 (2018: A$15,000,000), which apply from various future dates, ranging in maturity from four to six years, with interest rate caps ranging between 1.87% and 1.98% plus bank margin (2018: 1.95% and 2.37% plus bank margin). The application date of these New Zealand dollar and Australian dollar denominated future cap rate agreements range between August 2019 and July 2020.

The total fair value of these contracts at balance sheet date is a liability of $9,281,000 (2018: $5,717,000 liability).

A The Group has elected not to apply hedge accounting to its derivative financial instruments and accordingly the instruments have been classified as fair value through profit and loss.

The classification between current and non-current is based on whether the contracts or portion of contracts will be settled within the next 12 months. The total fair value of these contracts at balance sheet date are classified as follows:

	2019		2018	
	Assets $000	Liabilities $000	Assets $000	Liabilities $000
Current:				
Interest Rate Swaps	–	2,960	–	2,006
	–	2,960	–	2,006
Non-current:				
Interest Rate Swaps	–	6,321	–	3,711
	–	6,321	–	3,711

10. INTEREST-BEARING LOANS AND BORROWINGS

a) Debt Facilities Existing at Balance Sheet Date

A

Loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Fees paid on the establishment of loan facilities that are yield related are included as part of the carrying amount of the loans and borrowings. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after balance sheet date.

Borrowing costs are expensed as incurred except when they are directly attributable to the acquisition or construction of a qualifying asset. When this is the case, they are capitalised as part of that asset. Once the asset is put into productive use, capitalisation of the borrowing costs ceases.

At the balance sheet date the following debt facilities have been drawn upon by the Group.

	Maturity	Effective Interest Rate 2019	Effective Interest Rate 2018	2019 $000	2018 $000
Non-Current Debt Obligations					
Term facility (Multi-Currency)	3 January 2020	N/A	3.88%	–	131,853
Forward Start facility	3 January 2020	N/A	4.27%	–	99,940
Term facility (AUD)	3 January 2020	N/A	3.04%	–	34,823
Working capital facility	3 January 2020	N/A	3.02%	–	19,138
Term facility (Multi-Currency)	30 July 2022	4.00%	N/A	219,347	–
Term facility (AUD)	30 July 2022	2.40%	N/A	33,846	–
Working capital facility	30 July 2022	2.83%	N/A	22,856	–
Headroom facility	30 July 2022	N/A	N/A	(60)	–
				275,989	285,754

The carrying amount of the Group's non-current borrowings are the fair values at balance sheet date.

10. INTEREST-BEARING LOANS AND BORROWINGS (CONTINUED)

b) Terms and Conditions of Debt Facilities

i) Senior Debt Facilities

On 28 June 2019 the Group successfully completed the renegotiation of its syndicated Senior Debt facilities. The Group now has a syndicated Senior Debt facilities agreement with Westpac New Zealand Limited, Westpac Banking Corporation, Bank of New Zealand Limited (BNZ), China Construction Bank (New Zealand) Limited (CCB) and Hongkong and Shanghai Banking Corporation Limited (HSBC). The total syndicated Senior Debt facilities of $330 million have been extended through to 30 July 2022. The existing syndicated Senior Debt facilities were repaid on 28 June 2019.

With the syndicated facility a General Security Agreement remains in place in favour of the banks over the existing and future assets of Delegat Group Limited, Delegat Limited, Delegat Australia Pty Limited and Barossa Valley Estate Pty Limited.

At balance sheet date the Working Capital facility, Term facility (multi-currency), Term facility (AUD), and Headroom facility collectively make up the syndicated Senior Debt Facilities of Delegat, which provide funding for the assets of the Group. The maximum limit of the Working Capital facility is NZ$48,000,000 (2018: NZ$65,000,000), the Term facility (Multi-Currency) is NZ$220,000,000 (2018: NZ$146,000,000), Term facility (AUD) is A$40,000,000 (2018: A$35,000,000), and Headroom facility is NZ$20,000,000 (2018: Forward Start facility NZ$100,000,000). At balance sheet date NZ$52,832,000 (2018: $63,129,000) is available for further drawdown on these facilities.

The Term facility (AUD) and a portion of the Term facility (multi-currency) are denominated in Australian dollars (A$). The amount drawn down in foreign currency at the balance sheet date was A$61,850,000 (2018: A$61,350,000).

Interest on these facilities is based on the BKBM/BBSY plus margin. The facility agreement requires that certain banking covenants be met and requires the Group to maintain or better specified EBITDA and fixed charges coverage ratios, and maintain or better a minimum adjusted equity balance. The Group must also maintain or better a specified total tangible asset backing. At year-end, and at measurement dates during the year, the covenants of the Senior Debt Facilities have been met.

ii) Other Facilities

Delegat also has available an overdraft limit of $1,000,000 (2018: $1,000,000). Interest charged on this facility is at the commercial lending rate (2018: commercial lending rate). At 30 June 2019 the commercial lending rate is 5.85% (2018: commercial lending rate 5.85%). No amount is drawn against this facility at balance sheet date.

11. TRADE AND OTHER RECEIVABLES

A

On initial recognition, the Group's trade receivables are recognised at their transaction price as defined in NZ IFRS 15: Revenue from Contracts with Customers. The Group's trade receivable balances are generally short-term and do not contain a significant financing component. They are subsequently measured at amortised cost using the effective interest method, less an allowance for expected future credit losses.

The Group applies the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance for all trade receivables. Expected credit losses are measured by grouping trade receivables based on shared credit risk characteristics and the days past due. A provision matrix is then determined based on the historic credit loss rates for each group of customers, adjusted for any material expected changes to the future risk for that customer group.

Individual trade receivable balances which are known to be uncollectible are written off where the Group has no reasonable expectation of recovering the trade receivable balance.

	2019 $000	2018 $000
Trade receivables	**35,486**	38,122
Prepayments and sundry receivables	**3,046**	3,115
Goods and services tax	**1,482**	1,398
	40,014	42,635

As at 30 June 2019 the ageing of trade receivables is as follows:

Ageing of receivables As at 30 June 2019	New Zealand (including Asia Pacific) $000	Australia $000	United Kingdom $000	United States of America $000	Canada $000	Group $000
Current	2,012	13,629	11,266	3,912	4,227	**35,046**
1 to 30 days	–	3	–	302	67	**372**
31 to 60 days	1	–	–	–	27	**28**
61 to 90 days	–	–	–	1	39	**40**
Total trade receivables	**2,013**	**13,632**	**11,266**	**4,215**	**4,360**	**35,486**

All amounts recognised as trade receivables are unsecured and the maximum credit risk is equivalent to the carrying values noted directly above. Trade receivables are non-interest bearing and generally settled on 30 to 90 day terms. Due to their short-term nature trade receivables are not discounted.

In determining the historic loss rates to be applied to these customer groups and ageing buckets the Group has reviewed whether there were any bad debts written off over the last five years and has identified that these were $nil (2018: $nil). Accordingly the historic loss rates applied to each customer group at 30 June 2019 are 0% (2018: 0%).

Due to the short term nature of the Group's trade receivables, the nature of the Group's customer base and the Group's experience over the last five years, the historic loss rates have not been adjusted for any material expected future changes in credit risk.

12. INVENTORIES

A

Inventories are valued at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Costs of finished goods sold are assigned on a weighted average cost basis.

GRAPES

Included within the cost of inventory is the fair value of the grapes (agricultural produce) at the time the grapes are harvested. At the point of harvest, the harvested grapes qualify as agricultural produce under NZ IAS 41: Agriculture and are recorded at fair value at that date. The fair value becomes the basis of cost when accounting for inventories.

Growing Costs

i) Growing Costs where the Group maintains a Beneficial Ownership in Vine Stock

Harvesting of the grape crop is ordinarily performed in late March or early April. Costs incurred in growing the grapes, including any applicable harvest costs, are initially allocated into the cost of inventory as part of the total costs to acquire and grow the agricultural produce. At the point of harvest, a fair value adjustment is made so that the cost per tonne is adjusted to fair value in accordance with NZ IAS 41: Agriculture and NZ IFRS 13: Fair Value Measurement. Any difference between cost and fair value is included within the statement of financial performance as cost of sales.

ii) Growing Costs where the Group is not the Beneficial Owner of Vine Stock

The Group is party to long-term vineyard operating lease contracts where the Group is able to access, harvest and grow agricultural produce, however does not maintain the beneficial ownership in the underlying bearer plant. Vineyard costs that are incurred subsequent to harvest up to balance sheet date do not qualify as agricultural produce under NZ IAS 41: Agriculture and are accounted under NZ IAS 2: Inventories, as inventories. Where growing costs are incurred and the Group is not the beneficial owner of the bearer plants, growing costs are reported at the lower of cost and net realisable value in accordance with NZ IAS 2: Inventories.

At the point of harvest, management labour and vineyard lease costs have been separately identified from the pool of growing costs and do not form part of the difference between cost and fair value. These costs are expensed to the statement of financial performance as cost of sales.

E

The fair value of grapes at the point of harvest is determined by reference to the market prices for each variety of grape grown in the local area and the market price paid to independent grape growers. Any difference between cost and fair value is included within the statement of financial performance as cost of sales.

12. INVENTORIES (CONTINUED)

	2019 $000	2018 $000
Current vintage	**80,501**	85,050
Aged wine	**67,348**	52,418
Growing costs relating to next harvest	**4,280**	4,614
Winery ingredients, packaging materials and other	**5,729**	5,349
	157,858	147,431

During the year the Group harvested a total of 35,500 tonnes of grapes (2018: 40,059 tonnes) in New Zealand and Australia. Of this amount a total of 10,686 tonnes (2018: 12,289 tonnes) were purchased from independent third party growers. The fair value of agricultural produce from the Group's owned and leased vineyards at the point of harvest was $47,339,000 (2018: $51,264,000). A fair value gain of $14,019,000 (2018: $21,745,000) was recorded during the year and included within cost of sales. Included within cost of sales is a total of $157,121,000 (2018: $141,705,000) which represents costs expended in grape growing (inclusive of lease costs), procurement, delivery and materials.

13. PROPERTY, PLANT AND EQUIPMENT

A

Property, plant and equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses. Such costs include the cost of replacing parts that are eligible for capitalisation when the cost of replacing the parts is incurred. The cost of purchased property, plant and equipment is the value of the consideration given to acquire the assets and the value of other directly attributable costs, which have been incurred in bringing the assets to the location and condition necessary for their intended service.

The cost of self-constructed assets includes the cost of all materials used in the construction, direct labour on the project, operating lease and financing costs that are directly attributable to the project and an appropriate proportion of variable and fixed overheads. Costs cease to be capitalised when the asset is ready for productive use. In respect of vineyard improvements, capitalisation of costs continue until the vineyards are ready for productive use, which is when the vineyard has produced approximately 60% of expected yield at full production, ordinarily a period of three years after the planting of vines.

Land and Land Improvement assets are measured at cost and are not subject to depreciation.

IMPAIRMENT

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If an impairment trigger exists the recoverable amount of the asset is determined, being the higher of an asset's fair value, less costs to sell, and value in use. An impairment charge is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. For the purposes of assessing impairment, assets are valued at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

13. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

E

DEPRECIATION

Depreciation of property, plant and equipment, other than land, which has an indefinite economic life and hence not depreciated, is charged on a straight-line basis so as to write off the assets to their expected residual value over their estimated useful lives. The estimated useful lives are as follows:

Buildings	10–50 years
Plant and Equipment	3–50 years
Vineyard Improvements	3–50 years
Bearer Plants	50 years

The estimation of the useful lives of assets has been based on historical experience as well as lease terms. The condition of the assets are assessed at least once per year and considered against the remaining useful life. Adjustments to useful lives are made when considered necessary.

Depreciation on vineyard improvements commences when the vineyard is considered to be in commercial production, which is when the vineyard has produced approximately 60% of the expected yield at full production, ordinarily a period of three years after the planting of vines. The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate at the end of each financial year.

Capitalised assets on leased vineyards or office premises are depreciated over the shorter of the estimated useful life of the asset and the remaining lease term.

IMPAIRMENT

The Group assesses impairment of all assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. If an impairment trigger exists the recoverable amount of the asset is determined. Management considers there are no indicators of impairment in the current year and the recoverable amount of the Group's assets was not required to be determined.

a) Reconciliation of Carrying Amounts at the Beginning and End of the Year

Year ended 30 June 2019	Freehold Land and Land Improvements $000	Vineyard Improvements $000	Bearer Plants $000	Buildings $000	Plant and Equipment $000	Capital Work in Progress $000	Total $000
Net book value at 1 July 2018	126,911	71,084	45,458	109,286	125,172	31,950	**509,861**
Additions / Transfers	(325)	9,613	87	5,653	17,708	(340)	**32,396**
Disposals	–	–	–	(17)	(256)	–	**(273)**
Foreign currency translation	(289)	(624)	(122)	(390)	(330)	(74)	**(1,829)**
Depreciation charge	–	(3,007)	(1,218)	(2,664)	(8,692)	–	**(15,581)**
Net book value at 30 June 2019	126,297	77,066	44,205	111,868	133,602	31,536	**524,574**
At cost	126,304	116,317	57,152	129,153	226,665	31,536	**687,127**
Accumulated depreciation and impairment	(7)	(39,251)	(12,947)	(17,285)	(93,063)	–	**(162,553)**
Net book value at 30 June 2019	126,297	77,066	44,205	111,868	133,602	31,536	**524,574**

13. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

a) Reconciliation of Carrying Amounts at the Beginning and End of the Year (continued)

Year ended 30 June 2018	Freehold Land and Land Improvements $000	Vineyard Improvements $000	Bearer Plants $000	Buildings $000	Plant and Equipment $000	Capital Work in Progress $000	Total $000
Net book value at 1 July 2017	116,501	64,615	45,833	100,172	118,181	33,373	478,675
Additions / Transfers	11,535	8,876	726	11,444	15,678	(1,548)	46,711
Disposals	(1,375)	(74)	–	(173)	(425)	–	(2,047)
Foreign currency translation	250	470	97	313	356	125	1,611
Depreciation charge	–	(2,803)	(1,198)	(2,470)	(8,618)	–	(15,089)
Net book value at 30 June 2018	126,911	71,084	45,458	109,286	125,172	31,950	509,861
At cost	126,918	107,361	57,195	123,945	210,478	31,950	657,847
Accumulated depreciation and impairment	(7)	(36,277)	(11,737)	(14,659)	(85,306)	–	(147,986)
Net book value at 30 June 2018	126,911	71,084	45,458	109,286	125,172	31,950	509,861

b) Other Items

During the year no assets were transferred and classified as assets available for sale. The weighted average interest rate on interest capitalised during the year was 4.81%.

Bearer Plants consist of grape vines on our vineyards located in New Zealand and the Barossa Valley, Australia. At 30 June 2019 the Group has grape vines planted on 1,451 productive hectares of land (2018: 1,440 productive hectares) in New Zealand and 183 productive hectares (2018: 173 productive hectares) in Australia.

The net book value of vines on leased land where the Group does not have the beneficial ownership in the vine asset, is not reported above, as the risks and rewards incidental to owning the vines do not transfer to the Group. The Group is, however, party to leases of land on which vine stock is owned by the Group. The net book value of these assets are reported, as the risk and rewards incidental to ownership are retained by the Group.

14. INTANGIBLE ASSETS

A

Intangible assets acquired separately are measured on initial recognition at cost. The cost of the intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over their useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit (CGU) level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

E

Intangible assets currently owned by the Group have been assessed as having indefinite useful lives and are therefore tested annually for impairment at the cash-generating unit level. The recoverable amount of the CGU's assets are higher than the assets' carrying value and therefore no impairment is required to be recognised.

Intangible assets currently owned by the Group consist of water rights in both New Zealand and Australia.

Barossa Valley Estate Pty Limited (BVE) owns water rights consisting of shares in Barossa Infrastructure Limited and associated infrastructure levies. These water rights grant BVE the right to a fixed number of units of water per share and were purchased by BVE to support their vineyard activities. BVE continues to have the right to use the water over an indefinite period and therefore the water rights are considered to have an indefinite useful life.

Delegat Limited (Delegat) owns water rights consisting of shares in Lower Waihopai Dam Limited. These water rights grant Delegat the right to a fixed number of units of water per share and were purchased by Delegat to support their vineyard activities. Delegat continues to have the right to use the water over an indefinite period and therefore the water rights are considered to have an indefinite useful life.

The movement in the value of intangible assets is summarised as follows:

	2019 $000	2018 $000
Carrying value at the beginning of the year	4,663	4,068
Purchases of intangible assets	471	494
Disposal of intangible assets	(10)	(26)
Foreign currency translation	(174)	127
Carrying value at the end of the year	**4,950**	**4,663**

15. INCOME TAX EXPENSE

A

Current tax assets and liabilities for the current and prior periods are measured as the amount expected to be recovered from, or paid to, the taxation authorities based on the current period's taxable income. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the balance sheet date.

Deferred income tax is provided for all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all, or part of, the deferred income tax asset to be utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in the statement of financial performance.

Deferred tax assets and liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

15. INCOME TAX EXPENSE (CONTINUED)

	2019 $000	2018 $000
a) Numerical Reconciliation between aggregate tax expense in the statement of financial performance and tax expense calculated per the statutory income tax rate		
Accounting profit before tax	65,958	65,162
At the Group's statutory income tax rate of 28% (2018: 28%)	18,468	18,245
Tax impact of following items:		
Adjustments in respect of income tax of prior years	(75)	(293)
Entertainment	190	168
Legal fees	52	23
Non-assessable income	(28)	(37)
Non-deductible depreciation on buildings acquired post May 2010	387	350
Non-deductible items	–	2
Tax on foreign income due to different tax rates	(396)	(132)
Income tax expense for the year	18,598	18,326
b) The major components of income tax expense are:		
Income tax reported in the statement of financial performance		
Estimated current period tax assessment	17,741	15,834
Adjustments in respect of income tax of prior years	(996)	(174)
Movements in the deferred income tax liability	1,853	2,666
Income tax expense for the year	18,598	18,326
Income tax reported in the statement of other comprehensive income		
Net gain/(loss) on hedge of net investment	359	(311)
Income tax charged/(credited) to other comprehensive income	359	(311)

15. INCOME TAX EXPENSE (CONTINUED)

	2019 $000	2018 $000
c) Deferred income tax at balance sheet date relates to the following:		
Capitalised interest	4,864	4,497
Capitalised leases	409	469
Accelerated depreciation of long-term assets	18,184	14,572
Fair value adjustments on biological produce	8,105	9,454
Excess of fair value on acquisition of bearer plants over tax values	8,682	8,682
Provisions	(803)	(799)
Stock profit and intercompany eliminations	(1,352)	(973)
Tax losses carried forward	(207)	(263)
Financial derivative instruments	(2,294)	(1,885)
Net deferred tax liability	35,588	33,754
Balance at the beginning of the year	33,754	31,124
On surplus for year	1,853	2,666
Foreign currency translation	(19)	(36)
Balance at the end of the year	35,588	33,754

There are no elements of deferred taxes which are reported within equity.

16. IMPUTATION CREDIT ACCOUNT

	2019 $000	2018 $000
Balance at the beginning of the year	62,965	54,823
Tax payments	14,942	13,006
Fully imputed dividend paid	(5,610)	(4,864)
Balance at the end of the year	72,297	62,965

17. COMMITMENTS

a) Operating Leases

A

The determination of whether an arrangement is or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent upon the use of the specific asset or assets and the arrangement conveys a right to use the asset.

Operating lease payments are recognised as an expense in the statement of financial performance on a straight-line basis over the lease term. Operating lease costs that are directly attributable to bringing new vineyards to working condition for their intended use are capitalised up until the time the vineyards become commercially productive. The accumulated amount is then amortised over the remaining lease term. All other operating lease payments are recognised as an expense in the periods the amounts are payable.

E

The Group has entered into long-term vineyard leases which allow the Group to control the growing and harvesting of the grapes used in the production of finished product. After taking into consideration the terms and conditions within the lease, it is believed that the lessor retains the significant risks and rewards of ownership and the leases are accordingly classified as operating leases.

	2019 $000	2018 $000
Lease commitments under non-cancellable operating leases:		
Within one year	**15,135**	14,451
One to five years	**36,900**	38,036
Beyond five years	**43,496**	56,384
	95,531	108,871

Operating lease commitments include long-term land leases, which allow the Group to access prime viticultural land in the Marlborough and Hawke's Bay areas. The leases provide the Group the right of first refusal in the event that the land is put up for sale. Vineyard leases generally comprise an initial term of ten years with following rights of renewal which vary depending on the vineyard. Leases are reviewed every five years and if required the market rate of rent is adjusted in relation to the market value of the underlying land plus a guaranteed rate of return as determined by the five year government bond rate. Other operating lease commitments include short-term car, barrel and equipment leases.

b) Capital Commitments

The estimated capital expenditure contracted for at 30 June 2019 but not provided for is $17,129,000 (2018: $24,813,000).

18. RELATED PARTIES

a) Investment in Subsidiaries

Investments in controlled entities are as follows:

Name of Entity	Principal Activity	Country of Incorporation	Ownership Interest % 2019	2018
Delegat Limited	Winemaking, Sales and Distribution	New Zealand	100.00	100.00
Delegat Canada Limited	Brand Marketing	Canada	100.00	100.00
Delegat Australia Pty Limited	Sales and Distribution	Australia	100.00	100.00
Oyster Bay Wines (USA) Limited	Dormant	New Zealand	100.00	100.00
Delegat USA, Inc.	Sales and Distribution	United States of America	100.00	100.00
Delegat Europe Limited	Sales and Distribution	United Kingdom	100.00	100.00
Delegat (Singapore) Pte. Limited	Investment Holding Company	Singapore	100.00	100.00
Barossa Valley Estate Pty Limited	Winemaking	Australia	100.00	100.00
Delegat Japan G.K.	Dormant	Japan	100.00	100.00
Delegat (Shanghai) Trading Co. Limited	Sales and Distribution	China	100.00	100.00

The parent company of all subsidiaries is Delegat Group Limited, except for Delegat Europe Limited and Barossa Valley Estate Pty Limited whose immediate parent company is Delegat Limited, and Delegat (Shanghai) Trading Co. Limited whose immediate parent company is Delegat (Singapore) Pte. Limited.

All subsidiaries have a 30 June balance date except for Delegat (Shanghai) Trading Co. Limited which has a 31 December balance date as required by law in China.

18. RELATED PARTIES (CONTINUED)

b) Key Management Personnel

Details relating to key management personnel, including remuneration paid, are included within Note 19.

c) Related Parties by Virtue of Share Ownership

The following Directors hold the following number of Shares in the Parent	2019	2018
Delegat Share Protection Trust (Jakov Delegat and Rosamari Delegat and Robert Wilton – Trustees)	66,857,142	66,857,142
Robert Wilton	800,000	1,000,000
John Freeman	11,000	11,000

The individuals above are considered related parties as a result of their shareholding or by virtue of being considered a member of key management. During the year a total of $68,000 (2018: $65,000) was paid to Robert Wilton in his capacity as a non-executive Director. Rosamari Delegat received $68,000 (2018: $65,000) in her capacity as a non-executive Director during the year.

During the year a total of $100,000 (2018: $100,000) was paid to Robert Wilton in his capacity as an independent consultant, under normal terms and conditions.

Please also refer to the Disclosure of Directors' Interests at the back of this report.

d) Transactions with Related Parties who have Significant Influence over Subsidiary Companies

During the period Delegat Australia Pty Limited paid a total of $27,000 (2018: $27,000) to Yaroona Pty Limited. The payments made to Yaroona Pty Limited were made in Peter Taylor's capacity as Company Director and were under normal commercial terms and conditions. Peter Taylor was considered to be a related party by virtue of his ability to significantly influence the financial and operating policies of a subsidiary company.

During the period Barossa Valley Estate Pty Limited paid a total of $49,000 (2018: $45,000) to Range Road Estate Pty Limited, including directors' fees of $21,000 (2018: $22,000). The remaining payments made to Range Road Estate Pty Limited were made in Alan Hoey's capacity as an independent consultant and under normal terms and conditions. Alan Hoey was considered to be a related party by virtue of his ability to significantly influence the financial and operating policies of a subsidiary company.

During the period Delegat Limited paid a total of $2,000 (2018: $8,000) to Range Road Estate Pty Limited. The payments made to Range Road Estate Pty Limited were made in Alan Hoey's capacity as an independent consultant and under normal terms and conditions. Alan Hoey was considered to be a related party by virtue of his ability to significantly influence the financial and operating policies of a subsidiary company.

During the period Delegat (Singapore) Pte. Limited paid a total of $1,000 (2018: $10,000) and Delegat Limited paid a total of $5,000 (2018: $Nil) to Camelot Trust Pte. Limited, a company in which a Director of Delegat (Singapore) Pte. Limited has an interest. The payments made to Camelot Trust Pte. Limited are made in Anita Chew Peck Hwa's capacity as Company Director and under normal terms and conditions.

19. KEY MANAGEMENT PERSONNEL

Compensation of Key Management Personnel

Included in the definition of related parties are Key Management Personnel having authority and responsibility for planning, directing and controlling the activities of the entity either directly or indirectly, including any Director. Management has assessed the composition of the Key Management and their compensation for the year ended 30 June is presented below:

	2019 $000	2018 $000
Short-term employee benefits	7,781	7,909
Post-employment benefits (including defined contribution pension plan)	230	226
	8,011	8,135

20. EVENTS SUBSEQUENT TO BALANCE SHEET DATE

On 23 August 2019, the Directors of the Parent declared a fully imputed dividend of $17,192,000 (17.0 cents per Share) to be paid on 11 October 2019.

EY Building a better working world

Chartered Accountants

Independent auditor's report to the Shareholders of Delegat Group Limited

Report on the audit of the financial statements

Opinion

We have audited the consolidated financial statements of Delegat Group Limited ("the company") and its subsidiaries (together "the Group") on pages 26 to 73, which comprise the statement of financial position of the group as at 30 June 2019, and the statement of financial performance, statement of other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended of the group, and the notes to the financial statements including a summary of significant accounting policies.

In our opinion, the consolidated financial statements on pages 26 to 73 present fairly, in all material respects, the financial position of the group as at 30 June 2019 and its financial performance and cash flows for the year then ended in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

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

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the group in accordance with Professional and Ethical Standard 1 (revised) Code of Ethics for Assurance Practitioners issued by the New Zealand Auditing and Assurance Standards Board, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

Ernst & Young provides tax advisory and tax compliance services to the Group. Partners and employees of our firm may deal with the Group on normal terms within the ordinary course of trading activities of the business of the Group. We have no other relationship with, or interest in, the Group or any of its subsidiaries.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial statements* section of the audit report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Building a better working world

Chartered Accountants

Why Significant?	How our audit addressed the key audit matter
Revenue Recognition – Cut Off and IFRS 15 implementation	
As disclosed in note 3 to the financial statements, the Group recognised revenue totalling $278m for the period. The Group adopted NZ IFRS 15 *Revenue from Contracts with Customers* ("NZ IFRS 15") from 1 July 2018. Under NZ IFRS 15 an entity must recognise revenue with respect to the performance obligations it has identified within its contracts with customers. The Group has determined that NZ IFRS 15 does not have any impact on the timing or measurement of revenue recognition, other than the reclassification of certain selling, marketing and promotion expenses now being recorded as a reduction to revenue. This is as a result of these expenses now being considered an element of the relevant transaction price. The Group has adopted the fully retrospective transition provisions of NZ IFRS 15 and as such the Group has restated the statement of financial performance for the year ended 30 June 2018. As disclosed in note 1, the restatement for the year ended 30 June 2018 has resulted in a reduction in revenue of $16m and a corresponding reduction in selling, marketing and promotion expenses. The Group recognises revenue from sale of goods in several different markets and jurisdictions globally. Control of the goods is considered to have transferred to the buyer at the time of delivery of goods to the customer as per the relevant terms of trade. Revenue recognition is considered a key audit matter due to the adoption of NZ IFRS 15 and the fact that material revenue transactions can occur close to year end and so there is a risk that revenue is recognised in the incorrect period.	In obtaining sufficient appropriate audit evidence we: • evaluated the Group's revised policies and procedures against the requirements of NZ IFRS 15, including the restatement of the 30 June 2018 statement of financial performance; • assessed and tested the design and operating effectiveness of relevant controls over the timing of revenue recognition; • tested, on a sample basis, transactions recorded in the periods before and after year-end to assess whether they were recorded in the correct period. This included considering shipping documentation or other documentation indicating the shipping timing and terms; • analysed credit notes issued after year end to assess whether these indicated that revenue was incorrectly recognised in the 2019 financial year; and • considered the adequacy of the disclosures in the financial statements, including the NZ IFRS 15 restatement.
Rebates and Promotional Allowances	
As disclosed in note 3 to the financial statements, revenue is recognised net of rebates and promotional allowances owed to customers based on their individual arrangements, including volume and non-volume related targets. As disclosed in note 3 the accrual for these rebates as at 30 June 2019 is $22.7m. Rebates and promotion expenses include various amounts due to customers for promotional support and rebates related to sales volume that are netted against sales. At year end judgement is required in estimating the level of achievement of future targets by relevant customers and therefore the level of applicable rebates and promotional allowances. The value of the rebate and promotional allowances accrual at balance date, together with the level of judgement involved in their estimation, lead to us considering this to be a key audit matter.	In obtaining sufficient appropriate audit evidence we: • evaluated the Group's accounting policy with the requirements of NZ IFRS 15 as it relates to accounting for rebates and promotional allowances; • assessed and tested the design and operating effectiveness of relevant controls over the calculation of rebates and promotional allowances; • selected a sample of sales promotional expenses from throughout the year and agreed to supporting documentation; • performed analysis of the relationship between revenue and the total of rebates and volume related promotional allowance expenses to ascertain if this relationship was in line with our understanding of the Group's operations; • considered the assumptions and judgements used by the Group in calculating the accrual for rebates and promotional allowances by reviewing management's calculations supporting the year end accruals. For a sample of rebate and promotional allowances accruals, we assessed the calculation prepared by management and validated the calculation inputs to supporting evidence; • performed analytical procedures on the rebates and promotional allowances for the largest accruals in each location in comparison to the prior year to challenge the nature and quantum of the accruals at year end; and • considered the adequacy of the disclosures in the financial statements.

Chartered Accountants

Information other than the financial statements and auditor's report
The directors of the company are responsible for the Annual Report, which includes information other than the financial statements and auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

If, based upon the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' responsibilities for the financial statements
The directors are responsible, on behalf of the entity, for the preparation and fair presentation of the financial statements in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing on behalf of the entity the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (New Zealand) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of the auditor's responsibilities for the audit of the financial statements is located at the External Reporting Board's website: https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-1/. This description forms part of our auditor's report.

The engagement partner on the audit resulting in this independent auditor's report is Brent Penrose.

Ernst & Young

Auckland

23 August 2019

A member firm of Ernst & Young Global Limited

CORPORATE GOVERNANCE STATEMENT

CORPORATE GOVERNANCE

Delegat Group Limited ("the Group") is committed to maintaining the highest standards of governance by adopting and implementing best practice structures and policies. This Corporate Governance Statement sets out the corporate governance policies, practices, and processes adopted and followed by the Group (including the guiding principles, authority, responsibilities, membership and operation of the Board of Directors) as at 23 August 2019 and has been approved by the Board.

The best practice principles (and underlying recommendations) which the Group has had regard to in determining its governance approach are the principles set out in the NZX Corporate Governance Code 2017 ('NZX Code'). The Board's view is that the Group's corporate governance policies, practices and processes generally follow the recommendations of the NZX Code. This Corporate Governance Statement includes disclosure of the extent to which the Group has followed each of the recommendations in the NZX Code (or where applicable, an explanation as to why a recommendation was not followed and any alternative practice followed in lieu of the recommendation).

The Group is a company incorporated in New Zealand and listed on the NZX Main Board. Further information about the Group's corporate governance framework (including the Board and Board Committee charters, and codes and selected policies referred to in this section) is available on the Group's investor relation website at www.delegatgroup.com.

PRINCIPLE 1 – CODE OF ETHICAL BEHAVIOUR

Directors should set high standards of ethical behaviour, model this behaviour and hold management accountable for these standards being followed throughout the organisation.

CODE OF ETHICS AND RELATED POLICIES

Recommendation 1.1: The board should document minimum standards of ethical behaviour to which the issuer's directors and employees are expected to adhere (a code of ethics).

The Group expects its Directors, senior management and employees to maintain the highest standards of honesty, integrity and ethical conduct in day to day behaviour and decision making. The Board has adopted a Code of Ethics which incorporates the requirements set out in Recommendation 1.1, and forms part of the induction process for all new employees and is available on the Group's website. All Directors, senior management and employees must provide acknowledgement that they have read and understood the content.

FINANCIAL PRODUCTS TRADING POLICY

Recommendation 1.2: An issuer should have a financial product dealing policy which applies to employees and directors.

The Financial Products Trading Policy sets out the Group's requirements for all Directors and employees in relation to trading the Group's shares and is available on the Group's website. This policy incorporates all trading restraints. In general, Directors and employees are allowed to trade in the Group shares during two 'trading windows'. Trading windows commence on the day after the half-year and full-year results are announced to the market and run for a period of 60 days. Trading outside these windows is generally prohibited. Proposed transactions by Directors and employees during the trading windows require approval. The policy also provides that no Directors or employees can trade shares if they are in possession of price sensitive information that is not publicly available.

PRINCIPLE 2 – BOARD COMPOSITION AND PERFORMANCE

To ensure an effective board, there should be a balance of independence, skills, knowledge, experience and perspectives.

BOARD CHARTER

Recommendation 2.1: The board of an issuer should operate under a written charter which sets out the roles and responsibilities of the board. The board charter should clearly distinguish and disclose the respective roles and responsibilities of the board and management.

The Board has adopted a formal Board Charter which sets out the respective roles, responsibilities, composition and structure of the Board and senior management, and this is available on the Group's website. The Board is responsible for the direction and control of the Group's activities and acknowledges the need for the highest standard of corporate governance. The responsibility includes such areas of stewardship as the identification and control of the Group's business risks, the integrity of management systems and reporting to shareholders. The primary objective of the Board is to build long-term shareholder value, with due regard to other stakeholder interests. It does this by adopting the strategic plans, objectives and policies that have been set for the Group by the Managing Director, together with senior management. Responsibility for day-to-day management of the Group has been delegated to the Managing Director and other senior management, to deliver effective execution of the strategic plans and manage the daily affairs of the Group. The Managing Director reports regularly to the Board on Group performance, as well as the progress being made against the strategic plans. Management are responsible for implementing the objectives and strategies approved by the Board, within the ambit of risk set by the Board.

NOMINATION AND APPOINTMENT OF DIRECTORS

Recommendation 2.2 and 2.3: Every issuer should have a procedure and appointment of directors to the board. An issuer should enter into written agreements with each newly appointed director establishing the terms of the appointment.

The Board collectively considers the nominations of Directors. In doing this, the Board's procedure involves careful consideration of the composition of the Board in relation to the Group's needs and operating environment to ensure relevant skills and experience. This also applies to the consideration of additional or replacement Directors, subject to the constitutional limitation on the number of Directors. In so doing, as noted, the priority must be on ensuring the skills, experience and diversity on the Board, and the skills that are necessary or desirable for the Board to fulfil its governance role and to contribute to the long-term strategic direction of the Group. The Board may engage consultants to assist in the identification, recruitment and appointment of suitable candidates.

When appointing new Directors, the Board ensures that the constitutional requirements in respect of Directors will continue to be satisfied. There must be at least three and no more than nine, at least two Directors must be resident in New Zealand and, while the Company is listed, at least two Directors must be determined by the Board to be independent.

The NZX Listing Rules and the Group's Constitution requires that all directors stand for re-election at the Annual Meeting of Shareholders within three years of last being elected. Directors may be appointed by the Board to fill vacancies, but they are then subject to re-election at the next Annual Meeting of Shareholders. In addition to Directors retiring by rotation, and eligible for re-election, nominations may be made by Shareholders. All new Directors will enter into a written agreement with the Group setting out the terms of their appointment.

DIRECTORS

Recommendation 2.4: Every issuer should disclose information about each director in its annual report or on its website, including a profile of experience, length of service, independence and ownership interests and director attendance at board meetings.

The Board currently comprises six Directors; four Non-Executive and two Executive Directors. The Board has considered which of its Directors are deemed to be independent for the purposes of the NZX Listing Rules and has determined that as at 23 August 2019, two Directors were independent Directors, including the Chair of the Audit & Risk Committee and the Chair of the Remuneration Committee. As at the date of this Annual Report, the Directors are:

Jakov (Jim) Delegat	Executive	Appointed in April 2006
Rosemary (Rose) Delegat	Non-Executive	Appointed in April 2006
John Freeman	Executive	Appointed in July 2018
Robert (Bob) Wilton	Non-Executive	Appointed in April 2006
Dr Alan Jackson	Independent	Appointed in October 2012
Shelley Cave	Independent	Appointed in September 2016

A profile of experience for each director is available on the Group's website and included in the Annual Report on pages 23 and 24.

DIVERSITY

Recommendation 2.5: An issuer should have a written diversity policy which includes requirement for the board or a relevant committee of the board to set measurable objectives for achieving diversity (which, at a minimum, should address gender diversity) and to assess annually both the objectives and the entity's progress in achieving them. The issuer should disclose the policy or a summary of it.

Because of the range of our operating environments as a global company, our workforce, including potential employees, come from all walks of life. Every individual is unique, having different skills and experiences. People come from many cultures and backgrounds, along with a wide range of other personal attributes including gender, age, culture, disability (mental, learning, physical), economic background, language(s) spoken, marital/partnered status, physical appearance, race, religious beliefs and gender identity, or sexual orientation. The Group has a commitment to attracting, selecting, developing and retaining the most suitable employees from this diverse range of attributes. The Group's Diversity Policy (including inclusiveness) is available on the Group's website.

A breakdown of the gender composition of the Group is:

	Global Sales	%	Viticulture	%	Winemaking, Bottling & Warehousing	%	Management & Admin	%	Total	%
Female	91	61%	15	18%	31	27%	46	69%	**183**	**44%**
Male	59	39%	69	82%	84	73%	21	31%	**233**	**56%**
	150		84		115		67		**416**	

DIVERSITY (CONTINUED)

The Board and Management recognise that the need for diversity and inclusiveness leads to a balanced workforce. The Group has this year put in place a formal diversity plan focused on:

- Diversity education;
- Unconscious bias understanding;
- Updating, and the collection of, relevant demographic data;
- The review of recruitment and performance assessment processes (for gender bias in particular); and
- Policies and procedures to support equitable treatment of all existing and future employees.

Further ongoing work streams are in progress, and the Board is satisfied with the rate of progress to date on these foundational aspects. From the recent survey, the findings are a very high level of long-term employees and a strong sense of "belonging within the Delegat Group".

The following is a breakdown of the gender composition of Directors and senior management at the Group's balance date.

	% Female (Number)		% Male (Number)	
	2019	2018	2019	2018
Directors	33% (2)	33% (2)	67% (4)	67% (4)
Senior Management	19% (4)	19% (4)	81% (17)	81% (17)

DIRECTOR TRAINING

Recommendation 2.6: Directors should undertake appropriate training to remain current on how to best perform their duties as directors of an issuer.

The Board expects all Directors to be members of the Institute of Directors and to undertake continuous education to remain current on how to best perform their responsibilities and keep abreast of changes and trends in economic, political, social, financial and legal climates and governance practices. The Board also ensures that new Directors are appropriately introduced to management and the business, that all Directors are updated on relevant industry and Group issues and receives copies of appropriate Group documents to enable them to perform their roles. The Board visits each of the Group's main operational areas by rotation annually.

BOARD EVALUATION

Recommendation 2.7: The board should have a procedure to regularly assess director, board and committee performance.

The Chairman of the Board leads a bi-annual performance review and evaluation of the performance of the directors, the Board as a whole, and of the Board committees against the Board and committee charters, including seeking Directors' views relating to Board and committee process, efficiency and effectiveness. All non-executive Directors are expected to participate in performance reviews, particularly prior to the re-election of a non-executive Director to the Board. The findings of the performance review process are used to identify, assess and enhance Directors' competencies and to define characteristics or skills which should be sought in future Board candidates.

DIRECTOR INDEPENDENCE

Recommendation 2.8 and 2.9: A majority of the board should be independent directors. An issuer should have an independent chair of the board. If the chair is not independent, the chair and the CEO should be different people.

The Board comprises six Directors, two of whom are deemed "independent" according to the NZX Code. The Board recognises this divergence from the Code that for best practice a majority of board members will be independent. In respect to Director composition and given the various operating environments of the Group and its needs, the Board considers that the profile offered by each Director, and all Directors collectively, provides appropriate experience, skill and diversity to meet its governance responsibilities. In looking to future board appointments the Board is committed to achieving compliance with the Code and will, when appropriate, propose suitable or additional nominees. The Board is of the view the divergence has not interfered with the Directors' capacity to provide independent judgements in fulfilling their responsibilities.

The Board Charter is explicit in that the Chairman and Managing Director roles are separate.

PRINCIPLE 3 – BOARD COMMITTEES

The Board should use committees where this will enhance its effectiveness in key areas, while still retaining board responsibility.

AUDIT AND RISK COMMITTEE

Recommendation 3.1: An issuer's audit committee should operate under a written charter. Membership on the audit committee should be majority independent and comprise solely of non-executive directors of the issuer. The chair of the audit committee should be an independent director and not the chair of the board.

The Audit and Risk Committee operates under a written Charter, and this is available on the Group's website. The Audit and Risk Committee comprises Dr Alan Jackson (Chair), Robert Wilton and Shelley Cave, and meets at least four times during the year, and more frequently if required. The Audit and Risk Committee advises and assists the Board in discharging its responsibility with respect to financial reporting, tax planning, compliance and risk management practices of the Group.

Recommendation 3.2: Employees should only attend audit committees at the invitation of the audit committee.

The Managing Director and Chief Financial Officer attend Audit and Risk Committee meetings at the invitation of the Audit and Risk Committee. The Audit and Risk Committee may invite any senior management member to present on their respective function or a particular subject matter that is relevant in the committee considering the Group's compliance or risk management practices. The Group's external auditor also attends meetings at the committee's invitation. The Audit and Risk Committee receives feedback from the external auditor (without management present), concerning any matters that arise in connection with the audit and performance of management's roles.

REMUNERATION COMMITTEE

Recommendation 3.3: An issuer should have a remuneration committee which operates under a written charter (unless this is carried out by the whole board). At least a majority of the remuneration committee should be independent directors. Management should only attend remuneration committees at the invitation of the remuneration committee.

The Remuneration Committee operates under a written Charter, and this is available on the Group's website. The Remuneration Committee comprises Shelley Cave (Chair), Dr Alan Jackson and Robert Wilton, and meets at least two times during the year, and more frequently if required. The Remuneration Committee assists the Board in discharging its responsibilities with respect to the remuneration and performance of the Group Managing Director and other senior management, remuneration of Directors, human resources policy and strategy and succession planning. The Managing Director and People and Culture Manager attend Remuneration Committee meetings at the invitation of the Remuneration Committee.

NOMINATION COMMITTEE

Recommendation 3.4: An issuer should establish a nomination committee to recommend director appointments to the board (unless this is carried out by the whole board), which should operate under a written charter. At least a majority of the nomination committee should be independent directors.

The Board does not operate a separate Nomination Committee as Director appointments are considered by the Board as a whole. The Board's procedure for the nomination and appointment of Directors' is summarised under Principle 2 above (under the heading "Nomination and Appointment of Directors").

OVERVIEW OF BOARD COMMITTEES

Recommendation 3.5: An issuer should consider whether it is appropriate to have any other board committees as standing board committees. All committees should operate under written charters. An issuer should identify the members of each of its committees, and periodically report member attendance.

The Board does not operate any other committees apart from the Audit and Risk Committee and the Remuneration Committee. The Group has considered whether any other standing Board committees are appropriate and has determined the existing committee structure is appropriate for meeting governance obligations. Each committee operates under a charter which is available on the Group's website. Committee members are appointed from members of the Board and membership is reviewed on an annual basis. Any recommendation made by the committee is typically submitted to the Board for formal approval. The Managing Director and relevant key executives are invited to attend committee meetings as appropriate.

ATTENDANCE AT BOARD AND COMMITTEE MEETINGS

For the year ended 30 June 2019	Board	Audit and Risk	Remuneration
Number of meetings held	6	6	2
	Attended	Attended	Attended
Jim Delegat	6		
Rose Delegat	6		
John Freeman	6		
Robert Wilton	6	6	2
Shelley Cave	5	5	2
Dr Alan Jackson	6	6	2

TAKEOVER PROTOCOLS

Recommendation 3.6: The board should establish appropriate protocols that set out the procedures to be followed if there is a takeover offer for the issuer including any communications between insiders and the bidder. The board should disclose the scope of independent advisory reports to shareholders. These protocols should include the option of establishing an independent takeover committee, and the likely composition and implementation of an independent takeover committee.

Given the Group's shareholding structure, with the largest Shareholder being the Delegat Share Protection Trust (a related party), the Board considers the likelihood of an unanticipated takeover to be low, and so the Board, in the event of a takeover offer, has agreed that a Takeover Response Committee would be convened comprising Independent Directors. That committee would consider the Group's actions in relation to the takeover offer, including seeking appropriate legal, financial, and strategic advice, complying with takeover regulation (including the appointment of an independent advisor under the Takeovers Code and the preparation of a Target Company Statement) and determining what additional information (if any) would be provided by the Group to the bidder.

PRINCIPLE 4 – REPORTING AND DISCLOSURE

The board should demand integrity in financial and non-financial reporting, and in the timeliness and balance of corporate disclosures.

The Board is committed to timely, accurate and meaningful reporting of financial and non-financial information.

CONTINUOUS DISCLOSURE

Recommendation 4.1: An issuer's board should have a written continuous disclosure policy.

As a listed company there is an imperative to ensure the market is appropriately informed. The Group has a Continuous Disclosure Policy, and this is available on the Group's website. The purpose of this policy is to ensure the Group complies with its continuous disclosure obligations by ensuring timely, accurate and complete information is provided to all Shareholders and market participants.

CHARTERS AND POLICIES

Recommendation 4.2: An issuer should make its code of ethics, board and committee charters and the policies recommended in the NZX Code, together with other key governance documents, available on its website.

Information about the Group's corporate governance framework (including Code of Ethics, Board and Committee charters, and other selected key governance codes and policies) is available to view on the Group's website.

FINANCIAL AND NON-FINANCIAL REPORTING

Recommendation 4.3: Financial reporting should be balanced, clear and objective. An issuer should provide non-financial disclosure at least annually, including considering environmental, economic and social sustainability factors and practices. It should explain how operational or non-financial targets are measured. Non-financial reporting should be informative, including forward looking assessments, and align with key strategies and metrics monitored by the board.

FINANCIAL REPORTING

The Audit and Risk Committee oversees the quality and integrity of external financial reporting including the accuracy, completeness and timeliness of financial statements, and ensuring the financial reporting is balanced, clear and objective. It reviews annual and half year financial statements and makes recommendations to the Board concerning the application of accounting policies and practices, areas of judgement, compliance with accounting standards, stock exchange and legal requirements, and the results of the external audit.

FINANCIAL REPORTING (CONTINUED)

Management's accountability for the Group's financial reporting is reinforced by the written confirmation from the Managing Director and Chief Financial Officer that, in their opinion, financial records have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the Group. Such representations are given based on a sound system of risk management and internal control which is operating effectively in all material respects in relation to financial reporting risk.

NON-FINANCIAL REPORTING

The Group assesses its exposure to environmental, economic and social sustainability as part of the overall framework for managing risk (see Principle 6 – Risk Management). The Group is committed to improving standards of environmental performance to enable a more efficient and sustainable future. Accordingly, the Group follows longstanding practices around management of environmental factors affecting the business, including strategies relating to water conservation, viticulture management, sustainable wine growing practices and wetland preservation initiatives. Further reporting on these and other social and sustainability factors is in progress.

During this financial year the Group has been focused on the development of measurable initiatives in respect to three key areas; inclusion, people and climate change. Each of these areas are key to supporting a value based organisation which focusses on harnessing the passion of those people intent on personal achievement and recognition. Some progress has been made in documenting and implementing practices in employment and unconscious bias against which actual performance will be measured in future reports.

In terms of global warming a focus has been on travel (and, air travel). Even though growth has continued, efficiencies in travelling on fewer occasions has been a positive outcome. In viticulture, planned development to multi-task the use of vineyard equipment has reduced fuel consumption, relative to the growth in production, as has education of operators in speed and consumption of fuel. Measurable benefits will be included in future reports.

PRINCIPLE 5 – REMUNERATION

The remuneration of directors and executives should be transparent, fair and reasonable.

DIRECTORS' REMUNERATION

Recommendation 5.1: An issuer should recommend director remuneration to shareholders for approval in a transparent manner. Actual director remuneration should be clearly disclosed in the issuer's annual report.

REMUNERATION – EXECUTIVE CHAIRMAN AND MANAGING DIRECTOR

The criteria for reviewing the remuneration for executive directors includes, as appropriate, advice obtained from external independent consultants, specific market comparison of roles using independent surveys, consideration of role expectations and requirements, and level of achievement against business and personal objectives.

REMUNERATION – NON-EXECUTIVE DIRECTORS

Remuneration levels are set at competitive levels to attract and retain appropriately qualified Directors. The Group's policy is to pay its Directors in cash. The fees of the Non-Executive Directors are set within the aggregate amount determined by Shareholders by a resolution. The criteria for reviewing Non-Executive Director remuneration includes obtaining advice from external consultants as appropriate, information on Board arrangements for other corporations of similar size and complexity, and the review of current and expected workloads (including as Chairman of the Board Committees). The NZX Listing Rules require that the Shareholders approve the total aggregate amount payable to all Directors as Directors' fees. Approval was last sought in 2016, when the pool limit was set at $400,000 per annum. Director remuneration is included in the Annual Report on page 91.

REMUNERATION POLICY

Recommendation 5.2: An issuer should have a remuneration policy for remuneration of directors and officers, which outlines the relative weightings of remuneration components and relevant performance criteria.

The Group has adopted a Remuneration Policy which sets out the remuneration principles that apply to all Non-Executive Directors and all employees including senior management, to ensure that remuneration practices are fair and appropriate, and that there is a clear link between remuneration and performance. The Group is committed to applying fair and equitable remuneration and reward practices in the workplace, taking into account internal and external relativity, the commercial environment, the ability to achieve the Group's business objectives and the creation of Shareholder value. Under the Group's remuneration practices, job size relative to the relevant competitive market for talent, as well as individual performance against defined key performance objectives, are key considerations in all remuneration-based decisions.

EMPLOYEE REMUNERATION

The number of employees and former employees within the Group, receiving remuneration and benefits above $100,000, relating to the year ended 30 June 2019 is included in the Annual Report on page 94.

MANAGING DIRECTOR (CHIEF EXECUTIVE OFFICER) REMUNERATION

Recommendation 5.3: An issuer should disclose the remuneration arrangements in place for the CEO in its annual report. This should include disclosure of the base salary, short-term incentives and the performance criteria used to determine performance based payments.

The remuneration of the Managing Director for the year ended 30 June 2019 is included in the Annual Report on page 91.

The remuneration of the Managing Director comprises both a fixed and variable performance component. Fixed remuneration includes a base salary, contributions to superannuation, wine and telephone allowances. The Managing Director received a variable performance incentive of $220,000 linked to Group performance and achievement against strategic goals. The short-term incentive target was $200,000 and based on the achievement of pre-determined operational performance targets (Group EBIT) and sales volume. A maximum amount of $300,000 was payable for outstanding performance.

SENIOR MANAGEMENT

The Group's senior management are appointed by the Managing Director and the senior management sales executives' key performance objectives are comprised of specific Group financial objectives along with business related individual objectives. Establishing and monitoring these key performance objectives is done annually by the Managing Director, recommending them to the Remuneration Committee, for approval. The performance of the sales executives against these key performance objectives is evaluated annually and serves as a key determinant of any short-term incentive scheme values and payments.

SHORT-TERM INCENTIVE PAYMENTS

Short-term incentive payments are at risk cash payments designed to motivate and reward for short-term (within each financial year) performance. The target value of a short-term incentive payment is set by the Managing Director with a specified dollar potential available to each participant in the scheme. The target areas for all employees who are entitled to a short-term incentive payment are set based on a combination of Group financial performance and specific sales targets relative to the employee's area of responsibility and individual goals. The weightings applied to each of the target areas will be generally consistent throughout the Group for roles entitled to a short-term incentive payment, but may vary depending on specific areas of focus as determined by the Managing Director. The Remuneration Committee approves senior management short-term incentive payments and the Managing Director approves the short-term incentive payments to be made to sales employees at year end of the financial year and approves the sales employee's targets for the following year.

PRINCIPLE 6 – RISK MANAGEMENT

Directors should have a sound understanding of the material risks faced by the issuer and how to manage them. The board should regularly verify that the issuer has appropriate processes that identify and manage potential and material risks.

RISK MANAGEMENT

Recommendation 6.1: An issuer should have a risk management framework for its business and the issuer's board should receive and review regular reports. An issuer should report the material risks facing the business and how these are being managed.

RISK MANAGEMENT (CONTINUED)

Risk management is an acknowledged important factor in corporate governance. The Board is responsible for the Group's risk assessment, management and internal control and considers it has carried out a robust risk assessment process. The Board has identified a number of risks in the Group's operations that are commonly faced by other entities in the industry in which the Group operates. The Board and Management of the Group considers they have taken all reasonable steps to manage and mitigate these risks.

In viticulture the issues of weather, disease and pest control are an ongoing management activity. Viticultural techniques are in place and in practice which the Board and Management considers effectively mitigate this risk.

Brand reputation and brand security is an identified risk that is the subject of ongoing surveillance, and techniques and practices are in place which the Board and Management considers effectively mitigate this risk.

Supply Chain risk is monitored, and the Group has identified a range of suppliers operating in different jurisdictions to mitigate the risk of the loss of a single supplier.

Technology risk, particularly in relation to hacking or illegal access to systems, is managed through a dedicated information technology department, along with external consultants which the Board and Management considers effectively mitigate this risk.

The Managing Director, together with senior management, meet regularly on risk assessment affecting the business and maintain a risk matrix which is used to monitor and mitigate these risks. A risk matrix measures the impact of the risk and likelihood of occurrence and is provided to the Audit and Risk Committee and Board annually. The Group maintains insurance policies that it considers adequate to meet insurable risks.

HEALTH AND SAFETY

Recommendation 6.2: An issuer should disclose how it manages its health and safety risks and should report on its health and safety risks, performance and management.

The Board has responsibility for ensuring the Group maintains a health and safety management system that meets best practice standards to protect the health and safety of employees and contractors engaged by the Group. A Workplace Health and Safety Report, which covers Group performance across a range of measures of Health and Safety, is presented to and reviewed by the Board at each Board meeting. The Board and senior management are appraised of all notifiable incidents and injuries and the actions taken to ensure the health and wellbeing of injured persons. Actions taken to prevent incident reoccurrence are also advised.

The People and Culture Manager and specialist team members in the People and Culture function assist the Board in meeting its responsibilities under the Health and Safety at Work Act 2015, other regulations and policies.

Management operates and assesses the effectiveness of risk assessment and mitigation, safety processes and systems, capability of staff and the general culture of the business in relation to safety.

The Group has implemented a Health and Safety Risk Matrix to identify specific hazards and risks, assess their severity of impact and likelihood of occurrence, document mitigation strategies and determine the level of residual risk. This matrix is reviewed at least annually by the Board and annual Health and Safety objectives and key performance indicators are set for the business based on the significant risks identified.

PRINCIPLE 7 – AUDITORS

The board should ensure the quality and independence of the external audit process.

EXTERNAL AUDIT

Recommendation 7.1 and 7.2: The board should establish a framework for the issuer's relationship with its external auditors. This should include procedures prescribed in the NZX Code. The external auditor should attend the issuer's annual shareholders meeting to answer questions from shareholders in relation to the audit.

The Board has adopted a policy in relation to the provision of the non-audit services by the Group's external auditor in order to ensure the independence of the external auditor. This is based on the principle that work that may detract from the external auditor's independence and impartiality (or that may be perceived as doing so) should not be carried out by the external auditors.

The Audit and Risk Committee is responsible for the oversight of the Group's external audit arrangements. These arrangements include procedures for the matters described in Recommendation 7.1 of the NZX Code.

The Audit and Risk Committee is committed to ensuring the Group's external auditor is able to carry out its work independently so that financial reporting is reliable and credible. The Audit and Risk Committee monitors the nature and extent of other services provided by the external auditor, and the ratio of audit fees to non-audit fees, to ensure that those services are complementary to the external audit and compatible with maintaining external audit independence. The Group's external auditor is Ernst & Young (EY). Total fees paid to EY in its capacity as auditor are included in the Annual report on page 51.

The Group invites EY to attend the Annual Meeting of Shareholders and the lead audit partner is available to answer shareholder questions about the conduct of their audit and the preparation and content of the auditor's report.

INTERNAL AUDIT

Recommendation 7.3: Internal audit functions should be disclosed.

The Group does not have an internal audit function. Procedures have been established at a Board and executive management levels that are designed to safeguard the assets and interests of the Group and ensure the integrity of reporting. These include accounting, financial reporting and internal control policies and procedures. The Board acknowledges that it is responsible for the overall internal control framework but recognises that no cost-effective internal control system will preclude all errors and irregularities. To assist in discharging this responsibility, the Board has instigated an internal control framework as follows:

- Financial reporting – there is a comprehensive budgeting system with an annual budget approved by the Board. Monthly actual results are reported against budget and revised forecasts for the year are prepared regularly. The consolidated entity reports to shareholders half-yearly. Procedures are also in place to ensure that price-sensitive information is reported to the NZX in accordance with continuous disclosure obligations.
- Operating unit controls – financial controls and standard operating procedures, including information system controls, are in operation throughout the consolidated entity.
- Investment appraisal – the consolidated entity has clear guidelines for capital expenditure. These include annual budgets, detailed appraisal and review procedures.

PRINCIPLE 8 – SHAREHOLDER RIGHTS AND RELATIONS

The board should respect the rights of shareholders and foster constructive relationships with shareholders that encourage them to engage with the issuer.

INFORMATION FOR THE SHAREHOLDERS

Recommendation 8.1: An issuer should have a website where investors and interested stakeholders can assess financial and operational information and key corporate governance information about the issuer.

The Group is committed to an open and transparent relationship with Shareholders. The Board aims to ensure that all Shareholders are provided with all information necessary to assess the Group's direction and performance.

This is done through a range of communication methods, including periodic and continuous disclosures to the NZX, half-year and annual reports and the Annual Shareholders' Meeting. The Group's website provides financial and operational information, information about its directors and copies of its governance documents, for investors and interested stakeholders to access at any time.

COMMUNICATING WITH SHAREHOLDERS

Recommendation 8.2: An issuer should allow investors the ability to easily communicate with the issuer, including providing the option to receive communications from the issuer electronically.

Shareholders have the option of receiving their communications electronically, including by email or through the Group's website and the Board has always been committed to having an open dialogue with Shareholders and welcomes investor enquiries.

SHAREHOLDER VOTING RIGHTS

Recommendation 8.3 and 8.4: Quoted equity security holders should have the right to vote on major decisions which may change the nature of the issuer in which they are invested. If seeking additional equity capital, issuers of quoted equity securities should offer further equity security holders of the same class on a pro rata basis, and on no less favourable terms, before further equity securities are offered to other investors.

In accordance with the Companies Act 1993, the Group's Constitution, and the NZX Listing Rules, the Group refers any significant matters to Shareholders for approval at a Shareholders' meeting. Where Shareholder votes are conducted by poll, each Shareholder is entitled to one vote per share.

NOTICE OF ANNUAL SHAREHOLDERS MEETING

Recommendation 8.5: The board should ensure that the notices of annual or special meetings of quoted equity security holders is posted on the issuer's website as soon as possible and at least 20 working days prior to the meeting.

The Group posts any Notices of Shareholder Meetings on its website as soon as these are available. The general practice is to make these available not less than four weeks prior to the Shareholders' meeting.

OTHER DISCLOSURES

DISCLOSURE OF INTERESTS BY DIRECTORS

In accordance with section 140(2) of the Companies Act 1993, the Directors have made general disclosure of their relevant interests for entry into the Group's Interest Register.

Directors have declared interests in the following transactions with subsidiary companies during the financial year:

- Delegat Australia Pty Limited paid fees to Yaroona Pty Limited, a company in which a Director of Delegat Australia Pty Limited has an interest;
- Delegat (Singapore) Pte. Limited paid fees to Camelot Trust Pte. Limited, a company in which a Director of Delegat (Singapore) Pte. Limited has an interest;
- Barossa Valley Estate Pty Limited and Delegat Limited paid fees to Range Road Estate Pty Limited, a company in which a Director of Barossa Valley Estate Pty Limited has an interest; and
- Delegat Limited paid consultancy fees to RL Wilton for consultancy services supplied during the course of the year.

The details of these transactions are given in Note 18 to the financial statements, "Related Parties".

At 30 June 2019 and 23 August 2019 the following Directors, or entities related to them, had interests in the following company shares.

	ORDINARY SHARES	
Delegat Group Limited	Beneficial	Non-Beneficial
JN Delegat [1]	–	66,857,142
RS Delegat [1]	–	66,857,142
RL Wilton [1]	800,000	66,857,142
JA Freeman	11,000	–

[1] JN Delegat, RS Delegat and RL Wilton jointly hold non-beneficially 66,857,142 shares in their capacity as trustees of the Delegat Share Protection Trust.

SHARE DEALINGS BY DIRECTORS

On 28 September 2018 RL Wilton sold 200,000 shares of Delegat Group Limited for consideration of $10.20 per share. No other Director dealt in any shares of the Company, or in the shares of a subsidiary company during the year.

REMUNERATION OF DIRECTORS

Directors received the following fees and remuneration from Delegat Group Limited:

	2019 $000	2018 $000
Non-Executive Directors		
RL Wilton [1]	68	65
RS Delegat	68	65
AT Jackson [2]	78	75
SJ Cave [2]	78	75
Executive Directors [3]		
JN Delegat	838	839
GS Lord (resigned 3 July 2018) [4]	50	1,069
JA Freeman (appointed 3 July 2018) [5]	1,052	283

[1] Robert Lawrence Wilton was paid $100,000 (2018: $100,000) for consulting services provided to Delegat Limited, in addition to Directors fees.

[2] Alan Trevor Jackson and Shelley Jane Cave were paid $10,000 (2018: $10,000) in addition to their Director fees for their roles as Chair of the Audit and Risk Committee and Remuneration Committee, respectively.

[3] Executive Directors remuneration includes salary and benefits received in their capacity as employees. Executive Directors do not receive Directors fees.

[4] Graeme Stuart Lord resigned from his position as Managing Director effective 3 July 2018, Graeme Stuart Lord's remuneration includes base salary of $49,000 and other benefits of $1,000 (2018: base salary of $800,000, short term incentive payments of $219,000 and other benefits of $50,000).

[5] John Anthony Freeman was appointed as Managing Director from 3 July 2018. John Anthony Freeman's remuneration includes base salary of $800,000, short term incentive payments of $220,000 and other benefits of $32,000 (2018: John Anthony Freeman's remuneration as Managing Director Designate for the 2018 financial year included base salary of $274,000 and other benefits of $9,000). The short-term incentive target is $200,000 (2018: $nil) and is based on the achievement of pre-determined operational performance targets (Group EBIT) and sales targets. A maximum amount of $300,000 is payable for outstanding performance.

DIRECTORS' AND OFFICERS' INSURANCE LIABILITY

As permitted by the New Zealand Companies Act 1993, the Company has arranged a policy of Directors' and Officers' liability insurance which insures those persons indemnified to certain liabilities and costs.

STOCK EXCHANGE LISTINGS

The Company's shares are listed on the New Zealand Stock Exchange.

20 Largest Shareholders as at 30 June 2019

Holder	Shares Held	% of Shares
Jakov Nikola Delegat, Rosamari Suzan Delegat & Robert Lawrence Wilton	66,857,142	66.11
Kevin Glen Douglas & Michelle McKenney Douglas	5,269,113	5.21
TEA Custodians Limited - NZCSD [1]	4,419,813	4.37
National Nominees New Zealand Limited - NZCSD [1]	2,952,622	2.92
James Douglas & Jean Ann Douglas	2,470,878	2.44
Kevin Douglas & Michelle Douglas	2,468,817	2.44
Custodial Services Limited	912,266	0.90
Forsyth Barr Custodians Limited	840,471	0.83
Robert Lawrence Wilton	800,000	0.79
Custodial Services Limited	775,703	0.77
JP Morgan Chase Bank - NZCSD [1]	381,581	0.38
Custodial Services Limited	365,434	0.36
Accident Compensation Corporation - NZCSD [1]	360,000	0.36
New Zealand Permanent Trustees Limited - NZCSD [1]	340,000	0.34
William John Bishop, Helen Mary Bishop & Michael David Toomey	300,000	0.30
BNP Paribas Nominees (NZ) Limited - NZCSD [1]	295,911	0.29
HSBC Nominees (New Zealand) Limited - NZCSD [1]	253,223	0.25
Custodial Services Limited	225,593	0.22
Mint Nominees Limited - NZCSD [1]	213,000	0.21
Warren Fraser Sanderson & Elizabeth Ann Sanderson	200,000	0.20
Total for Top 20	90,701,567	89.69

[1] Shareholdings held in New Zealand Central Securities Depository Limited (NZCSD). Total holding at 30 June 2019 in NZCSD were 9,843,262.

OTHER DISCLOSURES CONTINUED

DISTRIBUTION OF ORDINARY SHARES

Holder	Holders	Shares Held	% of Shares
1 – 5,000	1,452	2,685,156	2.66
5,001 – 10,000	332	2,067,578	2.04
10,001 – 100,000	237	4,171,280	4.12
100,001 plus[1]	19	92,206,178	91.18
Total	**2,040**	**101,130,192**	**100.00**

[1] NZCSD holdings are considered one holder for the purpose of the distribution of ordinary shares.

GEOGRAPHIC DISTRIBUTION

Holder	Holders	Shares Held	% of Shares
New Zealand	1,978	90,647,994	89.63
United States of America	9	10,290,989	10.18
Australia	29	132,804	0.13
Other Overseas	24	58,405	0.06
Total	**2,040**	**101,130,192**	**100.00**

SUBSTANTIAL SECURITY HOLDERS

According to notices given to the Company under the Securities Market Act 1988, as at 30 June 2019, the substantial security holders in the Company are:

Substantial Security Holders	Relevant Interest	% of Shares	Date of Notice
Jakov Nikola Delegat, Rosamari Suzan Delegat & Robert Lawrence Wilton	66,857,142	66.11	21 Dec 2011
Douglas Irrevocable Descendants Trust; Douglas Family Trust; K&M Douglas Trust	10,208,808	10.09	5 April 2017

EMPLOYEE REMUNERATION

Section 211(1)(g) of the New Zealand Companies Act 1993 requires disclosure of remuneration and other benefits, including redundancy and other payments made on termination of employment, in excess of $100,000 per year, paid by the Company or any of its subsidiaries worldwide to any employees who are not Directors of the Company.

From $	*To* $	2019	2018
100,001	110,000	20	18
110,001	120,000	19	23
120,001	130,000	15	13
130,001	140,000	10	13
140,001	150,000	15	11
150,001	160,000	6	5
160,001	170,000	12	9
170,001	180,000	4	5
180,001	190,000	1	3
190,001	200,000	3	4
200,001	210,000	3	–
210,001	220,000	–	2
220,001	230,000	4	3
230,001	240,000	3	1
240,001	250,000	2	2
250,001	260,000	2	2
260,001	270,000	2	1
270,001	280,000	3	3
280,001	290,000	–	4
290,001	300,000	1	–
300,001	310,000	1	4
310,001	320,000	1	–
320,001	330,000	3	1
330,001	340,000	2	–
350,001	360,000	1	–
380,001	390,000	–	1
390,001	400,000	1	1
400,001	410,000	1	–
420,001	430,000	–	1
460,001	470,000	–	1
470,001	480,000	2	–
		137	131

An additional 6 employees are included in this table for 2019 compared to the previous year. The additional number disclosed can be attributed in part to currency rate changes in the New Zealand dollar.

SUBSIDIARY COMPANY DIRECTORS

Section 211(1)(2) of the New Zealand Companies Act 1993 requires the Company to disclose, in relation to its subsidiaries, the total remuneration and value of other benefits received by Directors and former Directors and particulars of entries in the interest registers made during the year ended 30 June 2019.

SUBSIDIARY COMPANY DIRECTORS (CONTINUED)

Apart from Delegat Australia Pty Limited, Delegat (Singapore) Pte. Limited and Barossa Valley Estate Pty Limited, which are required to have a local resident as a Director of the Company, no wholly owned subsidiary has any employee appointed as a Director of Delegat Group Limited or its subsidiaries who receives, or retains any remuneration or other benefits, as a Director. No other Director of any subsidiary Company within the Group receives Director's fees or other benefits as a Director.

The following persons respectively held office as Directors of subsidiary companies at the end of the year or, in the case of those persons with the letter (R) after their name, ceased to hold office during the year. Alternate Directors are indicated by the letter (A) after their name.

Delegat Limited

JN Delegat, RS Delegat, RL Wilton, JA Freeman, GS Lord (R)

Delegat Europe Limited

JN Delegat, RL Wilton, JA Freeman, GS Lord (R)

Delegat Australia Pty Limited

JN Delegat, RL Wilton, JA Freeman, GS Lord (R), PJ Taylor

Delegat USA Inc.

JN Delegat

Oyster Bay Wines (USA) Limited

JN Delegat, RS Delegat, RL Wilton

Delegat Canada Limited

JN Delegat, RL Wilton, JA Freeman, GS Lord (R)

Delegat (Singapore) Pte. Limited

JN Delegat, RL Wilton, JA Freeman, GS Lord (R), A Chew Peck Hwa

Marlborough-Gold Wines Limited

JN Delegat, RS Delegat, RL Wilton

Oyster Bay Wines New Zealand Limited

JN Delegat

Barossa Valley Estate Pty Limited

JN Delegat, RL Wilton, JA Freeman, GS Lord (R), AW Hoey

Delegat Japan G.K.

JA Freeman, GS Lord (R)

DONATIONS

During the year the Parent made donations of $nil and the subsidiaries made donations amounting to $nil.

NEW ZEALAND EXCHANGE WAIVERS

Delegat Group Limited has not obtained any waivers from the NZX in the financial year ended 30 June 2019.

DIRECTORY

Directors
Jakov Nikola Delegat
Rosemari Suzan Delegat
Robert Lawrence Wilton
Alan Trevor Jackson
Shelley Jane Cave
John Anthony Freeman

Registered Office
Level 1, 10 Viaduct Harbour Avenue
Auckland 1010
PO Box 91681
Victoria Street West
Auckland 1142

Solicitors
Heimsath Alexander
Level 1, Shed 22, Prince's Wharf
147 Quay Street
PO Box 105884
Auckland 1143

Auditors
Ernst & Young
EY Building
2 Takutai Square
Britomart
Auckland 1010

Share Registrar
Computershare Investor Services Limited
Private Bag 92119
Auckland 1142
Level 2, 159 Hurstmere Road
Takapuna
Auckland 0622

Managing your shareholding online:

To change your address, update your payment instructions and to view your registered details including transactions please visit

www.investorcentre.com/NZ

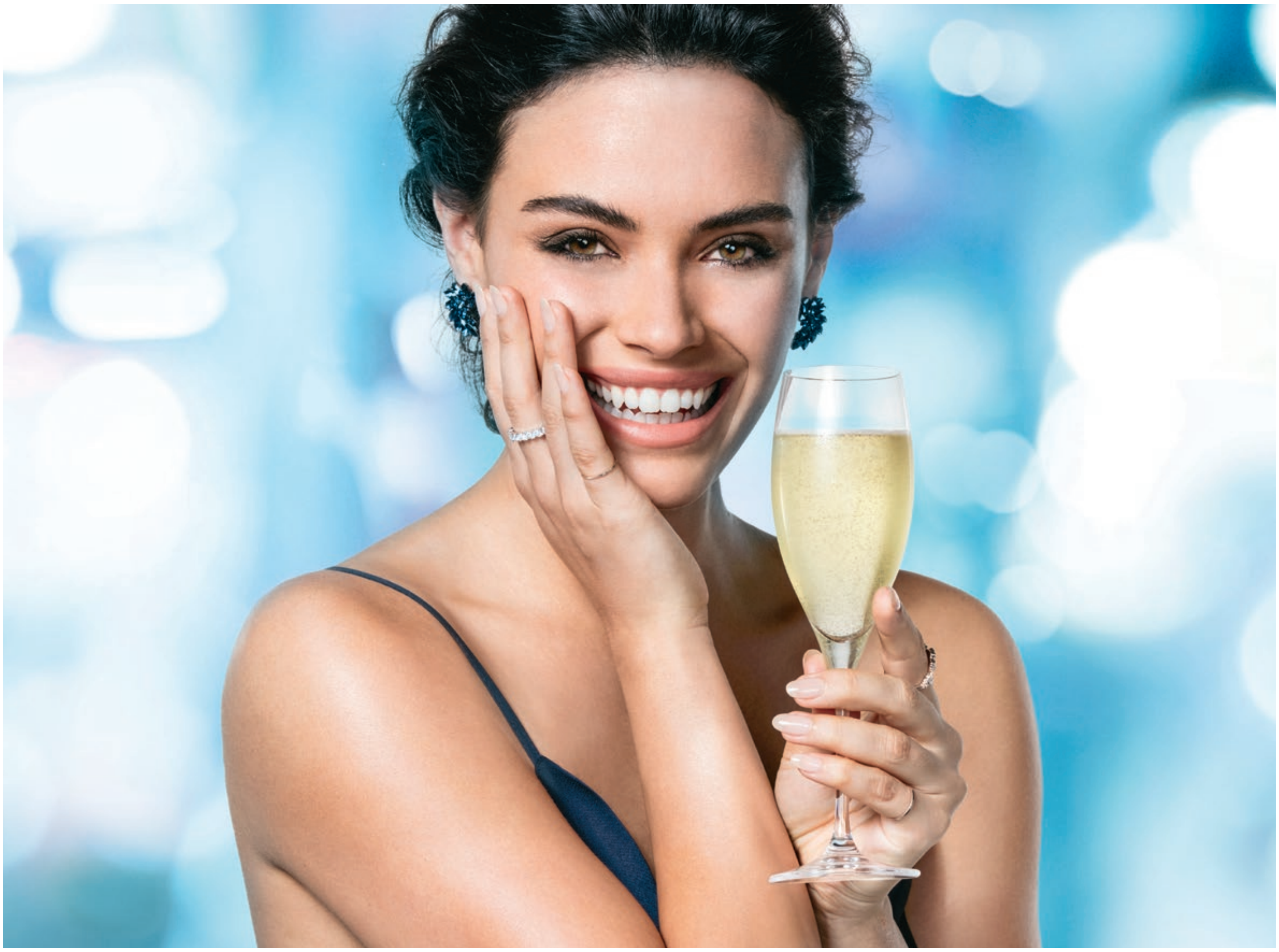
General enquiries can be directed to:

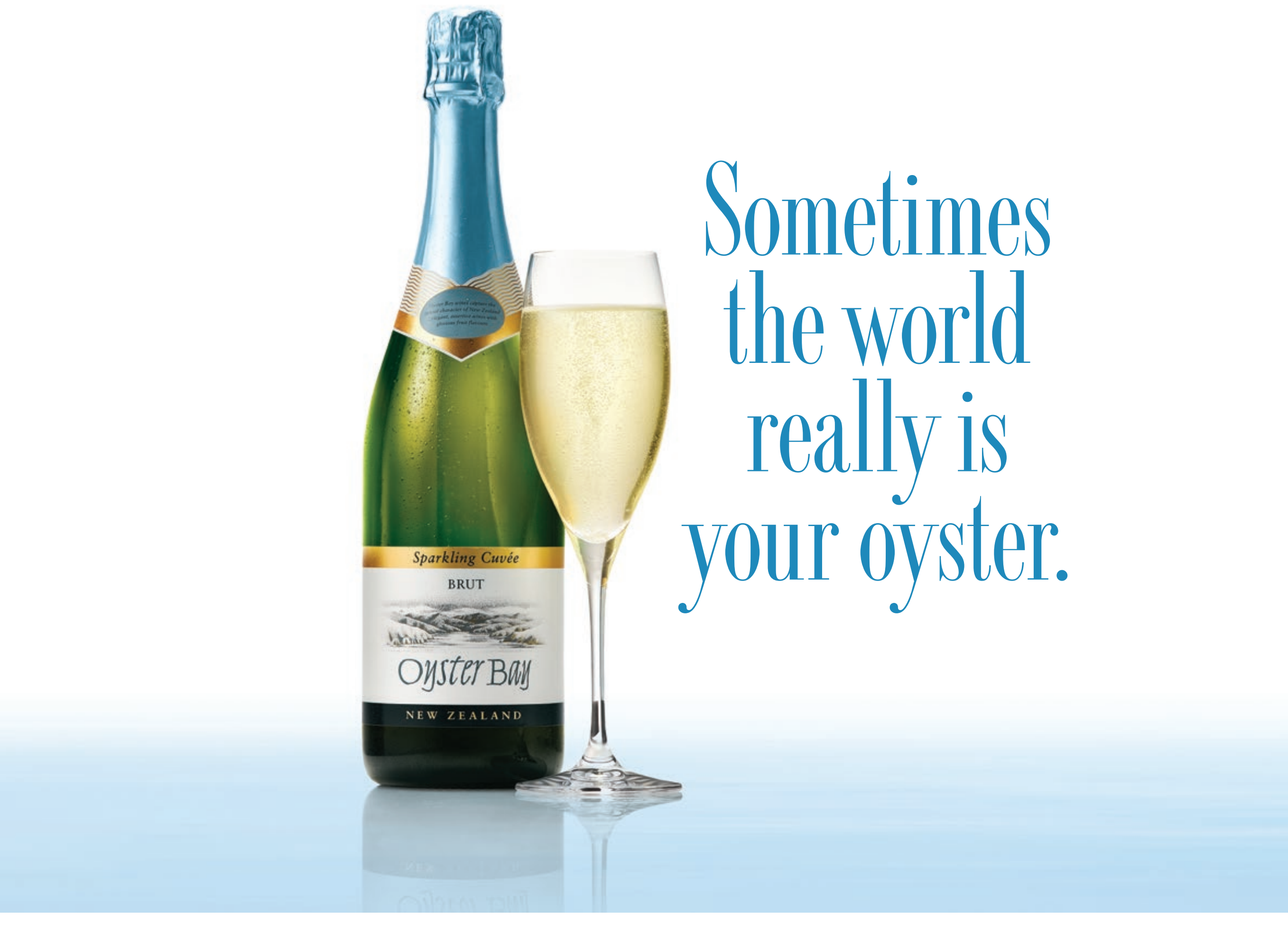
enquiry@computershare.co.nz

Private Bag 92119
Auckland 1142

Telephone:
+64 9 488 8777
Facsimile:
+64 9 488 8787

Please assist our registry by quoting your CSN or shareholder number.




Sometimes
the world
really is
your oyster.
Sparkling Cuvée
BRUT
Oyster Bay
NEW ZEALAND

EST 1947

DELEGAT

GREAT WINE PEOPLE

MEAGAN ABRAHAM KELLY AH KIAU AH SAM AH SAM NILI AH SAM KATE AITKEN NAZMA ALI WILSON ALLEY HANU ALUESI BARRY ANDERSON ALICIA ANDRAS NIKOLAY ANDREEV ALEXANDRA ANDREOTTI LEWIS ANDREW MIKAYLA ANDREWS MURRAY ANNABELL TRAVIS ARMENER SANTI ARYA-PINATYH TIHANA BABIC JOSEPH BACALTOS KENNETH BAKER BALA BALASUBRAMANIAM JACQUELINE BALK LINZI A BARAN FIONA BARBER PAUL BARBER RICHARD BARNES ALEISHA BAUM BRIDIE BAXTER TIMOTHY BEAVER BRIDGET BELL SCOTT BENNETT SIMON BERGHAN KIMBRA BIDEJOWSKI TESSA BIRD-RITCHIE HELENE BLACKBURN SALVADOR BOIX BOIL ADRIENNE BORDEN ANTE BOSNIC FLORENCE BOUDA RILEY BOURNE BAYLEE BOVEY RENICE BRAJKOVICH AMELIA BRAY JACK BRIGGS ALTHEA BRILLANTES ETHAN BROADHURST HARRY BRODY SAMUEL BRONDEL HELENA BROZOVA JENNIFER BUCKETT RICHARD BULLOCK MATTHEW BURGIN STEPHEN BURNETT STACI BURNETT NEIL BUTTS JEFFREY CAIRNEY VICTOR CALA KYLE CAMERON ANDREW CAMERON CRAIG CAMPBELL MALCOLM CAMPBELL CAITLIN CARTWRIGHT LAURIEN CARTWRIGHT GEOFFREY CHAPMAN JUDITH CHAPMAN GREGORY CHAPMAN CAROLINE CHARRON HANNAH CHEW CARINA CLARK OWEN CLARKE NICOLE CLAYTON TRACEY CLEMAS HANNAH CLOUGH PATRICK CONBOY JAKE CONNOR MELISSA COOPER PETER CORBETT JOSHUA CORDERY RAYMUNDO CORTES SAMUEL COUCH RYAN CRAMP DAN CRAWFORD KRISTINA CRUZ PENELOPE CURR HENRY CURRIE MONICA CURTIS CRYSTAL DALY TRENTON DAVIES CAMILA DE BRITTO ELLA DE GROOT MARY DE GROOT CHRIS DE PACO MATTHEW DEACON JAMES DELEGAT NIKOLAS DELEGAT JASON DENNEY AIMEE DIBELLA ALISTAIR DINNISON WYATT DONALDSON NICOLE DOOLAN HAMISH DORRINGTON JENNY DOWNING PHILIP DOYLE KELVIN DRYDEN ESTEBAN DUKE OSSANDON HEATH DUNCAN PETER DUNCAN PHILIP DUNCAN TIMOTHY DUNCAN PETER EDGAR BROOKE EDSON OLGA EIZHVERTINA GRACE ESGUERRA MICHAEL EVANS HAYLEY FIELD TONY FLAWS DAVID FOX SARA FRANK MICHAEL FRATER ALEXANDRA FREWER ELIZABETH FROMSON VALENTINA FUNG STEVEN GALLASCH DORA GARZINA CAMILLE GEMMELL ERROL GIBSON ALFRED GOODIER JORDAN GRAHAM STEPHANIE GRAPENGIESSER ROGER GRAY GINA GRILLI MARY GROGAN KIMBERLY GRUBJESIC DAMIAN HABIB NICOLE HAER GRANT HAGEN KRYSTLE HAGUE TEVITA HALAHOLO VANESSA HALL MICHELLE HALL MELISSA HALPIN JASON HANDS XIAO LEI HANG KIERAN HARRINGTON HANNAH HARRIS GEOFFREY HART DEAN HASKELL MEGAN HAWKE MEL HAWKINS MELISSA HERBERT REBECKA HEWETSON EDWIN HIGGISON TINA HILL REBECCA HILLE KENNETH HIPPOLITE MADELEINE HO SAMANTHA HODSON ANDREW HOLLAND CAITLAN HOSKING JASMINE LEA HOSKING NEIL HUGHES SAMANTHA HUGHES CHARLOTTE HUGHES GIGI HUI JONATHAN HUNT FAYE HUNTER ROSS HURT PETER HUTCHINGS CHLOE ILLSLEY CHERICE ANN INGRAM MICHAEL IVICEVICH JACQUI IVICEVICH ALI IZADIGHAHFAROKHI OMID IZADIGHAHFAROKHI EVANGELIA IZATT KATHERINE JACKSON EFREN JAMIESON KIM JENNINGS ROBERT JOHNS KATE JOHNSTON KEVIN JOHNSTON HEATHER JONES PAUL JONES ERIN JONES HELENNE JONES DARREN JORGENSEN KAHN JOWSEY JUNEL KATUIN JAMES KERR RANA KHAN JEREMY KISSANE AMBER KLYNSTRA SARAH KNIGHT MITCHELL KOCH MOHINESH KUMAR ADE KURNIAWAN JEAN-FRANCOIS LABBE KELLY LADBROOK TEAGAN LANG THOMAS LANGE ALISTAIR LASH MAIREAD LATELLA GISELLA LATILLA KATARINA LAWRIE HALINA LEE JIE LI SHANGZHI LI CRAIG LINDSAY VICTORIA LINFORD ETISONE LINO XI XI LIU XUEQIN LIU KATRINA LIVERSIDGE CASSIDY LOCKE MALETINO LOKENI MISTY LOMBARDI YVONNE LOUWERS ANDREW LUFFMAN SILIO LUI IMELA LUKA DANA LUMSDEN ALEISHA LYNCH FIONA LYNCH ALMA MA MITCHELL MACKENZIE MOL DANIEL MADDEN RIKI MADEN ABIGAYLE MADER DAMIAN MALAITA MICHAEL MANCHEN SALVATORE MARGIOTTA ROSE MARINOVICH MARY MARKS

KASSONDRA MARSHALL VILMA MARTIKAINEN ROB MARTYN WILLIAM MASSIE MEGAN MAXFIELD STEVEN MAY KEITH MCALLEY LUCY MCALLEY ANTHONY MCCABE DAVID MCCALLUM TYLER MCCOMB CRAIG MCCUTCHEON DALE MCDONALD SHANE MCEWAN LAURA MCEWEN ERIN MCGRAIL BRIAN MCGRATH ANDREW MCILHONE CANDACE MCKENNEY JANICE MCKINNON DAVID MCKNIGHT STUART MCLAGAN MARKHAM MCMULLEN KATIE MEEK NATALIE MILICH ARCHIE MILLER MARTIN MILLER JOHN MILLS JONATHAN MILMINE MEIKAELA MILNE PAUL MILO OXANA MIRZINCU TATA MOLINARI STACEY MONTGOMERY CORBIN MOORE COURTNEY MORSE PAULO MOTUFOUA DEAN MOULDS ALEXANDER MOWAT ANTHONY MULLEN LEWIS MUNRO SEAN MURPHY BETHANY MURPHY-SUDDENS ALLAN NEAL JUDITH NEILL JOHN NELSON ROMMEL NERIDA JAN NG ANNE NGUYEN VINCENT NGUYEN MIKKEL NIELSEN SWARUP NIMBALKAR MARK NOBLE RAYMOND NOREAU SAMUEL O'SULLIVAN MARK OEHLER PATRICIA OLD FRANCESCO OLIVIERI SCOTT OSBORNE DAVID OSCROFT RYAN OTTEY SARA PALMER SHENJIA PAN LIEZYL PAR GREGORY PARSONS MANISHKUMAR PATEL LISA PAU SIMON PAYNTER SANDRA PECK THOMAS PEGLER MEGAN PHILLIPS LAURA PIANO KATIE PIKE MARITA PITKANEN SOLOMONE PIUTAU CHRISTOPHER PLICHTA KIRSTEN POOLE SMITH MATTHEW POPE DARYL PREFONTAINE CHRISTINE PRICE JOHN PRIGG DYON PROFFIT DONNA PYWELL LUC QUEVILLON ROBERT QUINTER ASERI RAIKIWASA CHANDRA RAJ RITZEL RAJKOVIC CARLA RAKO JAMES RANDALL MARTIN RANDS JESSICA RAPPAPORT CHARLES RAYNER STEVE RAYNER DEEPTI REDDY ELISE REDMAN GARY BRIAN REEVES ELYSE REITH ANNA REMOND HANNAH REPTON ADRIAN RHODES DANIEL JOHN RICHARDS KYLE RICHTER REBECCA RIGANO KAYLEIGH RIGBY JUSTIN ROBERTS ALEXIS ROBIN STEPHEN ROBINSON ASHLEY ROCHHOLZ GRACE ROGERS MARIA F ROSATO DAVID ROTHWELL SCOTT ROWELL MATTHEW RUBINO CARLOS RUSSELL SIMON RUTZ SHAHRIN SAHAT EVELYN SANGSTER VICTORIA SANGSTER ANDREW SAOFAI SEAN SAVAGE ROGER SCHMIDT CYLE SCHNEIDER PENITITO SCHWALGER TOVIA SCHWENKE ANGUS SEABROOK JAIKRIT SEHGAL GRISHMA SHAH BENYAMIN SHAHMOHAMMADI PRASHANT SHARMA JASON SHAW JIANXIANG SHI GLORIA SHIELDS JAMES SILCOCK PAUL SILKE CAROLINE SIMS TARANPREET SINGH HENRY SLATTERY ALEISHA SLEIGHT KEVIN SMITH LAUREN SMITH JASMINE SMITH RYAN SMITH TIMOTHY SNOWDEN MURRAY SNOWLING ANGELA SO'OAEMALELAGI SARAH SOUTHWELL ELIZABETH SPARKES LEVI SPETZ JEANETTE SPRUCE ANDREW STAFFORD KATRINA STECK JONAS STEEN MARY STEVENSON MARK JOHN STOWERS JUSTINE STRIVENS MADELINE STUMER ZOE TALBOTT NGAUPOKO TAPOKI LIGITASI TEKAPU ABATE TEKLU KATRINA THOMAS WENDY THOMAS KIMBERLEY THOMPSON JOSEPH THOMPSON REBECCA TIBBITS JIMMY TING MONTREE TOANCHALEE WILLIS TONE CLYDE TOTANES ANTHONY TRAFFORD JULIE HO TRAN MARC TRICCA ELISABETH TRIESS MEGAN TRILFORD ROBERT TROUGHT HELEN TRUONG KIRISOME TUALA FA'ALINGI TUPOU LINDSAY TUPOU ELIZABETH TURIA TAFAGAMANU TUSIPESE PATRICIA URIBE ECHEVERRY MELISSA URSO MATIAHA VAKA SERINA VALDEZ HANS VAN DEN IERSSEL SIMON VAUGHAN JULIJA VESELOVA MARY VILLANUEVA ELIAS VILLAVER EDWARD VOS FRANK VUJNOVICH VIVIEN WADSWORTH GREGORY WAINE ALLAN WAIRAMA RACHEL WALLACE RYAN WAPLES TIMOTHY WARD PAULINE WARREN KATE WATERWORTH LAURA WATSON MARTIN WATSON SAM WEBB MICHAEL WEBSTER MONIQUE WEBSTER PETER WEBSTER CARA WEBSTER MURRAY WHEELER JAYNE WHEELER LAURA WILDE ALISTER WILKIE GEMMA WILKINSON KIM WILKINSON JUNIOR WILLIAMS SAMUEL WILLIAMS KURT WILLIAMS PETER WILLIAMSON BRET IAN WILSON ALI WILSON PAMELA WILSON NEWTON WINETI TAYLA WITIKA NICHOLAS WRIGHT RACHEL WYLIE STEVEN WYNGARD YI MING XI KATHRYN YOUNG REBECCA YOUNG SHELLEY YOUNG LEE ZAPPARA XIAOBEI ZENG XIA ZHANG ZENG ZHEN