



ENPRISE GROUP LIMITED AND SUBSIDIARIES  
FINANCIAL STATEMENTS  
MARCH 2018

# Contents

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<b>Directors' Report</b>	3 – 5
<b>Statement of Financial Position</b>	6 – 7
<b>Statement of Comprehensive Income</b>	8 – 9
<b>Statement of Cash Flows</b>	10
<b>Statement of Changes in Equity</b>	11
<b>Notes to the Financial Statements</b>	12 – 46
<b>Corporate Information</b>	47
<b>Auditor's Report</b>	48 – 52

## Directors' Report

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The Directors are pleased to submit to shareholders their report and financial statements for the year ended 31 March 2018.

### Principal Activities

Enprise Group Limited (**Enprise**) currently has one operating division, Enprise Solutions, which is a solution provider for MYOB Enterprise software in Australia and New Zealand.

Enprise has a joint venture, Datagate Innovation Limited (**Datagate**), an early stage business that provides online reporting and billing portals under a Software-as-a-Service (SaaS) model for resellers of Telco/Utility services and hosted service providers. Enprise invested in another joint venture, Kilimanjaro Consulting Pty Limited (**Kilimanjaro**) in September 2017. Kilimanjaro is the largest MYOB enterprise partner in Australia.

### Significant Changes in the State of Affairs

Enprise invested \$1 million in cash and issued \$2.1 million worth of shares in exchange for a 47.09% ownership of Kilimanjaro Consulting Pty Limited (Kilimanjaro) on 29 September 2017. The Enprise shares were issued at \$1.39 per share. Kilimanjaro's principal activities are similar to Enprise in that it is a solution provider for MYOB Enterprise software in Australia.

### Directors

Mr Lindsay Phillips (appointed 1 December 2013)  
Mr George Cooper (appointed 10 April 2012)  
Mr Nicholas Paul (appointed 1 December 2015)  
Mr Ronald Baskind (appointed 31 January 2018)

### Remuneration of Directors

The remuneration of the Directors for the year ended 31 March 2018 is set out below:

	Group	
	2018	2017
	\$000	\$000
Salaries, bonuses and commissions	201	211
Other benefits	33	50
Directors fees	65	65
Total compensation	299	326
George Cooper	201	211
Lindsay Phillips	40	40
Nicholas Paul	58	75
	299	326

## **Rounding of Amounts**

Amounts in the directors' report and financial statements have been rounded off to the nearest thousand dollars.

## **Review of Operations and Outlook**

Enprise is leveraging its position as the only MYOB EXO and MYOB Advanced reseller with offices in both New Zealand and Australia, to target trans-Tasman businesses. Enprise is well positioned to take advantage of the trend towards cloud while still having a stable, well supported, secure and continually developed on-premises offering. The Australian sales increased by 8.6% to \$2.0 million, whilst New Zealand sales increased by 7.7% to \$7.0 million. Profitability from operations before income tax decreased by 0.2% to \$814,000. Net tangible assets per share increased 42% to 21 cents per share.

The company paid dividends during the year of 3.5 cents per share in July 2017 and 1 cent per share in January 2018. The total dividend for the year was \$339,284 of which \$46,326 was reinvested through the dividend reinvestment plan.

Datagate had twenty seven paying customers at 31 March 2018 representing annualised recurring revenue of \$344,856, a 55% increase from 31 March 2017. The Datagate rights issue in November 2017 was over-subscribed. The total cash raised by Datagate was \$685,959 made up entirely of external investors. Enprise chose not to subscribe and consequently Enprise' stake in Datagate reduced to 39.29%. If Enprise' 1,708,333 shares in Datagate were valued at the rights issue price of \$1.50 per share, the value of Enprise' Datagate investment would be \$2,562,500. The actual carrying value of Datagate is \$827,995 after a charge for the year of \$408,611. The difference between the carrying value and the value at the last investment round is \$1,734,505.

Enprise obtained a 47.09% share of Kilimanjaro in September 2017. Kilimanjaro is the largest reseller of MYOB Exo and Advanced in Australia. This was a strategic addition to the portfolio to gain synergies due to the similarities in the business models and to expand Enprise' reach in Australia. To date synergies have already been gained by merging the Finance functions and Kilimanjaro utilising the cloud infrastructure resources that Enprise already possesses. Future synergies are in progress for the consulting and sales divisions of the business. The initial value of the investment was \$3,168,400. The carrying value of Kilimanjaro at year end was \$2,871,339 after a charge for the year of \$297,061. At the time of purchase the Company also granted a put option for the remaining 52.71% for \$3,967,964 (2,854,650 ENS shares). The option can be exercised between 1 September 2019 and 30 August 2020.

In December 2017 Enprise obtained a 14.6% holding in iSell, which sells a cloud-based quoting system used by the IT reseller market in Australia, New Zealand and the UK. iSell shares the same Managed Service Provider market as Datagate and the two entities could gain synergies in their sales and marketing functions. The initial value of the investment was \$736,833.

In November 2017 Enprise paid \$223,737 for a 6.49% holding in Vadacom, a cloud based VOIP phone and virtual PABX provider. Enprise has a similar target market as Vadacom and both entities have and will continue to leverage off this.

Enprise is actively exploring other opportunities in the SME software market.

## **Donations**

Enprise made donations during the year of nil (2017: \$870).

## Directors Interests

	Number of Shares
Lindsay Phillips*	1,629,682
George Cooper	414,974
Nicholas Paul	39,600
Ronald Baskind	717,978

## Top 10 Shareholdings

	Holding	%
New Zealand Central Securities Depository Ltd	1,961,741	20.48
Nightingale Partners Pty Ltd*	1,189,991	12.42
Red Cow Investments Pty Ltd~	717,978	7.50
Net Power Solutions Limited	611,408	6.38
Awatea Trust	422,591	4.41
Cooper Trust	320,927	3.35
Amely Zaininger	301,189	3.14
Ironwood Investments Pty Ltd*	237,569	2.48
Anjelco Investments Pty	210,865	2.20
Bernard Israel Fridman	181,767	1.90

\*Related parties to Lindsay Phillips

~Related party to Ronald Baskind

The directors' report is signed for and on behalf of the Board, and was authorised for issue on the date below.

**Nicholas Paul**  
Director  
31 July 2018

**George Cooper**  
Director  
31 July 2018

## Statement of Financial Position

As at 31 March 2018

	Note	2018 \$000	2017 \$000
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents		1,235	598
Trade and other receivables	11	1,191	1,226
Related party receivables	11	330	6
Lock Finance		3	57
Term deposit		-	154
Staff receivables		51	8
<b>Total Current Assets</b>		<b>2,810</b>	<b>2,049</b>
<b>Non-Current Assets</b>			
Investments in equity accounted joint venture	12(a),(b)	3,699	1,237
Investments in equity accounted associate	12(c)	738	-
Investments	28	321	-
Property, plant and equipment	13	103	104
Staff receivables		86	9
Deferred tax asset	27	326	325
Intangible assets	14	1,760	1,825
<b>Total Non-Current Assets</b>		<b>7,033</b>	<b>3,500</b>
<b>TOTAL ASSETS</b>		<b>9,843</b>	<b>5,549</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade and other payables	15	1,135	1,139
Provisions	16	183	193
Term loan	25	314	-
Other liabilities		15	15
<b>Total Current Liabilities</b>		<b>1,647</b>	<b>1,347</b>
<b>Non-Current Liabilities</b>			
Other liabilities		19	34
Term loan	25	635	-
Deferred tax liability	27	38	56
<b>Total Non-Current Liabilities</b>		<b>692</b>	<b>90</b>
<b>TOTAL LIABILITIES</b>		<b>2,339</b>	<b>1,437</b>

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

## Statement of Financial Position (cont)

As at 31 March 2018

	Note	2018 \$000	2017 \$000
<b>EQUITY</b>			
<b>Equity attributable to equity holders of the parent</b>			
Contributed equity	17	6,566	2,936
Retained earnings		938	1,176
<b>TOTAL EQUITY</b>		<b>7,504</b>	<b>4,112</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>9,843</b>	<b>5,549</b>

For and on behalf of the Board, who authorise the issue of these financial statements on 31 July 2018:

Nicholas Paul  
Director  
31 July 2018

George Cooper  
Director  
31 July 2018

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

## Statement of Comprehensive Income

For the year ended 31 March 2017

	Note	2018 \$000	2017 \$000
<b>Continuing operations</b>			
<b>Revenue</b>			
Software and licences		4,394	4,262
Services and support		4,513	3,998
Other revenue	6	43	85
		<b>8,950</b>	<b>8,345</b>
Cost of Goods Sold		<b>(3,402)</b>	(3,222)
Advertising and marketing expense		<b>(72)</b>	(90)
Employee benefits expense	7(d)	<b>(3,352)</b>	(3,100)
Professional fees	7(b)	<b>(241)</b>	(183)
Travel expenses		<b>(192)</b>	(165)
Other operating expenses	7(a)	<b>(664)</b>	(631)
Finance expense		<b>(90)</b>	(41)
Net gain/(loss) on foreign exchange		<b>(8)</b>	3
Depreciation & amortisation	7(c)	<b>(115)</b>	(100)
<b>Profit from operations before income tax</b>		<b>814</b>	816
Share of loss from equity accounted investment, net of tax	12	<b>(707)</b>	(411)
Other non-operating expenses		<b>(25)</b>	-
<b>Profit before tax</b>		<b>82</b>	405
Income (tax)/benefit	8	<b>19</b>	252
<b>Net profit from continuing operations</b>		<b>101</b>	657
<b>Profit for the period</b>		<b>101</b>	657
<b>Other comprehensive income</b>		-	-
<b>Total comprehensive income for the period</b>		<b>101</b>	657

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



## Statement of Comprehensive Income (cont)

	Note	2018 \$000	2017 \$000
<b>Profit (Loss) attributable to:</b>			
Owners of the Parent		101	657
<b>Profit for the period</b>		<b>101</b>	<b>657</b>
<b>Total comprehensive income (loss) attributable to:</b>			
Owners of the Parent		101	657
<b>Total comprehensive income for the year</b>		<b>101</b>	<b>657</b>
<b>Earnings per share attributable to the ordinary equity holders of the company:</b>			
	10		
Basic earnings per share		<b>0.013</b>	0.094
Diluted earnings per share		<b>0.013</b>	0.094
Basic earnings per share from continuing operations *		<b>0.013</b>	0.094
Diluted earnings per share from continuing operations *		<b>0.013</b>	0.094

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

## Statement of Cash Flows

For the year ended 31 March 2018

	Note	2018 \$000	2017 \$000
<b>Cash flows from operating activities</b>			
Receipts from customers (inclusive of GST)		8,658	9,249
Payments to suppliers and employees (inclusive of GST)		(8,024)	(8,293)
Interest paid		(33)	(2)
Interest received		11	21
<b>Net cash flows from operating activities</b>	18	<b>612</b>	<b>975</b>
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment		(65)	(15)
Purchase of intangibles		-	-
Loans given to staff		(127)	(25)
Loans repaid by staff		8	15
Purchase of Kilimanjaro		(1,000)	-
Purchase of Zhik		(97)	-
Purchase of Vadacom		(224)	-
Purchase of iSell		(738)	-
Proceeds for sale of Enprise Software		-	51
Investments in joint venture		-	(250)
Net cash outflow on disposal of subsidiary following loss of control		-	-
<b>Net cash flows used in investing activities</b>		<b>(2,243)</b>	<b>(224)</b>
<b>Cash flows from financing activities</b>			
Dividends paid		(340)	(335)
Proceeds from issue of shares		1,461	193
Share buyback		-	(80)
ASB loan		1,000	-
ASB loan repayments		(51)	-
Lock Finance		54	1
Insurance loan		-	(35)
Term deposit		154	-
<b>Net cash flows used in financing activities</b>		<b>2,278</b>	<b>(256)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>647</b>	<b>495</b>
Net foreign exchange differences		(10)	(6)
Cash and cash equivalents at beginning of period		598	109
<b>Cash and cash equivalents at end of period</b>		<b>1,235</b>	<b>598</b>

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

## Statement of Changes in Equity

<b>Group</b>	<b>Share capital \$000</b>	<b>Retained earnings \$000</b>	<b>Non-controlling interest \$000</b>	<b>2017 Total equity \$000</b>
Balance at 1 April 2016	2,823	854	-	3,677
Net profit / (loss) for the period:	-	657	-	657
Other comprehensive income	-	-	-	-
<b>Total comprehensive income for the period</b>	-	657	-	657
Transactions with owners, recorded directly in equity	113	(335)	-	(222)
<b>Balance at 31 March 2017</b>	2,936	1,176	-	4,112

<b>Group</b>	<b>Share capital \$000</b>	<b>Retained earnings \$000</b>	<b>Non-controlling interest \$000</b>	<b>2018 Total equity \$000</b>
Balance at 1 April 2017	2,936	1,176	-	4,112
New shares issued	3,630	-	-	3,630
Net profit / (loss) for the period:	-	101	-	101
Other comprehensive income	-	-	-	-
<b>Total comprehensive income for the period</b>	-	101	-	101
Dividends paid	-	(339)	-	(339)
<b>Balance at 31 March 2018</b>	6,566	938	-	7,504

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

## Notes to the Financial Statements

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### For the year ended 31 March 2018

#### 1 Corporate information

The financial statements represented are those for the Enprise Group Limited.

Enprise Group Limited is a company limited by shares incorporated and domiciled in New Zealand whose shares are publicly traded on the New Zealand Alternative Market (NZAX).

The nature of the operations and principal activities of the Group are described in the Directors' Report section of this annual report.

#### 2 Summary of significant accounting policies

##### Table of Contents

(a) Basis of preparation .....	13
(b) Changes in accounting policies .....	13
(c) Statement of compliance .....	13
(d) New accounting standards and interpretations .....	13
(e) Basis of consolidation .....	14
(f) Investment in subsidiaries .....	14
(g) Investment in equity accounted associates – refer note 12 .....	15
(h) Segment reporting – refer note 5 .....	16
(i) Foreign currency translation .....	16
(j) Cash and cash equivalents .....	16
(k) Trade and other receivables – refer note 11 .....	17
(l) Property, plant and equipment – refer note 13 .....	17
(m) Leases – refer note 21 .....	17
(n) Intangibles – refer note 14 .....	17
(o) Trade and other payables – refer note 15 .....	18
(p) Provisions and employee benefits – refer note 16.....	18
(q) Revenue recognition – refer note 6 .....	18
(r) Income tax and other taxes – refer note 8 .....	19
(s) Earnings per share – refer note 10.....	20
(t) Impairment of non-financial assets .....	20
(u) Contributed equity – refer note 17 .....	20
(v) Discontinued operation.....	20
(w) Classification of investment.....	21
(x) Available for sale investment carried at fair value - refer note 28.....	21

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**(a) Basis of preparation**

The financial statements have been prepared under the historical cost convention, as modified by revaluations to fair value for certain classes of assets as described in the accounting policies. The financial statements are presented in New Zealand dollars and all values are rounded to the nearest thousand dollars (\$000) unless otherwise stated.

**(b) Changes in accounting policies**

All policies have been applied on a basis consistent with the previous year.

**(c) Statement of compliance**

Enprise Group Limited is a FMC Reporting Entity under the Financial Markets Conduct Act 2013 and the Financial Reporting Act 2013 and its financial statements comply with these acts. The company is listed on the New Zealand Stock Exchange Alternate Market.

The financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice ("NZ GAAP"). The financial statements comply with New Zealand equivalents to International Financial Reporting Standards ("NZ IFRS"), as appropriate for profit-oriented entities. They also comply with International Financial Reporting Standards ("IFRS").

**(d) 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 31 March 2018. These are outlined in the table below.

Reference	Title	Summary of requirements	Effective date – periods beginning on or after	Impact on Group financial report	Application date for Group*
NZ IFRS 9	Financial Instruments: Classification and Measurement	This standard includes a new framework for classification and measurement of financial instruments and a forward-looking expected-loss impairment model. It requires all financial assets to be: (a) Classified on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset. (b) Initially measured at fair value plus, in the case of a financial asset not at fair value through profit or loss, particular transaction costs (c) Subsequently measured at amortised cost or fair value.	1 January 2018	Due to the nature of the Group's financial assets and liabilities the introduction of a new classification (and associated measurement) framework is not expected to have a material impact on the financial instruments of the Group. The forward-looking impairment requirements are also unlikely to materially impact the financial statements as extended credit terms are rarely provided and the Group has not had a significant history of bad debts in the past. The Group also has extensive credit control policies and procedures in place that ensure that credit is only provided to good quality customers.	1 April 2018
NZ IFRS 15	Revenue from Contracts with Customers	The core principle of the Standard is to recognise revenue for the amount of consideration due to an entity in exchange for goods and services provided to the customer. This is done following a 5 step process: (1) Identify the contract with the customer (2) Identify the performance obligations in the contract (3) Determine the transaction price (4) Allocate the transaction price to the performance obligations in	1 January 2018	The Group has commenced a NZ IFRS 15 implementation project by reviewing existing and planned sales contracts. Software revenue will change to becoming recognised net of cost of goods sold. This will have a significant impact on Sales but no impact on Gross Profit and Total Comprehensive Income. The effect on consulting revenue recognition is immaterial as revenue recognition occurs in	1 April 2018

		the contract and (5) Recognise revenue when (or as) the entity satisfies a performance obligation by transferring control of an asset to a customer. This may be at a point in time or over time. The standard is expected to have a significant impact on the timing of revenue recognition for the software industry.		accordance with the defined deliverables in the contract and there are typically few implementation projects that are unfinished at year end. Unfinished implementation projects at year end will be reviewed to assess whether revenue recognition is in accordance with the defined deliverables in the contract.	
NZ IFRS 16	Leases	NZ IFRS 16 removes the classification of leases as either operating or finance leases – for the lessee – effectively treating all leases as finance leases. Lessor accounting remains similar to current practice – i.e. lessors continue to classify leases as finance and operating leases. Measures such as reported EBITDA will improve because what are currently accounted for as operating lease expenses will become depreciation and interest charges.	1 January 2019	The Group has a number of lease commitments which will be required to be capitalised on the statement of financial position when the new standard is introduced. If NZ IFRS 16 were introduced at the current reporting date the leasing asset and associated liability would be a maximum of the net present value of the commitments disclosed in note 21. The rent expense will be replaced by interest expense and depreciation relating to the lease liability and asset. The net impact on Total Comprehensive Income will be positive but immaterial.	1 April 2019

**(e) Basis of consolidation**

The consolidated financial statements of Enprise Group Limited (“the Group”) comprise the financial statements of the parent and its subsidiaries (as outlined in note 19) as at 31 March each year.

Subsidiaries are all entities over which the parent has control. Control is obtained when the parent has power over the investee, is exposed to or has rights to variable returns from its investment and has the ability to use its power to affect returns.

Subsidiaries are fully consolidated from the date on which control is obtained by the Group.

The acquisition of subsidiaries is accounted for using the acquisition method. The acquisition method involves recognising at acquisition date, separately from goodwill, the identifiable assets acquired, the liabilities assumed and any non-controlling interest in the acquirer. The identifiable assets acquired and the liabilities assumed are measured at their acquisition date fair values. The difference between the above items and the fair value of the consideration is goodwill.

**(f) Investment in subsidiaries**

Subsidiary	31 March 2018	31 March 2017
Enprise Australia Pty Limited	100%	100%
Enprise Solutions Limited	100%	100%
Enprise Limited	100%	100%
GlobalBizpro Limited	100%	100%

**(g) Investment in equity accounted investments – refer note 12**

<b>Joint Venture</b>	<b>Percentage Held</b>	<b>Balance Date</b>
Datagate Innovation Limited	39.25%	31 March
Kilimanjaro Consulting Pty Limited	47.09%	30 June

<b>Associate</b>	<b>Percentage Held</b>	<b>Balance Date</b>
iSell Pty Limited	14.06%	30 June

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of the joint venture are incorporated in these consolidated financial statements using the equity method of accounting. Under the equity method, an investment in a joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the joint venture.

An investment in a joint venture is accounted for using the equity method from the date on which the investee becomes a joint venture. On acquisition of the investment in a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of NZ IAS 39 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with NZ IAS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with NZ IAS 36 to the extent that the recoverable amount of the investment subsequently increases.

When the Group reduces its ownership interest in a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a group entity transacts with a joint venture of the Group, profits and losses resulting from the transactions with the joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the joint venture that are not related to the Group.

Enprise reduced its equity stake in Datagate on 5 November 2015 to 69.75%. Datagate became a joint venture on 11 December 2015 when a further 569,000 shares were issued in conjunction with a Datagate shareholders agreement resulting in the Company losing control but maintaining joint control. This triggered a fair value adjustment to the carrying value of Enprise's investment in Datagate. The capital raising took place at \$1.00 per share, valuing the Company's equity interest at \$1,500,000. On 4<sup>th</sup> February 2016 a further 242,000 shares were issued in Datagate reducing the Enprise share to 50.65%. The company later reduced its equity stake in Datagate on 1 December 2016 when a capital raising took place at \$1.20 per share, valuing Enprise's Datagate shares at \$2,050,000. On 23 December 2016 the capital raising was completed, the total cash raised in December 2016 was \$1,042,794, reducing Enprise's share to 44.19%. Enprise reduced its equity stake in Datagate in November 2017 when a capital raising took place at \$1.50 per share, valuing Enprise's Datagate shares at \$2,562,500. On 22 November 2017 when the capital raising was completed, Enprise reduced its equity stake in Datagate to 39.25%.

The Company obtained a 47.09% share of Kilimanjaro in September 2017. The carrying value of Kilimanjaro at year end was \$2,871,339 after a charge for the year of \$297,061. At the time of purchase the Company also granted a put option for the remaining 52.71% for \$3,967,964 (2,854,650 ENS shares). The option can be exercised between 1

September 2019 and 30 August 2020. Kilimanjaro is the largest reseller of MYOB Exo and Advanced in Australia. This was a strategic addition to the portfolio to gain synergies due to the similarities in the business models and to expand Enprise' reach in Australia.

The Company obtained a 14.6% holding in iSell in December 2017. The carrying value of iSell at year end was \$738,471 after a charge for the year of \$739. iSell is a software company that sells a cloud-based quoting system used by the IT reseller market in Australia, New Zealand and the UK.

The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity accounted associate, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases.

**(h) Segment reporting – refer note 5**

A business segment is a distinguishable component of the entity that is engaged in providing products or services that are subject to risks and returns that are different to those of other operating business segments. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

**(i) Foreign currency translation**

*(i) Functional and presentation currency*

Both the functional and presentation currency of Enprise Group Limited is New Zealand dollars (\$). The subsidiaries' and joint venture's functional currency is the local currency which is translated to presentation currency (see below).

*(ii) Transactions & balances*

Subsidiary/Joint Venture	Functional Currency	Presentation Currency
Enprise Australia Pty Limited	Australian dollars (\$)	New Zealand dollars (\$)
Enprise Solutions Limited	New Zealand dollars (\$)	New Zealand dollars (\$)
Enprise Limited	New Zealand dollars (\$)	New Zealand dollars (\$)
GlobalBizpro Limited	New Zealand dollars (\$)	New Zealand dollars (\$)
Datagate Innovation Limited	New Zealand dollars (\$)	New Zealand dollars (\$)
Kilimanjaro Consulting Pty Limited	Australian dollars (\$)	New Zealand dollars (\$)

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

*(iii) Translation of Group Companies functional currency to presentation currency*

The results of the subsidiaries are translated into New Zealand dollars as at the date of each transaction. Assets and liabilities are translated at exchange rates prevailing at reporting date. Exchange variations resulting from the translation are recognised in the foreign currency translation reserve in equity.

**(j) Cash and cash equivalents**

Cash and cash equivalents in the statement of financial position comprise of 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 changes in value.

For the purposes of the Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as defined above.



**(k) Trade and other receivables – refer note 11**

Trade receivables, which generally have 30-90 day terms, are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less an allowance for impairment.

Collectability of trade receivables is reviewed on an ongoing basis at an operating unit level. Individual debts that are known to be uncollectible are written off when identified. An impairment provision is recognised when there is objective evidence that the Company will not be able to collect the receivable. Financial difficulties of the debtor, default payments or debts more than 90 days overdue are considered objective evidence of impairment.

**(l) Property, plant and equipment – refer note 13**

Property, plant and equipment are 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 is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation. All other repairs and maintenance are recognised in the statement of comprehensive income as incurred.

Depreciation is calculated on a diminishing value basis over the estimated useful life of the specific assets:

Computer equipment – 20% to 50%

Office furniture and equipment – 10% to 50%

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

*Derecognition*

An item of property, plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use.

**(m) Leases – refer note 21**

Operating lease payments are recognised as an expense in the income statement on a straight-line basis over the lease term.

**(n) Intangibles – refer note 14**

*Goodwill*

Goodwill that arises on the acquisition of subsidiaries are initially measured at cost of the business combination, being the excess of the consideration transferred over the fair value of the Subsidiaries' net identifiable assets acquired and liabilities assumed. After initial recognition, goodwill is measured at the amount recognised at acquisition date less any accumulated impairment losses.

*Other intangible assets*

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses. See note 14.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated intangible assets, is recognised in the statement of comprehensive income as incurred.

Except for goodwill, intangible assets are amortised on a straight-line basis in the statement of comprehensive income over their estimated useful lives, from the date that they are available for use.

The estimated useful lives for the current and comparative periods are as follows:

- Software licenses 3-5 years
- Customer relationships 5 years

Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

*Research and development costs*

Research costs are expensed as incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost of materials, direct labour, overhead costs that are directly attributable to preparing the asset for its intended use. Capitalised development expenditure is measured at cost less accumulated depreciation and accumulated impairment losses.

**(o) Trade and other payables – refer note 15**

Trade and other payables are carried at amortised cost and due to their short term nature they are not discounted. They represent liabilities for 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 services. The amounts are unsecured and are usually paid within 30 days of recognition.

**(p) Provisions and employee benefits – refer note 16**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of 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 at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date.

***Employee leave benefits***

*Wages, salaries, annual leave*

Liabilities for wages and salaries, including non-monetary benefits, and annual leave are recognised in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled.

**(q) Revenue recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

*(i) Rendering of services*

Revenue includes software implementation and support services.

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognised by reference to the stage of completion of the transaction at the balance date. The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Group;
- The stage of completion of the transaction at the balance date can be measured reliably; and
- The cost incurred for the transaction and the costs to complete the transaction can be measured reliably

Contract revenue is also recognised under the percentage of completion method. A percentage of the revenue is recognised in the accounting period in which the services are rendered. The stage of completion is assessed by reference to surveys of work performed and delivered. When the outcome of an implementation and provisioning contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognised immediately in profit or loss. When the contract outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

Contract income, which includes license fees, hosting fees and transaction fees, is recognised in the statement of comprehensive income in the accounting period in which the service is rendered, by reference to completion of the specific transaction assessed on the basis of the actual service provided.

*(ii) Sale of goods*

Revenue includes sales of software licenses.

The revenue from the sale of third party software is recognised at the time of sale. Revenue from in-house developed software is recognised on acceptance by the client.

The revenue from the maintenance on software developed by the Group is recognised over the period that the maintenance applies.

*(iii) Interest revenue*

Interest income is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable.

*(iv) Rental income*

Rental income is recognised in the income statement on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the rental income, over the term of the lease.

**(r) Income tax and other taxes – refer note 8**

Current tax assets and liabilities for the current and prior periods are measured at 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 by the reporting date.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and unutilised tax losses to the extent that it is probable that taxable profits will be available against which those deductible temporary differences and unutilised tax losses can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Temporary differences that can reasonably be foreseen in the next accounting period have been recognised as a deferred tax asset.

*Other taxes*

Revenues, expenses and assets are recognised net of the amount of GST except:

- i. when the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- ii. receivables and payables, which are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

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

**(s) Earnings per share – refer note 10**

Basic earnings per share is calculated as net profit attributable to members of the parent, divided by the weighted average number of ordinary shares.

Diluted earnings per share is calculated as net profit attributable to members of the parent, divided by the weighted number of ordinary shares and dilutive potential ordinary shares.

**(t) Impairment of non-financial assets**

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Goodwill is tested annually for impairment. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit ("CGU") exceeds its estimated recoverable amount. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities are assigned to those units. Impairment is determined by assessing the recoverable amount of the cash-generating unit to which the goodwill relates. The Group performs its impairment testing as at 31 March each year using the value in use method based on expected future revenue. When the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised.

Key assumptions used in determining the future cash flows from each segment over the next 5 years with a terminal value. The terminal value is based on a 2% perpetual growth rate after 5 years. These assumptions are based on continued growth in new products and services being delivered by Enprise to both new and existing customers. The Australian growth rate is higher than New Zealand as Enprise has assumed increased customer acquisition off a smaller base, therefore a higher rate as a percentage. The discount rate was estimated based on the weighted average cost of capital of similar public listed companies.

<b>31 March 2018</b>	Growth Rate	Discount Rate
Enprise Services – New Zealand	5%	20%
Enprise Services – Australia	10%	20%

  

<b>31 March 2017</b>	Growth Rate	Discount Rate
Enprise Services – New Zealand	5%	20%
Enprise Services – Australia	10%	20%

Management has performed sensitivity analysis on the key assumptions and believes that no reasonably possible changes in any of the above key assumptions would cause the carrying value of goodwill to be materially lower than its recoverable amount

**(u) Contributed equity – refer note 17**

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, net of tax, from the proceeds.

**(v) Discontinued operation – refer to note 5 and 25**

A discontinued operation is a component of the Group's business, the operation and cash flows of which can be clearly distinguished from the rest of the Group and which:

- represents a separate major line of business or geographical area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
- is a subsidiary acquired exclusively with a view to re-sale.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held for sale.

**(w) Classification of investments**

*Financial assets*

The Group classifies its investments in the following categories: financial assets at fair value through profit or loss, loans and receivables. The classification depends on the purpose for which the investments were acquired. Management determines the classification of its investments at the initial recognition and re-evaluates this designation at every reporting date.

Income is recognised on an effective interest basis for debt instruments other than those financial assets designated as at fair value through the profit and loss.

*Financial instruments*

Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. Financial assets at fair value through profit or loss are financial assets representing investments in units or convertible notes. Financial assets are designated in this category if they are managed and performance is evaluated on a fair value basis, in accordance with the Group's investment strategy. Assets in this category are classified as current assets if expected to be settled within 12 months, otherwise they are classified as noncurrent. No financial assets were impaired in profit and loss account for the year ended 31 March 2017.

*Loans and Receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of selling the receivable. They are included in current assets, except for those with maturities greater than 12 months after the reporting date which are classified as non-current assets.

The Group's loans and receivables comprise receivables and cash and cash equivalents. Interest income is recognised by applying the effective interest rate.

*Financial assets measurement*

Loans and receivables and held to maturity investments are carried at amortised cost using the effective interest method.

Realised and unrealised gains and losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are included in the profit or loss in the period in which they arise.

The Group assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired.

**(x) Available for sale investments held at fair value**

<b>Investment</b>	<b>Percentage Held</b>	<b>Balance Date</b>
Zhik Pty Limited	0.60%	30 June
Vadacom Limited	6.49%	31 March

Available for sale investments are recognised at fair value at year end.

### 3 Financial risk management objectives and policies

The Group's principal financial instruments comprise receivables, payables and cash and short-term deposits.

The Group manages its exposure to key financial risks, including interest rate, liquidity risk and currency risk in accordance with the Group's financial risk management policy. The objective of the policy is to support the delivery of the Group's financial targets whilst protecting future financial security.

The Board reviews and agrees policies for managing each of the risks identified below, foreign currency and interest rate risk, credit allowances, and future cash flow forecast projections.

#### Risk exposures and responses

##### Interest rate risk

The Group's exposure to market interest rates relates primarily to the Group's cash deposited in interest-bearing call accounts. Interest rates are monitored although there is generally no significant variation in interest rates offered by the different major banks.

The local operational bank accounts do not earn interest.

At 31 March 2018, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post-tax profit and equity would have been affected as follows:

Judgements of reasonably possible movements:	Post Tax Profit Higher/(Lower)		Equity Higher/(Lower)	
	2018	2017	2018	2017
	\$000	\$000	\$000	\$000
<b>Group</b>				
+1% (100 basis points)	1	8	1	8
- 1% (100 basis points)	(1)	(8)	(1)	(8)

##### Credit risk

Credit risk arises from the financial assets of the Group, being trade and other receivables. The Group's exposure to credit risk arises from potential default of the counter party, with a maximum exposure equal to the carrying amount of these instruments. Exposure at balance date is addressed in each applicable note. The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

	2018	2017
	\$000	\$000
Loans and receivables	1,661	1,307
Cash and cash equivalents	1,235	598
Term deposits	-	154
<b>Total</b>	<b>2,896</b>	<b>2,059</b>

The Group does not hold any credit derivatives to offset its credit exposure.

The Group trades only with recognised, creditworthy third parties and as such collateral is not requested nor is it the Group's policy to securitize its trade and other receivables.

It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures including an assessment of their independent credit rating, financial position, past experience and industry reputation. Risk limits are set for each individual customer in accordance with parameters set by the board. These risk limits are regularly monitored.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

### 3 Financial risk management objectives and policies (cont)

The only significant concentration of credit risk within the Group exists in relation to cash and cash equivalents, the majority being held with two major trading banks.

#### Foreign currency risk

Each entity in the Group conducts the majority of its transactions in its functional currency.

The currency exposure of the Group arises from the effect of any substantial movements in currency rates on the transfer of funds (the large proportion being in Australian dollars) to the local currency of the subsidiary to fund operations.

The net exposure is not significant due to the size of the foreign operations and is mitigated by the regular transfer of small advances to spread the currency risk over time. Although each subsidiary or geographic segment is subject to variations in foreign currency rates, each segment is not material. Refer to note 5 on segment reporting.

The Group's exposure to foreign currency risk was as follows based on notional amounts:

	2018	2017
<i>In thousands translated from Australian Dollars</i>	NZD \$000	NZD \$000
Cash and cash equivalents	108	63
Trade and other receivables	331	225
Trade and other payables	(408)	(379)
Net statement of financial position exposure	31	(91)

The following significant exchange rates applied during the year:

	Average rate		Reporting date spot rate	
	2018	2017	2018	2017
Australian Dollars	0.9231	0.9383	0.9423	0.9174

At 31 March 2018, if exchange rates had moved with all other variables held constant, the impact to the post tax profit and equity would not be material.

#### Liquidity risk

Liquidity risk represents the Group's ability to meet its financial obligations on time. The Group's cash flow enables it to make timely payments. The Management evaluates the Group's liquidity requirements on an ongoing basis. The following tables set out the contractual cash flows for all financial liabilities:

#### Group – 2018

<i>In thousands on New Zealand Dollars</i>	Carrying amount	Contractual cash flow	6 months or less	6 – 12 months	1 – 2 years	2 – 5 years
Trade and other payables	1,135	1,135	1,135	-	-	-
Related party payables	-	-	-	-	-	-
Other liabilities	983	983	162	168	653	-
<b>Total</b>	<b>2,118</b>	<b>2,118</b>	<b>1,297</b>	<b>168</b>	<b>653</b>	-

#### Group – 2017

<i>In thousands on New Zealand Dollars</i>	Carrying amount	Contractual cash flow	6 months or less	6 – 12 months	1 – 2 years	2 – 5 years
Trade and other payables	1,139	1,139	1,139	-	-	-
Related party payables	-	-	-	-	-	-
Other liabilities	49	49	8	7	15	19
<b>Total</b>	<b>1,188</b>	<b>1,188</b>	<b>1,147</b>	<b>7</b>	<b>15</b>	<b>19</b>

### 3 Financial risk management objectives and policies (cont)

#### Financial instruments classification

Group 31 March 2018	Non- derivative financial liabilities \$000	Loans and receivable \$000	Fair value through profit or loss \$000	2018 Total \$000
<b>Financial Assets:</b>				
Cash and cash equivalents	-	1,235	-	1,235
Trade and other receivables	-	1,191	-	1,191
Related party receivables	-	330	-	330
Lock Finance	-	3	-	3
Staff receivables	-	137	-	137
Term deposit	-	-	-	-
<b>Total</b>	-	2,896	-	2,896
<b>Financial Liabilities:</b>				
Trade and other payables	1,135	-	-	1,135
Other liabilities	34	-	-	34
<b>Total</b>	1,169	-	-	1,169
Group 31 March 2017	Non- derivative financial liabilities \$000	Loans and receivable \$000	Fair value through profit or loss \$000	2017 Total \$000
<b>Financial Assets:</b>				
Cash and cash equivalents	-	598	-	598
Trade and other receivables	-	1,226	-	1,226
Related party receivables	-	6	-	6
Lock finance	-	57	-	57
Staff receivables	-	17	-	17
Term deposit	-	-	154	154
<b>Total</b>	-	1,904	154	2,058
<b>Financial Liabilities:</b>				
Trade and other payables	1,139	-	-	1,139
Other liabilities	49	-	-	49
<b>Total</b>	1,188	-	-	1,188

The Lock Finance facility was secured over Trade Receivables of Enprise Solutions Limited and Enprise Australia Pty Limited. This facility was relinquished in December 2017 when Enprise Solutions Limited took out the ASB term loan.



#### 4 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements and estimates on historical experience and on other various factors it believes to be reasonable under the circumstances, the results of which form the basis of the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions and conditions.

##### *Impairment of goodwill*

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in note 14. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates (note 2(t))

##### *Impairment of non-financial assets other than goodwill*

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. The Group follows the guidance of NZ IAS 36 to determine if a non-financial asset is impaired. This determination requires significant judgement. In making this judgement, the Group evaluates, among other factors, external sources of information, such as significant changes with adverse effect and market rates, as well as internal sources of information, such as evidence of obsolescence or physical damage.

##### *Recognition of the deferred tax asset*

The Group has recognised a deferred tax asset on its statement of financial position as at reporting date. Significant judgement is required in determining if the utilisation of deferred tax assets is probable. The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest forecasts of future earnings of the Group. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits.

The Group has recognised the benefit of a deferred tax asset for unutilised tax losses for one years' forecast taxable profit in New Zealand. The Directors have not recognised the benefit of unutilised tax losses beyond one year due to uncertainty with regards to future shareholder continuity.

##### *Classification of Datagate as a joint venture*

Datagate is a limited liability company whose legal form confers separation between the parties to the joint arrangement and the company itself. Furthermore, the parties are bound by a shareholder agreement that governs each party's rights and obligations. There are no other facts and circumstances that indicate that the parties to the joint arrangement have rights to the assets and obligations for the liabilities of the joint arrangement. Accordingly, Datagate is classified as a joint venture of the Group. Refer to note 26 for details.

##### *Classification of Kilimanjaro as a joint venture*

Kilimanjaro is a limited liability company whose legal form confers separation between the parties to the joint arrangement and the company itself. This is because currently decisions regarding Kilimanjaro's relevant activities requires unanimous consent of both directors, each who have been appointed by separate investors under the company's constitution. Accordingly, Kilimanjaro is classified as a joint venture of the Group. Refer to note 26 for details.

#### 4 Significant accounting judgements, estimates and assumptions (cont.)

##### *Classification of iSell as an associate*

iSell is a limited liability company which Enprise neither controls nor has joint control of. However Enprise' interest represents significant influence. Therefore the investment in iSell has been equity accounted for and has been presented as an equity accounted associate in the balance sheet. Refer to note 12 for details.

#### 5 Segment information

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets are based on the geographical location of the assets.

The Board of Directors is the Group's chief operating decision-maker. Management has determined the operating segments based on the information reviewed by the Board of Directors and the Chief Executive Officer for the purposes of allocating resources and assessing performance.

The geographic segments are described in the table below:

Legal Entity	Location	Geographic region
Enprise Group Limited ( <i>Parent</i> )	New Zealand	New Zealand
Enprise Solutions Limited	New Zealand	New Zealand and Worldwide
Enprise Australia Pty Limited	Australia	Australia
Enprise Limited ( <i>Non-Trading</i> )	New Zealand	New Zealand
Global Bizpro Limited ( <i>Non-Trading</i> )	New Zealand	New Zealand
Datagate Innovation Limited *	New Zealand	Worldwide
Kilimanjaro Consulting Pty Limited **	Australia	Australia
iSell Pty Limited ***	Australia	Worldwide

\* Datagate has been recognised as a subsidiary until 11 December 2015 when the company lost control. From 11 December 2015, Datagate has been recognised as a joint venture as the Company has joint control.

\*\* Kilimanjaro has been recognised as a joint venture from 1 October 2017 as the Company has joint control.

\*\*\* iSell has been recognised as an associate from 1 January 2018 as the Company has significant influence but not joint control.

## 5 Segment information (cont)

### Geographic segments

The following table presents revenue, profit, and certain asset information regarding the subsidiaries' performance for the year.

Year ended 31 March 2018	New Zealand \$000	Australia \$000	Asia \$000	TOTAL \$000
<b>Continued operations</b>				
Revenue	6,928	1,950	29	8,907
Other income	32	-	-	32
Interest Received	10	1	-	11
Total segment revenue	6,970	1,951	29	8,950
Inter-segment elimination	-	-	-	-
Total group revenue	6,970	1,951	29	8,950
Share of loss from equity accounted associate	(707)	-	-	(707)
Inter-segment elimination	-	-	-	-
Net profit	173	(72)	-	101
Depreciation & amortisation	115	-	-	115
Capital expenditure	37	-	-	37
Segment assets – current	3,107	447	-	3,554
Investments in equity accounted associate	4,437	-	-	4,437
Segment assets – other non-current	2,576	20	-	2,596
Inter-segment elimination	(744)	-	-	(744)
Total group assets	9,376	467	-	9,843
Liabilities	1,902	1,181	-	3,083
Inter-segment elimination	-	(744)	-	(744)
Total group liabilities	1,902	437	-	2,339
<hr/>				
Year ended 31 March 2017	New Zealand \$000	Australia \$000	Asia \$000	TOTAL \$000
Revenue	6,382	1,797	81	8,260
Other income	64	-	-	64
Interest received	21	-	-	21
Total segment revenue	6,467	1,797	81	8,345
Inter-segment elimination	-	-	-	-
Total group revenue	6,467	1,797	81	8,345

## 5 Segment information (cont)

Year ended 31 March 2017	New Zealand \$000	Australia \$000	Asia \$000	TOTAL \$000
Share of loss from equity accounted associate	(411)	-	-	(411)
Inter-segment elimination	-	-	-	-
Net profit	526	131	-	657
Depreciation & amortisation	100	-	-	100
Capital expenditure	31	-	-	31
Segment assets – current	2,610	290	-	2,187
Investments in equity accounted associate	1,237	-	-	1,397
Segment assets – other non-current	1,780	158	-	2,001
Inter-segment elimination	(526)	-	-	(721)
Total group assets	5,101	448	-	5,549
Liabilities	1,057	906	-	1,908
Inter-segment elimination	-	(526)	-	(721)
Total group liabilities	1,057	380	-	1,437

	Enprise Services	Corporate	Total
<b>31 March 2018</b>			
Revenue	8,579	328	8,907
Other income	32	-	32
Total segment revenue	8,611	328	8,939
Interest received	1	10	11
Total group revenue	8,612	338	8,950
Interest expense	(19)	(14)	(33)
Depreciation and amortisation	(115)	-	(115)
Total group expense	(134)	(14)	(148)
Share of loss from equity accounted associated	-	(707)	(707)
Net profit / (loss)	474	(373)	101

	Enprise Services	Corporate	Total
<b>31 March 2017</b>			
Revenue	8,260	-	8,260
Other income	64	-	64
Total segment revenue	8,324	-	8,324
Interest received	15	6	21
Total group revenue	8,339	6	8,345
Interest expense	-	(2)	(2)
Depreciation and amortisation	(100)	-	(100)
Total group expense	(100)	-	(100)
Share of loss from equity accounted associated	-	(411)	(411)
Net profit / (Loss)	1,185	(528)	657

Assets and liabilities are not reported by segment to the Board of Directors. They are reported on a consolidated group basis.

## 6 Other revenue

	2018 \$000	2017 \$000
Interest income	11	21
Rent income	32	64
	<b>43</b>	<b>85</b>

## 7 Expenses

	2018 \$000	2017 \$000
<b>(a) Other operating expenses</b>		
Communications	66	60
Premises (operating lease)	197	194
Other	401	377
	<b>664</b>	<b>631</b>
<b>(b) Professional fees</b>		
Directors fees	65	65
Accountancy	19	23
Auditor's remuneration (See note 24)	60	88
Legal	97	7
	<b>241</b>	<b>183</b>
<b>(c) Depreciation and amortisation</b>		
Depreciation	50	35
Amortisation – Customer Relationship	65	65
	<b>115</b>	<b>100</b>
<b>(d) Employee benefits expense</b>		
Wages and salaries	3,258	3,028
Superannuation	94	72
	<b>3,352</b>	<b>3,100</b>

## 8 Income tax

	2018 \$000	2017 \$000
<b>(a) Income tax expense</b>		
<i>Statement of comprehensive income</i>		
<i>Current income tax benefit</i>	<b>(19)</b>	<b>(252)</b>
<b>(b) Reconciliation between tax at statutory rate and tax expense in the statement of comprehensive income</b>		
Profit before tax from continuing operations	<b>82</b>	405
Loss before tax from discontinuing operations	-	-
	<b>82</b>	405
Parent and Subsidiaries Profit taxed at 28%	<b>166</b>	286
Australian Subsidiary Profit (Loss) taxed at 30%	-	119
	<b>166</b>	<b>405</b>
Statutory tax at 28% to 30% thereon	<b>47</b>	116
Temporary Differences	<b>23</b>	(252)
Non-deductible items	<b>256</b>	103
Non-assessable items	<b>(12)</b>	-
Tax losses utilised	<b>(333)</b>	(219)
<b>Income tax expense reported in the statement of comprehensive income</b>	<b>(19)</b>	<b>(252)</b>
<b>(c) Unrecognised temporary differences and tax losses</b>		
Unrecognised temporary differences are not material		
Accumulated tax losses	<b>(8,486)</b>	<b>(8,819)</b>
(d) Aggregate temporary differences from investments in subsidiaries and associates for which no deferred tax asset has been recognized:	-	-
(e) Imputation credits available in subsequent period	-	15

## 9 Dividends paid

A final dividend of 3.5 cents (2016: 3 cents) per share was declared on 2 June 2017, the record date is 3 July 2017. The dividend amount was \$243,383 and paid on 17 July 2017. The dividend reinvestment plan did not apply.

An interim dividend of 1.0 cent per share was paid on 30 January 2018. The dividend amount was \$95,451. The dividend reinvestment plan applied resulting in 32,508 new shares being issued.

## 10 Earnings per share

The following reflects the income used in the basic and diluted earnings per share computations:

	2018 \$000	2017 \$000
<b>(a) Earnings used in calculating earnings per share</b>		
<i>For basic earnings per share:</i>		
Net profit attributable to ordinary equity holders of the parent	101	657
<i>For diluted earnings per share:</i>		
Net profit attributable to ordinary equity holders of the parent (from basic EPS)	101	657
Net profit attributable to ordinary equity holders of the parent	101	657
<b>(b) Weighted average number of shares</b>	<b>2018 Thousands</b>	<b>2017 Thousands</b>
Balance as at 1 April	6,966	6,791
Issue of ordinary shares – Staff	249	50
Rights issue	770	-
Purchase of Kilimanjaro in exchange for shares	1,560	-
Cancellation of ordinary shares – Global Bizpro	-	(200)
Issue of ordinary shares – Dividend Reinvestment Plan	33	325
Balance at end of year	9,578	6,966
Effect of dilution:		
Share options	-	-
Weighted average number of ordinary shares	7,950	6,837

	2018 Cents per share	2017 Cents per share
Basic earnings per share for the continued operation	1.3	9.6
Diluted earnings per share for the continued operation	1.3	9.6

The earnings and weighted average number of ordinary issued shares used in the calculation of basic earnings per share are as follows:

	\$000
Net Profit attributable to ordinary equity holders	101
Weighted average number of shares for the purpose of basic earnings per share	No. 7,950,372

## 10 Earnings per share (cont)

There are no instruments (e.g. share options) excluded from the calculation of diluted earnings per share that could potentially dilute basic earnings per share in the future because they are antidilutive for either of the periods presented.

## 11 Current assets - trade and other receivables

	2018 \$000	2017 \$000
Trade receivables	1,205	1,227
Allowance for impairment loss (a)	(90)	(88)
Other receivables	76	87
Carrying amount of trade and other receivables	1,191	1,226
Related party receivables (b)		
Subsidiaries	-	-
Associate	330	6
	330	6

### (a) Allowance for impairment loss

Trade receivables are non-interest bearing and are generally on 30-90 day terms. A provision for bad debts is recognised when there is objective evidence that an individual trade receivable is impaired.

Bad debts of \$38,454 (2017: \$18,767) have been recognised by the Group and bad debts recovery of \$59,575 (2017: \$42,007) by the Group in the current year. These amounts have been included in the other operating expenses item.

Movements in the provision for impairment loss were as follows:

	2018	2017
At 1 April	(88)	(87)
Charge for the year	(62)	(43)
Amounts Recovered	60	42
At 31 March	(90)	(88)

At 31 March 2018, the aging analysis of trade receivables is as follows:

	Total	0 – 30 days	31 – 60 days	61- 90 days	+91 days	+91 days
			days	PDNI*	PDNI*	CI*
2018 Group	1,191	739	154	81	121	97
2017 Group	1,226	737	250	48	124	67

\* Past due not impaired (PDNI) Considered impaired (CI)



## 11 Current assets - trade and other receivables (cont)

### (b) Related Party Receivables

For terms and conditions of related party receivables refer to note 19.

### (c) Fair value and credit risk

Due to the short term nature of these receivables, their carrying value is assumed to approximate their fair value.

The maximum exposure to credit risk is the fair value of receivables. Collateral is not held as security, nor is it the Group's policy to transfer (on-sell) receivables to special purpose entities.

### (d) Foreign exchange and interest risk

For further information on the management of foreign exchange and interest risk refer to note 3.

## 12 Non-current assets – investments in equity accounted associate

### (a) Datagate Innovation Limited

	2018 \$000	2017 \$000
Opening balance	1,237	1,398
Investments in associate for the year	-	250
Share of loss for the year	(409)	(411)
	<b>828</b>	<b>1,237</b>

Please refer to note 26 – Joint Venture.

The accounted associate is not a publicly listed entity and consequently does not have published price quotation.

The Company reduced its equity stake in Datagate in November 2017 to 39.25% by not investing in this capital raising. This rights issue took place at \$1.50 per share, valuing the Company's equity interest in Datagate at \$2,562,000.

Datagate is an early stage software company that is incurring losses however it is actively marketing its product. The recoverability of the investment in the joint venture is dependent on the joint venture meeting its profit forecast. If the joint venture were unable to meet its profit forecast, adjustments may need to be made to the carrying value of the investment in joint venture. Further details on the joint venture is provided in note 26.

### Reconciliation of the net assets of the joint venture

Net assets of the joint venture	1,931
Proportion of the Group's ownership interest in the joint venture 39.25%	758
Goodwill	70
Carrying amount of the Group's interest in the joint venture	<u>828</u>

### (b) Kilimanjaro Consulting Pty Limited

	2018 \$000	2017 \$000
Opening balance	-	-
Investments in associate for the year	3,168	-
Share of loss for the year	(297)	-
	<b>2,871</b>	<b>-</b>

Please refer to note 26 – Joint Venture.

The accounted associate is not a publicly listed entity and consequently does not have published price quotation.

The Company obtained a 47.09% share of Kilimanjaro in September 2017. The carrying value of Kilimanjaro at year end was \$2,871,339 after a charge for the year of \$297,061. At the time of purchase the Company also granted a put option for the remaining 52.71% for \$3,967,964 (2,854,650 ENS shares). The option can be exercised between 1 September 2019 and 30 August 2020.

Kilimanjaro is the largest reseller of MYOB Exo and Advanced in Australia. This was a strategic addition to the portfolio to gain synergies due to the similarities in the business models and to expand Enprise' reach in Australia. Further details on the joint venture is provided in note 26.

**Reconciliation of the net assets of the joint venture**

Net assets of the joint venture	(105)
Proportion of the Group's ownership interest in the joint venture 47.09%	(49)
Goodwill	2,920
Carrying amount of the Group's interest in the joint venture	<u>2,871</u>

**(c) iSell Pty Limited**

	2018 \$000	2017 \$000
Opening balance	-	-
Investments in associate for the year	739	-
Share of loss for the year	(1)	-
	<u>738</u>	-

The accounted associate is not a publicly listed entity and consequently does not have published price quotation.

The Company obtained a 14.6% holding in iSell in December 2017. The carrying value of iSell at year end was \$738,471 after a charge for the year of \$739.

iSell is a software company that sells a cloud-based quoting system used by the IT reseller market in Australia, New Zealand and the UK.

**Reconciliation of the net assets of the joint venture**

Net assets of the joint venture	560
Proportion of the Group's ownership interest in the joint venture 14.16%	82
Goodwill	656
Carrying amount of the Group's interest in the joint venture	<u>738</u>

### 13 Non-current assets – property, plant and equipment

	Computer equipment \$000	Furniture and fittings \$000	Office equipment \$000	Total \$000
<b>Year ended 31 March 2018</b>				
Cost	150	171	84	405
Accumulated depreciation and impairment	(117)	(111)	(73)	(301)
Carrying value at beginning of the year	33	60	11	104
Additions	46	1	3	50
Disposals	(1)	-	-	(1)
Depreciation charge for the year	(31)	(17)	(2)	(50)
Carrying value at the end of the year	47	44	12	103

#### At 31 March 2018

Cost	195	172	87	454
Accumulated depreciation and impairment	(148)	(128)	(75)	(351)
Net carrying amount	47	44	12	103

	Computer equipment \$000	Furniture and fittings \$000	Office equipment \$000	Total \$000
<b>Year ended 31 March 2017</b>				
Cost	165	171	84	420
Accumulated depreciation and impairment	(149)	(94)	(69)	(312)
Carrying value at beginning of the year	16	77	15	108
Additions	31	-	-	31
Disposals	(1)	-	-	(1)
Depreciation charge for the year	(13)	(17)	(4)	(34)
Carrying value at end of year	33	60	11	104

#### At 31 March 2017

Cost	150	171	84	405
Accumulated depreciation and impairment	(117)	(111)	(73)	(301)
Net carrying amount	33	60	11	104

## 14 Non-current assets – intangible assets

	Customer relationship \$000	Goodwill \$000	Software licences \$000	Total \$000
<b>Year ended 31 March 2018</b>				
Cost	329	1,626	-	1,955
Accumulated amortisation and impairment	(130)	-	-	(130)
Carrying value at the beginning of the year	199	1,626	-	1,825
Amortisation charge for the year	(65)	-	-	(65)
Carrying value at end of year	134	1,626	-	1,760

<b>At 31 March 2018</b>				
Cost	329	1,626	-	1,955
Accumulated amortisation and impairment	(195)	-	-	(195)
Net carrying amount	134	1,626	-	1,760

	Customer Relationship \$000	Goodwill \$000	Software licences \$000	Total \$000
<b>Year ended 31 March 2017</b>				
Cost	329	1,626	-	1,955
Accumulated amortisation and impairment	(65)	-	-	(65)
Carrying value at the beginning of the year	264	1,626	-	1,890
Additions	-	-	-	-
Disposal of business	-	-	-	-
Impairment	-	-	-	-
Amortisation charge for the year	(65)	-	-	(65)
Effect of foreign exchange differences	-	-	-	-
Carrying value at end of year	199	1,626	-	1,825

<b>At 31 March 2017</b>				
Cost	329	1,626	-	1,955
Accumulated amortisation and impairment	(130)	-	-	(130)
Net carrying amount	199	1,626	-	1,825

The carrying amount of goodwill allocated to Australia's CGU is \$417,244 and the carrying amount of goodwill for New Zealand's is \$1,209,080.

### Description of the Group's intangible assets

#### *Customer Relationships*

Customer relationship costs are carried at cost less accumulated amortisation and accumulated impairment losses. This intangible asset has been assessed as having a finite life and is amortised using the straight line value method over a period of 5 years. The amortisation has been recognised in the statement of comprehensive income in the line item depreciation and impairment. If an impairment indication arises, the recoverable amount is estimated and an impairment loss is recognised to the extent that the recoverable amount is lower than the carrying amount.

## 15 Current liabilities - trade and other payables

	2018	2017
	\$000	\$000
Trade payables	510	520
Payroll liabilities	81	72
Other payables	544	547
Carrying amount of trade and other payables	1,135	1,139

### (a) Fair value

Due to the short term nature of these payables, their carrying value is assumed to approximate their fair value.

### (b) Foreign exchange and liquidity risk

For further information on the management of foreign exchange and liquidity risk refer to note 3.

## 16 Current liabilities – provisions

	2018	2017
	\$000	\$000
Employee entitlements	183	193
At 31 March	183	193

The staff leave entitlements which consist of holiday pay are due and payable, it is expected that they will be paid within the following 12 month period.

## 17 Contributed equity

	2018 \$000	2017 \$000
<b>Ordinary shares</b>		
Issued and fully paid	6,566	2,936

Ordinary shares have no par value. Each share entitles the holder to one vote and the right to dividends. On wind up each share has equal share of residual assets.

	2018 \$000	2017 \$000
<i>Movement in ordinary shares on issue</i>		
At 1 April 2017	2,936	2,823
Cancellation of ordinary shares	-	(80)
Issue of ordinary shares	2,169	113
Issue of ordinary shares	1,185	25
Issue of ordinary shares	230	55
Issue of ordinary shares	46	-
At 31 March 2018	6,566	2,936

On 29 September 2017, 1,560,000 shares were issued to existing Kilimanjaro shareholders to acquire a 47.09% stake. The shares were issued at a price of \$1.39 per share.

On 20 November 2017, 852,664 shares were issued to eligible shareholders as part of a rights issue. The shares were issued at a price of \$1.39 per share.

On 8 December 2017, 165,753 shares were issued in a private placement to staff. The shares were issued at a price of \$1.39 per share.

On 31 January 2018, 32,508 shares were issued pursuant to a dividend reinvestment plan offered to eligible shareholders. The shares were issued at a price of \$1.425 per share.

The Group's objectives when managing capital, that is share capital, foreign translation reserve and retained earnings, are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including current and non-current borrowings as shown in the consolidated balance sheet) less cash and cash equivalents. Total capital is calculated as equity as shown in the consolidated balance sheet plus net debt.

The Group took out a \$1 million loan with ASB Bank on 15 December 2017. The covenant under the loan has an interest coverage ratio requirement. Refer Note 25.

## 18 Statement of cash flows reconciliation

	<b>2018</b>	2017
	<b>\$000</b>	\$000
<b>Reconciliation of net profit to net cash flows from operations</b>		
Net profit	<b>101</b>	657
<i>Adjustments for non-cash items:</i>		
Depreciation and amortisation	<b>115</b>	100
Net loss / (gain) on foreign exchange	<b>8</b>	(3)
Income tax benefit	<b>(19)</b>	(252)
Release of fit out loan	<b>(15)</b>	-
Share of loss from equity accounted joint venture – Datagate	<b>409</b>	411
Share of loss from equity accounted joint venture – Kilimanjaro	<b>297</b>	-
Share of loss from equity accounted associate – iSell	<b>1</b>	-
<i>Changes in assets and liabilities</i>		
(Increase)/decrease in trade and other receivables	<b>(289)</b>	(153)
(Decrease)/increase in trade and other payables	<b>(4)</b>	230
Decrease in other liabilities	<b>8</b>	(15)
<b>Net cash from operating activities</b>	<b>612</b>	975

## 19 Related party disclosure

### (a) Subsidiaries and joint venture

The consolidated financial statements include the financial statements of Enprise Group Limited, the subsidiaries and the joint venture, as listed in the following table:

Subsidiary name	Country of incorporation	Principal Activity	% of equity interest		Investment (\$000)	
			2018	2017	2018	2017
Enprise Solutions Limited	New Zealand	Software sales	100	100	2,075	2,075
Enprise Australia Pty Limited	Australia	Software sales	100	100	-	-
Enprise Limited	New Zealand	Software sales	100	100	-	-
Global Bizpro Limited	New Zealand	Software sales	100	100	-	-

Joint Venture name	Country of incorporation	Principal Activity	% of equity interest		Investment (\$000)	
			2018	2017	2018	2017
Datagate Innovation Limited	New Zealand	Software Sales	39.25	44.19	1,352	1,352
Kilimanjaro Consulting Pty Limited	Australia	Software Sales	47.09	-	3,168	-
iSell Pty Limited	Australia	Software Sales	14.60	-	739	-

### (b) Ultimate parent

Enprise Group Limited is the ultimate New Zealand parent entity and the ultimate parent of the Group.

### (c) Key management personnel

Details relating to key management personnel, including remuneration paid, are included in note 20.

### (d) Transactions with related parties

The following table provides the total amount of transactions that were entered into with related parties for the relevant financial year (for information regarding outstanding balances on related party trade receivables and payables at year-end, refer to notes 11 and 15 respectively):

Related Party		Sales to related parties \$000	Purchases from related parties \$000	Amounts owed by related parties \$000	Amounts owed to related parties \$000
<b>Group</b>					
Kilimanjaro Consulting Pty Limited	2018	293	3	318	-
	2017	-	-	-	-
Zhik Pty Limited	2018	81	-	6	-
	2017	-	-	-	-
Vadacom Limited	2018	11	-	2	-
	2017	-	-	-	-
Datagate Innovation Limited	2018	45	-	4	-
	2017	58	-	6	-
Nicholas Paul (Director)*	2018	-	33	-	-
	2017	-	50	-	-

\*The outstanding balance from The Sales Factory within creditors is related by Nicholas Paul, who is a common director for both companies.



## 19 Related party disclosure (cont)

*Terms and conditions of transactions with related parties:*

(i) Shareholders and other related parties

During the year, the group provided and received services on standard commercial terms with related parties.

(ii) Subsidiaries

The transactions between the parent, Enprise Group Limited, and its subsidiaries, are comprised of cash advances from the parent to the subsidiaries (\$539k), and purchases made on behalf of the parent by the subsidiaries (\$133k).

## 20 Key management personnel

### Compensation for key management personnel

	2018 \$000	2017 \$000
Salaries, bonuses and commissions	201	211
Other benefits	33	-
Directors fees	65	65
<b>Total compensation</b>	<b>299</b>	<b>276</b>

During the year, the number of employees or former employees, not being non-executive directors of Enprise Group Limited received remuneration and the value of other benefits that exceeded \$100,000 as follows:

	2018 Number of employees	2017
100,001 – 110,000	5	3
110,001 – 120,000	3	1
120,001 – 130,000	-	4
130,001 – 140,000	1	-
140,001 – 150,000	1	-
150,001 – 160,000	-	-
160,001 – 170,000	-	1
170,001 – 180,000	-	1
180,001 – 190,000	-	-
190,001 – 200,000	1	-
200,001 – 210,000	1	-
210,001 – 220,000	-	1

## 21 Commitments

### (i) Leasing commitments

#### *Lease commitments*

The Group has commercial lease commitments.

- Enprise Solutions Limited – Auckland Office

The lease of Enprise Solutions Limited, Auckland Office, is for an initial term of 8 years, commencing 21 June 2012 with a renewal of a further six years. The renewal date is 21 June 2020. The final expiry date of the lease is 20 June 2026.

- Enprise Solutions Limited – Wellington Office

The lease of Enprise Solutions Limited, Wellington office, is for a term of 12 months, commencing on the 1st February 2018. The lease expires on 31<sup>st</sup> January 2019 with a renewal of a further one year.

- Enprise Solutions Limited – Hamilton Office

The lease of Enprise Solution Limited, Hamilton office, commenced on the 5th November 2007. The lease agreement continues to operate until terminated by either party by way of 3 months' notice in writing.

The total expense recognised for the year ended 31 March 2018 in relation to operating commitments is \$198,677 (2017: \$194,339).

Future minimum rentals payable under non-cancellable operating leases as at 31 March are as follows:

	<b>2018</b>	2017
	<b>\$000</b>	\$000
Within one year	<b>128</b>	139
After one year but not more than five years	<b>160</b>	288
After more than five years	-	-
<b>Total minimum lease payments</b>	<b>288</b>	427

### (ii) Property, plant and equipment commitments

The Group had no contractual obligations to purchase plant and equipment at balance date. (2016: \$nil).

## 22 Contingencies

There were no known material contingent liabilities at 31 March 2018 (2017: \$nil).

## 23 Events after the reporting date

There were no known material events after the reporting date.

## 24 Auditor's remuneration

	2018 \$000	2017 \$000
Amounts received or due and receivable by Staples Rodway Auckland Audit of financial statements – Staples Rodway Auckland		
Current year	21	57
Prior year	52	31
	<b>73</b>	<b>88</b>

## 25 Borrowings

	2018 \$000	2017 \$000
<b>Secured - at amortised cost</b>		
Bank loan	949	-
	<b>949</b>	-
Current	314	-
Non-current	635	-
	<b>949</b>	-

### Borrowing arrangements

On 15 December 2017 the Company took out a \$1 million loan with ASB Bank. The bank loan is secured by unlimited cross guarantee and indemnity from and between Enprise Group Limited, Enprise Solutions Limited, Globalbizpro Limited, and Enprise Limited.

The weighted average interest rate is 6.830% per annum as at 31 March 2018.

### Borrowing covenants

The Group has complied with all borrowing covenants in the current financial year (2017: N/A).

## 26 Joint Venture

### (a) Datagate Innovation Limited

Datagate is a New Zealand based company and was classified as a subsidiary until 11 December 2015, when the Company change the classification to a Joint Venture. The company reduced its equity stake in Datagate on 5 November 2015 to 69.75%. Datagate became a joint venture on 11 December 2015 when a further 569,000 shares were issued in conjunction with a Datagate shareholders agreement resulting in the Company losing control but maintaining joint control. This triggered a fair value adjustment to the carrying value of the Company's investment in Datagate. The capital raising took place at \$1.00 per share, valuing the Company's equity interest at \$1,500,000. On 4<sup>th</sup> February 2016 a further 242,000 shares were issued in Datagate reducing the Enprise share to 50.65%. The investment in the joint venture is measured using the fair value method.

The Company invested \$250,000 in Datagate at \$1.20 per share on 1 December 2016. The capital raising total of \$1,042,794 reduced the Company's share of Datagate to 44.19% and valued the company's investment at \$2,050,000. The Company later reduced its equity stake in Datagate in November 2017 to 39.25% by not investing in a second capital raising. This rights issue took place at \$1.50 per share, valuing the Company's equity interest in Datagate at \$2,562,000.

The following is summarised financial information for Datagate Innovation, based on its financial statements prepared in accordance with IFRS.

<i>In thousands of New Zealand Dollars</i>	<b>2018</b>	<b>2017</b>
	<b>\$000</b>	<b>\$000</b>
Revenue	329	227
Profit / (Loss) from continuing operation's	(983)	(862)
Other comprehensive income	-	-
<b>Total comprehensive income / (loss) for the period</b>	<b>(983)</b>	<b>(862)</b>
Current assets	848	1035
Non-current assets	1,977	1,341
Current liabilities	(178)	(163)
Non-current liabilities	(716)	-
<b>Net assets</b>	<b>1,931</b>	<b>2,213</b>

### Financial Information as at 31 March 2018

	<b>2018</b>	2017
	<b>000's</b>	000's
Trade and other Debtors	84	48
Cash	764	999
Trade Creditors	(127)	(168)
Fixed Assets	17	14
Software Licenses	1,960	1,250
<b>Net Assets</b>	<b>2,698</b>	<b>2,143</b>

### Charges to the Statement of Comprehensive Income of Datagate

	<b>2018</b>	2017
	<b>000's</b>	000's
Depreciation and Amortisation	(349)	(297)
Interest Income	16	14
Interest expense	-	-
Income Tax	-	-

## 26 Joint Venture (cont)

### (b) Kilimanjaro Consulting Pty Limited

Kilimanjaro is the largest reseller of MYOB Exo and Advanced in Australia. This was a strategic addition to the portfolio to gain synergies due to the similarities in the business models and to expand Enprise' reach in Australia.

The Company obtained a 47.09% share of Kilimanjaro in September 2017. The carrying value of Kilimanjaro at year end was \$2,871,339 after a charge for the year of \$297,061.

At the time of purchase the Company also granted a put option for the remaining 52.71% for \$3,967,964 (2,854,650 ENS shares). The option can be exercised between 1 September 2019 and 30 August 2020.

The following is summarised financial information for Kilimanjaro Consulting, based on its financial statements prepared in accordance with IFRS from 1 October 2017 to 31 March 2018.

<i>In thousands of New Zealand Dollars</i>	<b>2018</b>	<b>2017</b>
	<b>\$000</b>	<b>\$000</b>
Revenue	<b>4,967</b>	-
Profit / (Loss) from continuing operation's	<b>(631)</b>	-
Other comprehensive income	-	-
<b>Total comprehensive income / (loss) for the period</b>	<b>(631)</b>	-
Current assets	<b>1,720</b>	-
Non-current assets	<b>1,060</b>	-
Current liabilities	<b>(2,058)</b>	-
Non-current liabilities	<b>(834)</b>	-
<b>Net assets</b>	<b>(111)</b>	-

### Financial Information as at 31 March 2018

	<b>2018</b>	<b>2017</b>
	<b>000's</b>	<b>000's</b>
Trade and other Debtors	<b>1,391</b>	-
Cash	<b>329</b>	-
Trade Creditors	<b>(241)</b>	-
Fixed Assets	<b>260</b>	-
Software Licenses	<b>801</b>	-
<b>Net Assets</b>	<b>2,541</b>	-

### Charges to the Statement of Comprehensive Income of Kilimanjaro

	<b>2018</b>	<b>2017</b>
	<b>000's</b>	<b>000's</b>
Depreciation and Amortisation	<b>(29)</b>	-
Interest Income	<b>3</b>	-
Interest expense	<b>(28)</b>	-
Income Tax	<b>2</b>	-

## 27 Deferred Tax Balances

	2017	Recognised in profit	2018
<b>Deferred tax assets (liabilities) in relation to</b>			
Customer relationships	(56)	18	<b>(38)</b>
Doubtful debts	25	1	<b>26</b>
Employee benefits and entitlements	51	17	<b>68</b>
Tax losses carried forward	222	-	<b>222</b>
Audit fee accrual	15	(5)	<b>10</b>
Depreciation of Impaired Assets	12	(12)	-
<b>Total deferred tax recognised</b>	<b>269</b>	<b>19</b>	<b>288</b>
<b>Non-current deferred tax</b>			
Customer relationships			<b>(38)</b>
Doubtful debts			<b>26</b>
Employee benefits and entitlements			<b>68</b>
Tax losses carried forward			<b>222</b>
Audit fee accrual			<b>10</b>
Depreciation of Impaired Assets			-
			<b>288</b>

## 28 Non-Equity Accounted Investments

	2018 \$000	2017 \$000
Zhik	97	-
Vadacom	224	-
	<b>321</b>	-

### (a) Zhik Pty Limited

In June 2017 Enprise paid \$97,101 for a 0.6% holding in Zhik, a manufacturer of performance sports apparel. The asset has been treated as an available-for-sale investment carried at fair value. This is because the Company does not have significant influence over the entity.

### (a) Vadacom Limited

In November 2017 Enprise paid \$223,737 for a 6.49% holding in Vadacom, a cloud based VOIP phone and virtual PABX provider. Enprise has a similar target market as Vadacom and both entities have and will continue to leverage off this.

The asset has been treated as an available-for-sale investment carried at fair value. This is because the Company does not have significant influence over the entity.

## Corporate Information

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New Zealand company number	1562383
ARBN (Australian Registered Body Number)	125 825 792
ABN (Australian Business Number)	41 125 825 792

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### Contact details

#### New Zealand

Level 2, 16 Hugo Johnston Drive  
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#### Australia

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Phone: +61 2 8355 7055  
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#### Internet address

[www.enprisegroup.com](http://www.enprisegroup.com)

#### Email

[info@enprisegroup.com](mailto:info@enprisegroup.com)

#### Principal place of business

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Penrose, Auckland 1061  
Phone: +64 9 829 5500

#### Registered office

Level 2, 16 Hugo Johnston Drive  
Penrose, Auckland 1061

#### Principal place of business – Australia

2/52 O’Connell Street, Parramatta  
NSW 2150

Suite 422-433, 838 Collins Street, Docklands  
VIC 3008

#### Registered office – Enprise Australia

Level 3, 22 Market Street  
Sydney, NSW 2000

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<b>Directors</b>	George Cooper	<i>Chief Executive Officer</i>
	Lindsay Phillips	<i>Chairman</i>
	Nicholas Paul	<i>Non-executive Director</i>
	Ronald Baskind	<i>Executive Director</i>

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### Share Register

Link Market Services Limited  
Level 7, Zurich House  
21 Queen Street  
Auckland, New Zealand  
Phone: +64 9 375 5990

Enprise Group Limited shares are listed on the New Zealand Stock Exchange Alternative Market

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<b>Auditor</b>	Staples Rodway Auckland, New Zealand
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<b>Lawyer</b>	Hudson Gavin Martin, Auckland, New Zealand Sean Joyce, Auckland, New Zealand
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<b>Principal Bankers</b>	ASB Bank Limited, Auckland, New Zealand
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# Auditor's Report

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Enprise Group Limited

**Report on the Financial Statements**