K&S CORPORATION LIMITED

annual report

2018

Financial Calendar

Annual General Meeting	Tuesday, November 27, 2018
Half-year Result and Interim Dividend Announcement	Tuesday, February 26, 2019
Full-year Result and Final Dividend Announcement	Tuesday, August 27, 2019
Annual Report to Shareholders	Wednesday, October 8, 2019
Annual General Meeting	Tuesday, November 26, 2019

Contents

highlights 2018

K&S CORPORATION LIMITED

ABN 67 007 561 837

TO BE THE LEADING PROVIDER OF TRANSPORT AND LOGISTIC SOLUTIONS WITHIN OUR TARGET MARKETS IN AUSTRALIA AND NEW ZEALAND

- **Revenue reaches $854 million**
- **Improved performance by contract logistics in Australia and New Zealand**
- **New Energy contract with Caltex Australia servicing the Bowen Basin**
- **Property rationalisation in Melbourne and Sydney**
- **Stage 3 of Truganina development completed**

chairman's OVERVIEW

On behalf of the Board of K&S Corporation, I am pleased to present the Company's Annual Report.

The year has been demanding and challenging on many levels. Operating revenues increased by 13.2% to $854.6 million. We achieved a statutory profit before tax of $24.6 million, an increase on the previous corresponding period of 161.7%. Underlying profit before tax was $11.0 million, an increase on the previous corresponding period of 1.8%. The underlying profit after tax was $7.7 million, an increase on the previous corresponding period of 2.0%.

Included in our statutory result was a $16.1 million receivable relating to compensation arising out of the closure of Aurizon's intermodal business in December 2017. K&S' claim has not yet been resolved. K&S is confident that it will recover at least $16.1 million. Statutory profit also included $1.4 million, in returns to creditors, paid by the administrators of Arrium following completion of the sale of Arrium to the Liberty Group.

Operating cashflow for the year was $40.8 million which was 17.4% lower than the prior year. The major variation being Liberty OneSteel reverting to their pre-Administration payment terms following completion of the sale of Arrium to the Liberty Group.

During the year we were successful in recovering $1.3 million of fuel tax credits that related to the period from 1 July 2014 to 30 June 2017.

In Western Australia we were awarded a contract for Roy Hill. Activity levels are expected to improve following the recent announcement of new mine developments. Trading margins in Western Australia remain under pressure from high levels of competition.

South32 coal volumes have continued to fluctuate around lower than historical levels as a consequence of on-going mine issues experienced at the Appin colliery. We anticipate that South32 coal volumes will increase in FY19.

The chemical transport division, Chemtrans, also realised lower returns as a result of reduced market demand.

Both the DTM and New Zealand businesses, which are predominantly aligned to contract logistics, have continued to realise steady improvement with volumes and performance. Despite reduced agricultural demand the specialist aviation refueling business Aero Refuellers has performed well realising further improvement. Similarly our fuel trading business, K&S Agencies, has continued to expand and realise soild financial results.

We continue to concentrate on cost reduction strategies, property rationalisation and operational efficiencies.

Ongoing cost reduction initiatives have continued to have a positive impact on our results.

During the course of the year, we acquired fixed assets totaling $70.2 million. Funding of this equipment was $46.9 million via hire purchase agreements and the balance of $23.3 million was settled from our cash balance.

Safety

Safety remains a key focus for K&S. Our lost time injury frequency rate has remained steady at 9.0. Our lost time injury frequency rate in New Zealand has remained at 7.0, consistent with the previous year.

Dividends

The Directors have declared a fully franked final dividend of 2.0 cents per share (2017 2.0 cents per share). This follows the interim dividend of 2.0 cents per share paid in April 2018, making a total dividend of 4.0 cents per share for FY18. The final dividend will be paid on 2 November 2018, with the date for determining entitlements being 19 October 2018.

The dividend reinvestment plan (DRP) will once again apply in respect of the fully franked final dividend of 2.0 cents per share payable on 2 November 2018. The last election date for participation in the DRP is 22 October 2018.

The terms of the DRP will remain unchanged, with the issue price under the DRP being the volume weighted average price for K&S shares in the five business days ending on 19 October 2018 (the record date of the final dividend) less a discount of 2.5%.

In May we appointed Graham Walters AM FCA to the Board. Mr. Walters is a former Chairman of Partners South Australia of KPMG and a former Chairman of Westpac South Australia. He brings with him a wealth of experience from his professional background and from acting as a director and financial advisor to numerous public, private and government entities.

On behalf of the Board, I thank our customers, suppliers and employees, who have contributed to the continued success of the business.

In particular, I thank the senior management team, led by Paul Sarant, for their ongoing commitment and dedication in difficult times.

A J Johnson

Tony Johnson
Chairman

3 financial OVERVIEW

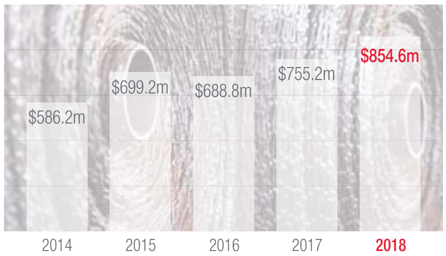
		2018	2017	% change
Revenue	$m	**854.6**	755.2	13.2
Operating profit before interest, tax and depreciation	$m	**74.0**	55.3	33.8
Operating profit before interest and tax	$m	**31.6**	16.2	95.1
Statutory profit before tax[1]	$m	**24.6**	9.4	161.7
Less non-recurring legal settlement[2]	$m	**(10.9)**	1.5	(826.7)
Less Arrium recovery	$m	**(1.4)**	0.0	-
Less prior year cost recovery of Fuel Tax	$m	**(1.3)**	0.0	-
Statutory profit after tax	$m	**17.1**	6.5	163.1
Underlying profit before tax	$m	**11.0**	10.8	1.8
Underlying profit before interest and tax	$m	**18.0**	17.7	2.0
Underlying profit before interest, tax and depreciation	$m	**60.4**	56.8	6.3
Normalised operating profit after tax	$m	**7.7**	7.5	2.0
Total assets	$m	**553.4**	488.7	13.2
Net borrowings	$m	**130.0**	109.2	19.0
Shareholders' funds	$m	**220.9**	205.4	7.5
Depreciation and amortisation	$m	**42.4**	39.1	8.4
Dividends per share	cents	**4.0**	3.5	14.3
Net tangible assets per share	$	**1.72**	1.63	5.5
Operating cash flow[3]	$m	**40.8**	49.4	(17.4)
Return on assets	%	**1.4**	1.5	(6.7)
Gearing	%	**37.0**	34.7	6.6
Employee numbers		**2,814**	2,345	20.0
Lost time injuries		**55.0**	32.0	71.9
Lost time injuries frequency rate		**9.0**	7.0	28.6

1 Includes $16.1m Aurizon settlement

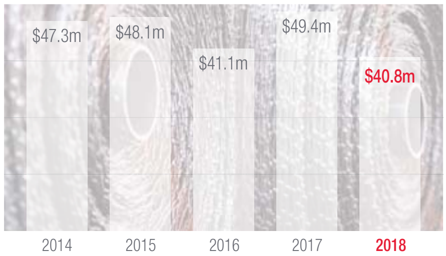
2 Relates to the Aurizon claim after deducting the net profit and loss impact relating to FY18

3 Includes Liberty OneSteel reverting to their pre administration payment terms

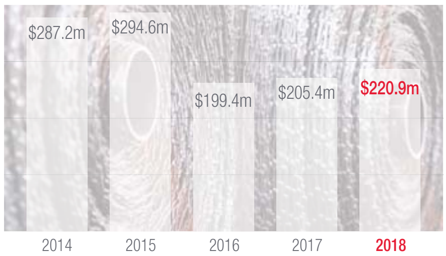
OPERATING REVENUE



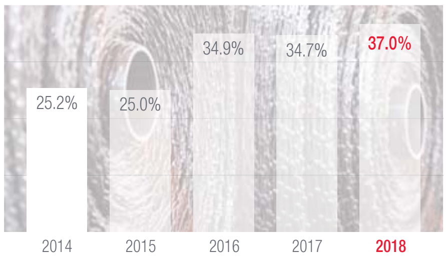
OPERATING CASH FLOW



SHAREHOLDERS' FUNDS



GEARING



4 managing director's REPORT

Operating revenues for the year increased by 13.2% to $854.6 million.

We achieved an underlying profit before tax of $11 million, an increase on the previous corresponding period of 1.8%.

Our Western Australian Heavy Haulage business is showing signs of recovery. Southern timber volumes softened.

Port Kembla South32 coal volumes were lower than expected, with ongoing mining related issues restricting production.

Fuel transport has continued to increase with solid growth experienced during the year.

New Zealand performed strongly across the key industry segments of steel, dairy and timber.

The Lost Time Injury Frequency Rate (LTIFR) across the K&S Group increased to nine (9).

Energy and Chemicals

Activity in K&S Energy increased in FY18, while Chemtrans experienced challenging trading conditions.

The consolidation of the Chemtrans Victoria operations into a new purpose-built facility at Truganina during the year was completed. The new facility provides for Dangerous Goods isotainer storage.

This development has been well received by customers and offers K&S the opportunity to expand its' service offering.

Sydney Chemtrans and K&S Energy relocated to the K&S Enfield facility.

Fleet upgrades to improve operating efficiencies have continued to be progressed with the addition of several new 23 metre fuel tankers, with steerable axles providing greater manoeuvrability and allowing easier access to smaller sites with greater payloads.

The Energy business was boosted by new fuel distribution contracts in Darwin, Mackay and Carrapatenna.

K&S FREIGHTERS

K&S Freighters rail transport operations were impacted during the busy December-January period when rail provider Aurizon withdrew its services, closing its intermodal business, less than 18 months after entering into a five-year exclusive agreement.

This resulted in new arrangements being urgently negotiated with Pacific National during the busy Christmas-New Year period.

While some initial disruptions were experienced, by March this year capacity across the network had reached satisfactory levels.

The K&S Freighters road fleet continued to be upgraded, with further new Scania prime movers added.

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Western Australia

Operations in Western Australia remain challenging although the State's mining sector is set to pick up.

K&S secured a major general freight contract for the Roy Hill iron ore project in the Pilbara. The rebuild of the seawall at Koolan Island for Mt Gibson Iron has resulted in increased transportation of construction material during the second half of the year.

Heavy Haulage is experiencing growth as mining companies and vendors upgrade and refurbish specialist machinery at mine sites. Increased lithium mining activity has also provided new opportunities.

General freight operations were boosted by increased volumes between Perth and Darwin. However, trading margins remain under pressure.

Consequent to reduced market activity K&S South West has down-sized its raw timber transport operations.

Waste transport performed well with extensions to existing contracts being awarded.

Western Australia

New Zealand

New Zealand performed strongly, with new contracts encompasssing the key industry segments of steel, dairy and timber.

Steel cartage was strong increasing by 26%, resulting in additional specialist vehicles being added to the fleet to satisfy the higher volume.

Warehousing contracts for key customers were extended by an additional three years.

Increased woodchip revenue was realised with new agreements executed and existing contracts extended.

During the year, K&S continued to increase Intermodal services to the South Island.

The Company retained Accident Compensation Commission's Workplace Safety Management Practices accreditation and maintained NZ Transport Authority certificate of fitness as a 5-star carrier.

The truck replacement program has continued with the K&S Fleet now having an average age of 4.2 years.

dtm BUSINESS LOGISTICS

An expansion into the agricultural sector highlighted a solid year of activity for DTM.

Work commenced in April on a new contract with Ingham's Enterprises in Victoria for the transport of poultry from Victorian farms to the processing plant in Somerville.

A separate contract to transport poultry feed from the new Ingham's feed mill at Murray Bridge to poultry farms across South Australia has also been secured with first deliveries scheduled in October 2018.

DTM also won a contract with Saputo to transport cheese and protein powder between Cobram and Melbourne.

Warehousing activity in Victoria remained steady. New warehousing work was also won in New South Wales at the Enfield facility.

K&S Fuels

In September 2017, K&S Fuels acquired the Caltex South East business and relocated from the Mount Gambier Margaret Street facility to the larger Graham Road depot.

Additional truck stops on Jubilee Highway West, Graham Road and Dartmoor have been added to the network.

Diesel sales to the dairy, beef, fat lamb, vineyards and fishing sectors all increased, while retail business improved.

AERO REFUELLERS

Aero Refuellers revenues were impacted by hot, dry conditions in regional New South Wales.

The near drought conditions in some locations resulted in reduced general agricultural aviation work, such as crop dusting and fertilising.

However, this was more than offset by increased demand for refuelling services for helicopters and aircraft fighting bushfires throughout the extended 2017-18 fire season, particularly in north east Victoria and throughout New South Wales.

Additional refuelling tankers will be added to the Aero Refuellers fleet before the 2018-19 fire season.

Aero Refuellers

Safety

Preparation for the introduction of the Heavy Vehicle National Laws which come into effect on 1 October 2018 has been a major focus during 2017-18.

The HVNL expands the chain of responsibility to all parties involved in the transport of goods and deals with mass/dimension/load restraint, fatigue, speed and vehicle standards.

As part of its' preparation, K&S hosted workshops for customers to provide and update them on new laws and the impact within supply chain participants. The workshops, in Sydney and Melbourne, attracted around 150 representatives of major clients and were held in conjunction with law firm Corrs Chambers Westgarth and risk management firm RiskCom.

K&S has also played a role in the National Heavy Vehicle Regulator's Safety Industry Operations Group and assisted with input in development of an industry master code of practice for heavy vehicle safety to underpin Heavy Vehicle National Law.

The Lost Time Injury Frequency Rate (LTIFR) across the K&S Group increased to nine (9).

Workplace drug and alcohol testing was further expanded. During the past two years, drug and alcohol testing across the Group has increased by almost 100%.

An audit of the safety, rehabilitation and claims management system using the national self-insurer audit tools was completed.

Environment

Ongoing fleet upgrades have enabled K&S to continue its emission improvements.

During the year vehicle emissions reduction reached 71% of 2003 levels for NOx, up from 67%, and 88% for particulate matter compared with 86% last year.

Carbon dioxide generation for 2016-17 was 190,000 tonnes, up from 162,000 tonnes the previous year. However, the latest figures incorporate the merger of Scott's Transport Industries on 30 January 2017.

Compliance

K&S successfully achieved ISO 9001:2015 accreditation standards during the year.

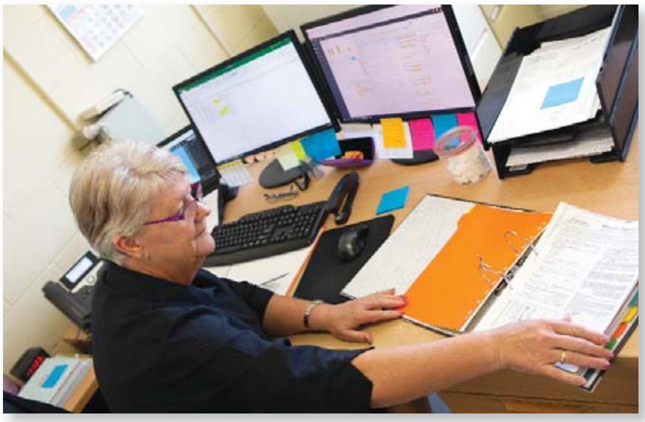
All other relevant accreditations were maintained, including WA Main Roads, NHVAS Mass, Maintenance and Basic Fatigue Management, accreditation for Food Safety/HACCP and TruckSafe accreditation.

Human Resources

A program recognising employee achievements aligned to our core values of Safety, Customer Service Excellence, Cost Saving Initiatives, Our Community Involvement and Milestones has been expanded and is being actively promoted across the business.

The development of flexible employment contracts for drivers and completing the integration of Scott's Transport Industries into K&S were key activities during the year.

The new flexible contracts move away from traditional enterprise agreements and introduce rolling rosters that better meet the 24/7 requirements of customers, particularly in the fuels and chemicals businesses.



Other Items

The exit of two externally leased properties was completed during the year. The construction of a new purpose built Chemtrans Victoria facility at our Truganina site was completed In April. In Sydney the Chemtrans operations were relocated to our Enfield site in February, with development works planned to be completed in the short term.

I would like to take this opportunity to thank all employees and supporters of K&S, who have collectively worked exceptionally hard to continue to improve our Company.

Paul Sarant
Managing Director and CEO

board of DIRECTORS

Tony Johnson *Chairman*

Age 71, Director since 1986

Tony Johnson *BA, FAICD, LLB, LLM (Companies & Securities)*, is a lawyer and an accredited mediator. Mr Johnson is a founder and former Chairman of the national law firm Johnson Winter & Slattery. He has worked extensively in the corporate advisory and commercial disputes area.

Mr Johnson is also Chairman of AA Scott Pty Ltd, the largest Shareholder of K&S Corporation Limited and Deputy Chairman of Adelaide Community Healthcare Alliance.

Member of:

- Environmental Committee (Chairman)
- Nomination and Remuneration Committee
- Audit Committee

Paul Sarant *Managing Director*

Age 50, Director since 2014

Paul Sarant, *Bachelor of Engineering (B.Eng.)*, has extensive experience in the transport and logistics sector.

Mr Sarant held the position of Executive General Manager DTM for seven years at K&S Corporation prior to his appointment as Managing Director.

Before that, Mr Sarant occupied a range of senior management roles, including general management and senior logistics roles, in the course of his fifteen years at Amcor Printing Paper Group/PaperlinX and was former General Manager at Spicer Stationery Group.

Member of:

- Environmental Committee

Legh Winser

Age 70, Director since 2013

Legh Winser is a former Managing Director of the Company, a position which he held for 16 years.

He has extensive knowledge of the transport and logistics industry with more than 40 years experience.

Mr Winser is also an alternate director of several companies with the Scott Group of Companies.

Member of:

- Environmental Committee
- Nomination and Remuneration Committee

Ray Smith

Age 71, Director since 2008

Ray Smith *FCPA, FAICD, Dip Com*, is a Director of listed entity Cleanaway Waste Management Ltd. He is also a former Director of Warrnambool Cheese and Butter Factory Company Holdings Limited and Crowe Horwath Australasia Ltd. Mr Smith is a director of Hy-Line Australia Pty Ltd.

Mr Smith brings a wealth of corporate and financial experience in the areas of strategy, acquisitions, treasury and capital raising.

Member of:

- Audit Committee (Chairman)
- Nomination and Remuneration Committee (Chairman)

Graham Walters AM

Age 76, Director since 22nd May 2018

Graham Walters AM *FCA* is an experienced chartered accountant and director of successful public and private companies and associations, with extensive experience in accounting, finance, audit, risk management and corporate governance. Mr Walters is a former Chairman of Partners South Australia of KPMG and a former Chairman of Westpac South Australia.

Mr Walters is a Director of Adelaide Community Healthcare Alliance, Amtrade International Pty Ltd and Adelaide Development Company Ltd.

Member of:

- Audit Committee

Secretary

Chris Bright
BEc, LLB, Grad Dip CSPM, FCIS

Age 47, Secretary since 2005

Chris Bright has held the position of General Counsel for 16 years.

Mr Bright was admitted as a solicitor in South Australia in 1997. He also has experience working in private practice in Adelaide, principally in commercial dispute resolution.

five-year financial HISTORY

($A Millions unless otherwise indicated)	2018	Variation %	2017	2016	2015	2014
Group Revenue	**854.6**	13.2	755.2	688.8	699.2	586.2
Operating Profit before Individually Significant Items, Interest and Tax	**31.6**	78.5	17.7	12.5	26.1	18.6
Underlying Profit Before Tax	**11.0**	1.8	10.8	5.4	-	-
Underlying Profit After Tax	**7.7**	2.0	7.5	3.9	-	-
Individually Significant Items	**16.1**	973.3	1.5	115.3	-	-
Statutory Operating Profit Before Interest and Income Tax	**31.6**	95.1	16.2	(102.8)	26.1	18.6
Interest Expense	**7.1**	4.4	6.8	7.1	7.2	6.2
Statutory Profit Before Tax	**24.6**	161.7	9.4	(109.9)	18.8	12.4
Income Tax Expense	**7.5**	158.6	2.9	(5.7)	5.5	3.6
Statutory Operating Profit after Tax	**17.1**	163.1	6.5	(104.2)	13.3	8.9
Dividends per Share (cents)	**4.0**	14.3	3.5	1.5	7.0	6.0
Paid Up Capital	**158.0**	2.6	154.0	152.5	147.7	145.4
Shareholders Funds	**220.9**	7.5	205.4	199.4	294.6	287.3
Total Assets	**553.4**	13.2	488.7	445.0	536.3	540.6
Net Tangible Assets (book value) per Share	**$1.72**	5.5	$1.63	$1.59	$1.73	$1.69

directors' REPORT

The Directors present their report, together with the consolidated financial report of K&S Corporation Limited (the "Company") and the consolidated entity, for the year ended 30 June 2018 and the Auditor's Report thereon.

Principal Activities

The principal activities of the consolidated entity during the course of the financial year were transport and logistics, contract management, warehousing and distribution, and fuel distribution. There were no significant changes in the nature of the activities of the consolidated entity during the year.

Operating and Financial Review

The Board presents the 2018 *Operating and Financial Review*, which has been designed to provide Shareholders with a clear and concise overview of the Company's operations, financial position, business strategies and outlook. The review complements the financial report and has been prepared in accordance with the guidelines set out in ASIC RG247.

The consolidated profit for the year attributable to the members of K&S Corporation Limited ("K&S") is shown below, along with comparative results for 2017.

Financial Overview		2018	2017	% Movement
Revenue	$m	**854.6**	755.2	13.2
Operating profit before interest, tax and depreciation	$m	**74.0**	55.3	33.8
Operating profit before interest and tax	$m	**31.6**	16.2	95.1
Statutory profit before tax	$m	**24.6**	9.4	161.7
Statutory profit after tax	$m	**17.1**	6.5	163.1
Less non-recurring Legal Settlement	$m	**(10.9)**	1.5	(826.7)
Less Arrium Recovery	$m	**(1.4)**	-	
Less Prior Year Cost Recovery of Fuel Tax	$m	**(1.3)**	-	
Underlying profit before interest, tax and depreciation[1]	$m	**60.4**	56.8	6.3
Underlying profit before interest and tax[1]	$m	**18.0**	17.7	2.0
Underlying profit before tax[1]	$m	**11.0**	10.8	1.8
Underlying Operating profit after tax[1]	$m	**7.7**	7.5	2.0
Total Assets	$m	**553.4**	488.7	13.2
Net borrowings	$m	**130.0**	109.2	19.0
Shareholders' funds	$m	**220.9**	205.4	7.5
Depreciation & amortisation	$m	**42.4**	39.1	8.4
Dividend per share	cents	**4.0**	3.5	14.3
Net tangible assets per share	$	**1.72**	1.63	5.5
Operating cash flow	$m	**40.8**	49.4	(17.4)
Return on assets	%	**1.4**	1.5	(6.7)
Gearing	%	**37.0**	34.7	6.6
Employee numbers		**2,814**	2,345	20.0
Lost time injuries		**55.0**	32.0	71.9
Lost time injuries frequency rate		**9.0**	7.0	28.6

[1] Underlying profits and earnings per share based on underlying profits are categorised as non-IFRS Financial information and therefore have been presented in compliance with ASIC Regulatory Guide 230- Disclosing non-IFRS information issued in December 2011. Underlying adjustments have been considered in relation to their size and nature, and have been adjusted from the Statutory information for disclosure purposes to assist readers to better understand the financial performance of the underlying business in each reporting period. These adjustments include the Aurizon settlement and Arrium recovery and restructure costs. The exclusion of these items provides a result which, in the Directors view, is more closely aligned with the ongoing operations of the Consolidated Group. The non-IFRS information has not been subject to audit or review by the auditor.

Operating and Financial Review

K&S is a mid-sized logistics company, recognised as a leader in the development and provision of specialist logistics solutions for customers. The Group operates in the Australian and New Zealand markets. The Group's success is underpinned by a strong focus on safety, service and continuous improvement.

The year has been demanding and challenging.

Operating revenues increased by 13.2% to $854.6 million.

We achieved a statutory profit before tax of $24.6 million, an increase on the previous corresponding period of 161.7%.

Underlying profit before tax was $11.0 million, an increase on the previous corresponding period of 1.8%.

The underlying profit after tax was $7.7 million, an increase on the previous corresponding period of 2.0%.

Included in our statutory resuilt was a $16.1 million receivable relating to compensation arising out of the closure of Aurizon's intermodal business in December 2017. K&S' claim has not yet been resolved. K&S is confident that it will recover at least $16.1 million.

Statutory profit also included $1.4 million, in returns to creditors, paid by the administrators of Arrium following completion of the sale of Arrium to the Liberty Group.

Operating cashflow for the year was $40.8 million which was 17.4% lower than the prior year. The major variation being Liberty OneSteel reverting to their pre-Administration payment terms following completion of the sale of Arrium to the Liberty Group.

During the year we were successful in recovering $1.3 million of fuel tax credits that related to the period 1 July 2014 and 30 June 2017.

Market activity in the Western Australian resource business has started to gain momentum in the second half of the year. In addition, we were also awarded a contract for Roy Hill.

Activity levels are expected to continue to improve following the recent announcement of new mine developments. Trading margins remain under pressure from high levels of competition.

South32 coal volumes have continued to fluctuate around lower than historical levels as a consequence of on-going mine issues experienced at the Appin colliery. We anticipate that South32 coal volumes will increase in FY19,

The chemical transport division, Chemtrans, also realised lower returns as a result of reduced market demmand.

Both the DTM and New Zealand businesses, which are predominantly aligned to contract logistics, have continued to realise steady improvement with volumes and performance.

Despite reduced agricultural demand the specialist aviation refueling business Aero Refuellers has performed well realising further improvement. Similarly our fuel trading business, K&S Agencies, has continued to expand and realise solid financial results.

We continue to concentrate on cost reduction strategies, property rationalisation and operational efficiencies. Ongoing cost reduction initiatives have continued to have a positive impact on our results.

During the course of the year, we acquired fixed assets totaling $70.2 million. Funding of this equipment was $46.9 million via hire purchase agreements and the balance of $23.3 million was settled from our cash balance.

Our net asset position increased by 7.5% to $220.9 million. The Foreign Currency Reserve decreased in value by $0.67 million during the year. The profit after tax of $17.1 million for FY18 was offset by dividends paid of $4.9 million (Final FY17 and Interim FY18). Under the Dividend Reinvestment Plan $4.1 million of new shares were issued in FY18.

Safety

Safety remains a key focus for K&S. Our lost time injury frequency rate increased to nine (9). Our lost time injury frequency rate in New Zealand has remained at 7.0, consistent with the previous year.

Dividend

The Directors have declared a fully franked final dividend of 2.0 cents per share (2017: 2.0 cents per share). This follows the interim dividend of 2.0 cents per share paid in April 2018, making a total dividend of 4.0 cents per share for FY18.

The final dividend will be paid on 2 November 2018, with the date for determining entitlements being 19 October 2018.

The dividend reinvestment plan (DRP) will once again apply in respect of the fully franked final dividend of 2.0 cents per share payable on 2 November 2018. The last election date for participation in the DRP is 22 October 2018.

The terms of the DRP will remain unchanged, with the issue price under the DRP being the volume weighted average price for K&S shares in the five business days ending on 19 October 2018 (the record date of the final dividend) less a discount of 2.5%.

Outlook

Providing earnings guidance going forward remains a difficult task.

While debt levels increased in FY18, we have maintained a sound balance sheet.

We will continue to focus on organic growth, particularly in market segments that will deliver stronger returns on investment.

Opportunities for potential acquisitions will also be closely evaluated within strategic guidelines.

Significant Changes in the State of Affairs

There were no significant changes in the state of affairs of the consolidated entity during the financial year.

Environmental Regulation and Performance

The consolidated entity's operations are subject to environmental regulations under both Commonwealth and State legislation in relation to its transport and storage business and its fuel business.

The consolidated entity has a Board Committee which monitors compliance with environmental regulations.

Evironmental Regulation and performance

Climate Change

Reporting under the National Greenhouse Energy Reporting regime (NGER) was completed and submitted in 2017/18.

Transport and Warehousing

The transport and warehousing business is subject to the *Dangerous Goods Acts* in Commonwealth and State Legislation.

The consolidated entity monitors performance and recorded several incidents during the year, none of which has the potential to result in any material restrictions being placed upon the Company's ability to continue its operations in their current form.

Fuel

The fuel business is subject to the *South Australian Environmental Protection Act 1993* and the *South Australian Dangerous Substances Act 1979*. The consolidated entity monitors performance and recorded a number of minor fuel related incidents during the year. In all cases, corrective actions have been taken.

Dividends

The final dividend declared by the Directors of the Company.

Dividends paid or declared by the Company to members since the end of the previous financial year were:

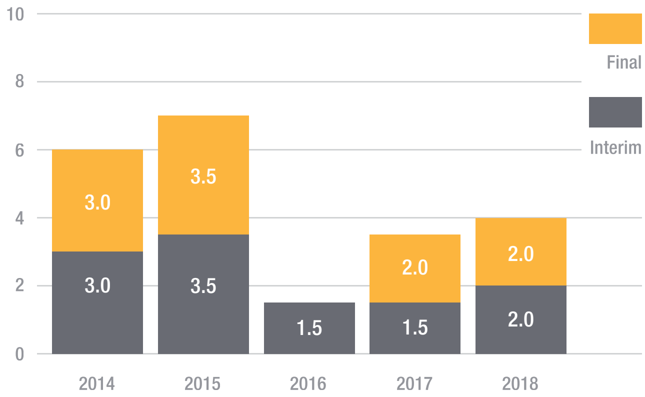
1. A fully franked preference dividend (taxed to 30%) of 4.0 cents per share amounting to $4,800 in respect of the year ended 30 June 2017 was declared on 21 August 2017 and paid on 2 November 2017;
2. An interim fully franked ordinary dividend (taxed to 30%) of 2.0 cents per share in respect of the year ended 30 June 2018 was declared on 20 February 2018 and paid on 4 April 2018 amounting to $2,465,132.

The final dividend declared by the Directors of the Company on 23 August 2018 and payable on 2 November 2018 in respect of the year ended 30 June 2018 comprises:

1. A fully franked ordinary dividend (taxed to 30%) of 2.0 cents per share amounting to $2,490,578 (based on the Company's current total issued share capital); and
2. A fully franked preference dividend (taxed to 30%) of 4.0 cents per share amounting to $4,800.

The preference share dividends are included as interest expense in determining Net Profit.

Dividends paid to Shareholders



Events Subsequent to Balance Date

In the interval between the end of the financial year and the date of this report no items, transactions or events of a material and unusual nature are likely, in the opinion of the Directors of the Company, to affect significantly the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

Currently negotiations are continuing with our former rail provider, Aurizon, for the resolution of claims made against it by K&S in regards to the closure of Aurizon's intermodal business.

It is anticipated that the consolidated entity will continue to expand transport and logistics operations during the next financial year by further extending its services throughout Australia and adopting the latest technology in the industry to contain costs and enhance the services offered to customers.

Directors

The Directors of the Company in office at the date of this report are:

Tony Johnson Chairman
Paul Sarant Managing Director
Legh Winser
Ray Smith
Graham Walters AM

Secretary – Chris Bright

With the exception of Mr Sarant, all Directors are Non-Executive Directors. Particulars of Directors' qualifications, experience, special responsibilities and other relevant Directorships are on *pages 10-11* of the Annual Report.

Directors' Interests

The beneficial interest of each Director in their own name in the share capital of the Company shown in the Register of Directors' Shareholdings at the date of this report is:

	Ordinary Shares
Mr L Winser	41,984
Mr P Sarant	60,000

Directors of the Company have relevant interests in additional shares as follows:

	Ordinary Shares
Mr T Johnson	522,232
Mr L Winser	1,204,958
Mr R Smith	43,013
Mr P Sarant	126,603

Directors' Meetings

The number of Directors' meetings (including meetings of Committees of Directors) and number of meetings attended by each of the Directors of the Company during the financial year were:

Director	Directors' Meetings		Audit Committee Meetings		Nomination and Remuneration Committee Meetings		Environmental Committee Meetings	
	No. attended	No. held	No. attended	No. held	No. attended	No. held	No. attended	No. held
Mr T Johnson	10	11	4	4	1	1	3	4
Mr R Smith	11	11	4	4	1	1	-	-
Mr P Sarant	11	11	-	-	-	-	4	4
Mr L Winser	11	11	-	-	1	1	4	4
Mr G Walters*	2	11	1	4	-	-	-	-

* Mr Walters was appointed a director on 22 May 2018.

In addition to the 11 regular meetings there was one additional directors' meeting held outside the normal monthly board meeting cycle. This was attended by all members of the board (excluding Mr Walters who was not a director at the relevant time).

Indemnification and Insurance of Directors and Officers

Indemnification

The Company indemnifies current and former Directors, Executive Officers and the Secretaries of the Company and its controlled entities against all liabilities, costs and expenses to another person (other than the Company or a related body corporate) to the maximum extent permitted by law that may arise from their position as Directors, Executive Officers and Secretaries of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith.

Insurance Premiums

Since the end of the previous financial year, the Company has paid insurance premiums of $117,747 in respect of Directors' and Officers' Liability insurance contracts for current and former officers, including Directors, Executive Officers and the Secretaries of the Company and its controlled entities. The insurance premiums relate to:

- Costs and expenses incurred by the relevant officers in successfully defending proceedings, whether civil or criminal; and
- Other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty or position to gain a personal advantage.

The Officers of the Company covered by the policy include the current Directors: T Johnson, L Winser, R Smith, G Walters and P Sarant.

Other officers covered by the contract are Executive Officers and the Secretaries of the Company and Directors and the Secretaries of controlled entities (who are not also Directors of the Company), General Managers and other Executive Officers of controlled entities.

Indemnification of Auditors

To the extent permitted by law and excluding in circumstances of negligence, the Company has agreed to indemnify its Auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount).

No payment has been made to indemnify Ernst & Young during or since the financial year.

Tax Consolidation

Effective 1 July 2002, for the purposes of income taxation, K&S Corporation Limited and its domestic based 100% owned subsidiaries formed a tax consolidated group. Members of the Group entered into a tax sharing arrangement in order to allocate income tax expense to the wholly owned subsidiaries on a pro-rata basis. In addition, the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations.

Corporate Governance

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of K&S Corporation Limited support the principles of corporate governance. The Company's Corporate Governance Statement commences on *page 29* of the Annual Report.

Rounding

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 dated 24 March 2016 and in accordance with that legislative instrument, amounts in the Financial Report and Directors' Report have been rounded off to the nearest thousand dollars, unless otherwise stated.

Auditor Independence and Non-Audit Services

The entity's Auditor, Ernst & Young have provided the economic entity with an Auditor's Independence Declaration which is on *page 90* of this report.

Non-Audit Services

The following non-audit services were provided by the entity's Auditor, Ernst & Young. The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Ernst & Young received or are due to receive the following amounts for the provision of non-audit services:

AASB 15 / 16 Technical workshop $6,500

remuneration REPORT AUDITED

This remuneration report outlines the Director and Executive remuneration arrangements of the Company and the Group in accordance with the requirements of the *Corporations Act 2001* and its Regulations.

For the purposes of this report, Key Management Personnel (KMP) of the Group are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any Director (whether executive or otherwise) of the parent company.

For the purposes of this report, the term executive encompasses the Managing Director, Senior Executives, General Managers and Secretaries of the Parent and the Group. Details of the Key Management Personnel are:

i) Directors

Mr T Johnson	Non-Executive Chairman
Mr R Smith	Non-Executive
Mr L Winser	Non-Executive
Mr G Walters	Non-Executive (appointed 22 May 2018)
Mr P Sarant	Managing Director

ii) Executives

Mr B Walsh	Chief Financial Officer
Mr C Bright	General Counsel & Company Secretary
Mr S Hine	Executive General Manager Business Development

Remuneration Philosophy

The performance of the Company depends upon the quality of its Directors and Executives. To prosper, the Company must attract, motivate and retain highly skilled Directors and Executives. To this end, the Company adopts the following key principles in its remuneration policy:

- Remuneration is set at levels that will attract and retain good performers and motivate and reward them to continually improve business performance.
- Remuneration is structured to reward employees for increasing Shareholder value.
- Rewards are linked to the achievement of business targets.

The Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Board of Directors of the Company is responsible for reviewing compensation arrangements for the Directors, the Managing Director and the Senior Management team.

The Nomination and Remuneration Committee assesses the appropriateness of the nature and amount of remuneration of Directors and Senior Managers on a periodic basis by reference to relevant employment market conditions, with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and Executives.

While the Nomination and Remuneration Committee reviews the remuneration paid to Non-Executive Directors and the Managing Director, and the aggregate remuneration paid to the Senior Management team, the Board of Directors has ultimate responsibility for determining these amounts.

Remuneration Structure

In accordance with best practice corporate governance, the structure of Non-Executive Director, Executive Director and Senior Manager remuneration is separate and distinct.

Non-Executive Director Remuneration

Objective

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain quality Directors, whilst incurring a cost which is acceptable to Shareholders. No advice was taken from external recruitment consultants in relation to the fees paid for Executive Director and Senior Manager remuneration in 2017/18.

Structure

The Constitution and the ASX Listing Rules specify that the maximum aggregate remuneration of Non-Executive Directors' shall be determined from time to time by a general meeting of Shareholders.

The latest determination was at the Annual General Meeting held on 20 November 2012 when Shareholders approved a maximum aggregate remuneration of $600,000 per year, comprising an increase of $100,000 to the cap on the maximum aggregate remuneration payable to Non-Executive Directors.

The amount of aggregate remuneration sought to be approved by Shareholders and the amounts paid to Directors is reviewed annually.

The Board considers the fees paid to Non-Executive Directors of comparable companies when undertaking the annual review, as well as periodically taking advice from external recruitment consultants.

No advice was taken from external recruitment consultants in relation to the fees paid to Non-Executive Directors in 2017/18. Each Non-Executive Director receives a fee for being a Director of the Company.

Any increase to the fees payable to Non-Executive Directors in the 2017/18 financial year was deferred to 1 January 2018, at which time those fees were increased by 3%.

Non-Executive Directors have long been encouraged by the Board to hold shares in the Company (purchased by the Director on the market). It is considered good corporate governance for Directors to have a stake in the Company whose Board he or she sits on.

The remuneration of Non-Executive Directors for the period ended 30 June 2018 is detailed on *page 25* of this report.

Executive Director and Senior Manager Remuneration

Objective

The Company aims to reward Executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company to:

- reward Executives for Company, business unit and individual performance against targets set by reference to appropriate benchmarks;
- align the interests of Executives with those of Shareholders;
- link reward with performance of the Company; and
- ensure total remuneration is competitive by market standards.

Executive Director and Senior Manager Remuneration

Structure

In determining the level and make up of Executive remuneration, the Nomination and Remuneration Committee seeks external information detailing market levels of comparable executive roles from which the Committee makes its recommendation to the Board.

For the Managing Director and the other Senior Executives, remuneration programs are balanced with a mix of fixed and variable rewards. The makeup and eligibility criteria for short term incentives are approved by the Board prior to the commencement of each financial year.

The Board reviews and considers the fees paid to the Managing Director and other Senior Executives of comparable companies when undertaking the annual review, as well as periodically taking advice from external recruitment consultants. No advice was taken from external recruitment consultants in relation to the fees paid to the Managing Director and other Senior Executives in 2017/18.

For the year ended 30 June 2018, the adoption of at risk short term incentives of up to 20% of the base emolument of the Managing Director and Executives was approved by the Board. The payment of such short term incentives was to be 50% in cash and 50% in shares in the Company. The share component of any short term incentives was to comprise new fully paid up ordinary shares issued by the Company.

Payment of the short term incentive in respect of the 2017/18 financial year was conditional upon outperformance by the Company of its budgeted profit after tax on a normalised basis and excluding any one-off or non-trading items (eg, profit on the sale of real estate) (but including any one-off or non-trading items that have been included in the budget).

The short term incentive scheme is self funding (ie, amounts accrued to fund the payment of any short term incentives will be expensed in the Company's normalised net profit after tax) and no incentives were payable unless at least 100.5% of the Company's budgeted net profit after tax on a normalised basis for the 2017/18 financial year was achieved.

The total short term incentives payable to the Managing Director and Executives for the year ended 30 June 2018 if eligibility criteria were met was $67,522, up to a maximum of $675,220 if all outperformance criteria were met.

The short term incentives available to the Managing Director and the Executives as a percentage of their base salary were based on the following scale of outperformance to budgeted profit after tax on a normalised basis:

PERFORMANCE TARGET													
PROFIT AFTER TAX	<Budget	Budget	Budget +0.5% to 1.99%	Budget +2.0% to 3.99%	Budget +4.0% to 5.99%	Budget +6.0% to 7.99%	Budget +8.0% to 9.99%	Budget +10.0% to 11.99%	Budget +12.0% to 13.99%	Budget +14.0% to 15.99%	Budget +16.0% to 17.99%	Budget +18.0%
STI	0%	0%	2%	4%	6%	8%	10%	12%	14%	16%	18%	20%

The Company's Managing Director, Mr Sarant, did not qualify for the payment of any short term incentive in respect of the 2017/18 financial year. If Mr Sarant had satisfied all of the outperformance criteria for his short term incentive, the maximum amount payable to him would have been $121,584.

The Executive General Managers of the Company did not qualify for the payment of any short term incentive in respect of the 2017/18 financial year. If the Executive General Managers had satisfied all of the outperformance criteria for their short term incentive, the maximum aggregate amount payable to them would have been $555,220.

As the Company's annual budget for operating profit after tax is set with a view to increasing the profit generated by the Company, growing earnings per share, and improving the Company's capacity to pay dividends, the Board believes that aligning the payment of short term incentives to the attainment by the Company of budgeted profit after tax on a normalized basis is appropriate and in the interests of Shareholders.

The Board also believes that having all of the Company's Executive Team aligned to the common goal of achieving budgeted operating profit after tax drives positive behaviors amongst the Executive Team in maximizing Group wide benefits from operating activities.

For the 2018/19 financial year, a new short term incentive scheme will apply. The new short term incentive scheme will be based upon both a safety and a financial metric.

In the case of the Managing Director, the Chief Financial Officer and other 'functional' Executive General Managers (ie, Executive General Managers who do not have profit and loss accountability for trading divisions), the new short term incentive scheme comprises:

- 2% of base salary up to 10% of base salary on a sliding scale where a minimum 10% reduction (up to a 50% reduction) in the total number of lost time injuries sustained by employees of the Company is achieved in accordance with the table set out below:

FUNCTIONAL EGM	LTI Reduction	KSG KTI's
	10% Reduction	2%
	20% Reduction	4%
	30% Reduction	6%
	40% Reduction	8%
	50% Reduction	10%
		% Base Payment

- 0.5% up to 20% of base salary on a sliding scale for outperformance by the Company of its budgeted profit after tax on a normalised basis and excluding any one-off or non-trading items (eg, profit on the sale of real estate) (but including any one-off or non-trading items that have been included in the budget) in line with the short term incentive scheme in place in the 2017/18 financial year.

In the case of 'divisional' Executive General Managers (ie, Executive General Managers with profit and loss accountability for trading divisions), the new short term incentive scheme for the 2018/19 financial year will be consistent with that for the Managing Director, the Chief Financial Officer and 'functional' Executive General Managers, save that:

- the safety and financial metrics used to calculate the applicable short term incentive will be those for the relevant trading division of the Company for which the 'divisional' Executive General Manager has operational responsibility; and
- no short term incentive based upon divisional financial metrics will be payable unless the Company also achieves at least 100.5% of its budgeted profit after tax on a normalised basis and excluding any one-off or non-trading items (eg, profit on the sale of real estate) (but including any one-off or non-trading items that have been included in the budget).

The short term incentive scheme remains self funding (ie, amounts accrued to fund the payment of any short term incentives will be expensed in the Company's normalized net profit after tax) and will be paid in cash if relevant hurdles are met. The total short term incentives payable to the Managing Director and Executives for the year ended 30 June 2019 if eligibility criteria are met will be $86,858, up to a maximum of $1,042,290 if all outperformance criteria are met.

Employment Contracts

It is the Nomination and Remuneration Committee's current policy that fixed term contracts are not entered into with members of the Executive team.

The Managing Director, Mr Sarant, has a contract of employment, key terms of which for 2017/18 were:

- A total remuneration package of $830,000 per annum (excluding short term incentive (STI) but including long service leave).
- Eligible for an STI of up to $121,584 (20% of base salary) against annual performance criteria set by the Board. For the year ended 30 June 2018, payment of the STI was dependent upon the outperformance by the Company of its budgeted profit after tax on a normalised basis and excluding any one-off or non-trading items (eg, profit on the sale of real estate) (but including any one-off or non-trading items that were included in the budget), with the amount of the STI determined in accordance with the sliding scale set out in the table on page 22 of the remuneration report. For the year ended 30 June 2019, payment of an STI is dependent upon outperformance by the Company of its budgeted profit after tax on a normalised basis and excluding any one-off or non-trading items (eg, profit on the sale of real estate) (but including any one-off or non-trading items that were included in the budget) as to up to 20% of base salary and safety metrics as to up to 10% of base salary.
- If the Board introduces a long term incentive scheme (LTI), Mr Sarant will be eligible to participate in the scheme. However, there is not presently any LTI scheme in place.
- In accordance with best practice, the Board may require Mr Sarant to repay all or part of any bonus, STI or LTI paid in circumstances where there has been a material misstatement in relation to the financial statements of the Company in any qualifying period relevant to the payment of that bonus, STI or LTI.
- Either of Mr Sarant and the Company may terminate Mr Sarant's employment on the giving of three months notice or, in the case of the Company, payment in lieu of the three months notice.

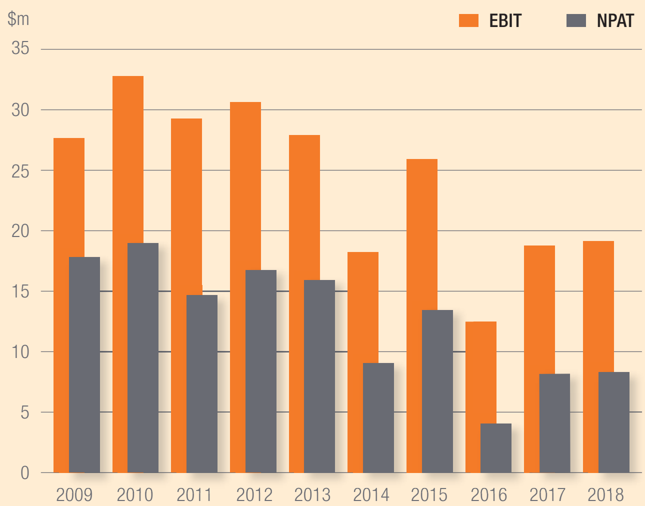
Directors' Retirement Benefits

A change to the Non-Executive Directors' Retirement Benefits calculation was made in July 2004 to freeze accumulation of years of service of Directors as at 30 June 2004. No Non-Executive Director commencing after 1 July 2004 is eligible for any benefits under the retirement scheme. Mr Johnson is the only remaining Non-Executive Director eligible to receive retirement benefits under the scheme.

The expenditure provided (not paid) during the year ended 30 June 2018 is attributable only to the method of calculation which involves the averaging of the fees paid to Directors, as per the benefits scheme in operation up to 30 June 2004.

Company Underlying Performance

The graph below shows the performance of the Company, as measured by the Company's operating profit before individually significant items, interest and tax (EBIT), and net operating profit before individually significant items after tax (NPAT).



In addition, Dividends paid to Shareholders are disclosed on *page 16* of the Directors' report.

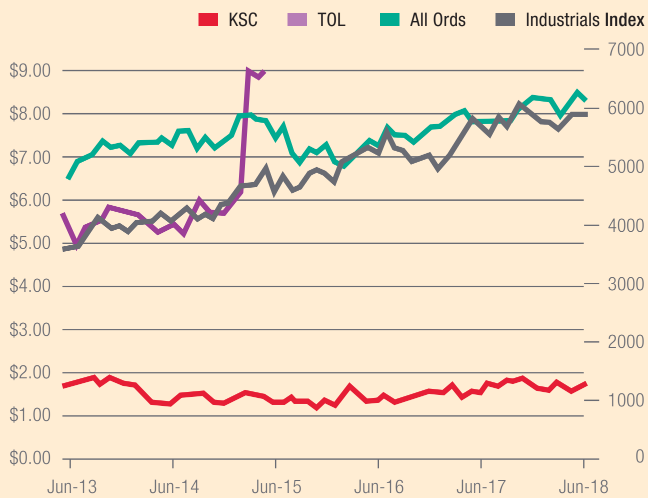
The next graph highlights the performance of the share price of K&S Corporation Limited against the Australian Securities Exchange All Ordinaries Index, the Australian Securities Exchange Industrials Index and Toll Holdings Limited* over the past 5 years.

* Toll Holdings Limited securities ceased to be quoted on ASX on 29 May 2015.

Short term incentives have been paid only once to the Executive Team (in respect of the 2009/10 financial year) since the global financial crisis in 2008 as the Company's financial results have not achieved the targets set by the Board.

The Board believes that short term incentives should only be paid in circumstances of outperformance by the Executive Team.

K&S Corporation Share Price 2013-2018



Remuneration of Key Management Personnel of the Company and the Group

Table 1: Remuneration for the year ended 30 June 2018

	Short-Term				Other Long-Term	Post Employment			
Non-Executive Directors	Salary & Fees $	Incentives $	Non-Cash Benefit $	Termination $	Long Service Benefit $	Retirement Benefit $	Super Contribution $	Total $	Performance Related %
T Johnson	127,617	-	-	-	-	7,847	14,038	149,502	-
R Smith	75,705	-	-	-	-	-	8,328	84,033	-
L Winser	75,705	-	-	-	-	-	8,328	84,033	-
G Walters *	6,609						727	7,336	-
Total Non-Executive Directors	285,636	-	-	-	-	7,847	31,421	324,904	-
Executive Director									
P Sarant	711,872	-	14,023	-	10,851	-	25,000	761,746	-
Other Key Management Personnel									
B Walsh	336,485	-	27,028	-	8,000	-	25,000	396,513	-
C Bright	265,925	-	27,952	-	6,425	-	25,000	325,302	-
S Hine	321,588	-	26,784	-	5,112	-	25,000	378,484	-
Total Executive KMP	1,635,870	-	95,787	-	30,388	-	100,000	1,862,045	-
Totals	**1,921,506**	**-**	**95,787**	**-**	**30,388**	**7,847**	**131,421**	**2,186,949**	**-**

* Mr Walters was appointed a Director on 22 May 2018.

Remuneration of Key Management Personnel of the Company and the Group

Table 2: Remuneration for the year ended 30 June 2017

Non-Executive Directors	Short-Term Salary & Fees $	Short-Term Incentives $	Short-Term Non-Cash Benefit[2] $	Termination $	Other Long-Term Long Service Benefit $	Post Employment Retirement Benefit $	Post Employment Super Contribution $	Total $	Performance Related %
T Johnson	121,540	-	-	-	-	3,540	13,369	138,449	-
R Smith	72,100	-	-	-	-	-	7,931	80,031	-
L Winser	72,100	-	-	-	-	-	7,931	80,031	-
Total Non-Executive Directors	**265,740**	**-**	**-**	**-**	**-**	**3,540**	**29,231**	**298,511**	**-**
Executive Director									
P Sarant	643,416	-	18,858	-	10,001	-	30,000	702,275	-
Other Key Management Personnel									
B Walsh	315,285	-	27,203	-	7,750	-	35,000	385,238	-
C Bright	249,725	-	27,692	-	6,175	-	30,000	313,592	-
S Hine	305,388	-	26,731	-	4,945	-	30,000	367,064	-
Total Executive KMP	**1,513,814**	**-**	**100,484**	**-**	**28,871**	**-**	**125,000**	**1,768,169**	**-**
Totals	**1,779,554**	**-**	**100,484**	**-**	**28,871**	**3,540**	**154,231**	**2,066,680**	**-**

[2] Non-cash benefits included are based on benefits paid in the form of fuel cards, citylink costs, car allowances and motor vehicles.

Table 3: **Loans to Key Management Personnel**

Details of aggregates of loans to Key Management Personnel are as follows:

Total	Balance at Beginning of Period $'000	Write-off $'000	Balance at End of Period $'000	Number in Group
2018	**306**	**-**	**282**	**4**
2017	317	-	306	4

There are no loans to any Key Management Personnel above $100,000 in the reporting period.

Loans to Key Management Personnel are made pursuant to the K&S Corporation Limited Employee Share Plan ("Plan"). As part of the Plan, loans are interest free with K&S Corporation, to fund the purchase of shares in the Company. Loans to Key Management Personnel under the Plan are required to be repaid in full upon the cessation of the employment of the Key Management Personnel with the Company. Shares issued under the Plan are subject to a holding lock until the loan is repaid in full. Non-Executive Directors are not eligible to participate in the Plan. No other loans are made to any Key Management Personnel.

Table 4: **Shareholding of Key Management Personnel at 30 June 2018**

Shares held in K&S Corporation Limited: 30 June 2018	Balance 1 July 2017 Ordinary	Net Change Ordinary	Balance 30 June 2018 Ordinary
Non-Executive Directors			
T Johnson	515,984	6,248	522,232
R Smith	42,011	1,002	43,013
L Winser	1,217,893	29,049	1,246,942
G Walters *	-	-	-
Executive Director			
P Sarant	186,603	-	186,603
Other Key Management Personnel			
B Walsh	161,267	2,177	163,444
C Bright	51,000	-	51,000
S Hine	50,000	-	50,000
Total	**2,224,758**	**38,476**	**2,263,234**

* Mr Walters was appointed a Director on 22 May 2018.

Remuneration of Key Management Personnel of the Company and the Group

Table 5: Shareholding of Key Management Personnel at 30 June 2017

Shares held in K&S Corporation Limited: 30 June 2017	Balance 1 July 2016 Ordinary	Net Change Ordinary	Balance 30 June 2017 Ordinary
Non-Executive Directors			
T Johnson	511,336	4,648	515,984
R Smith	41,633	378	42,011
L Winser	1,206,922	10,971	1,217,893
Executive Director			
P Sarant	186,603	-	186,603
Other Key Management Personnel			
B Walsh	160,445	822	161,267
C Bright	51,000	-	51,000
S Hine	50,000	-	50,000
Totals	**2,207,939**	**16,819**	**2,224,758**

Remuneration options: Granted and vested during the year

K&S Corporation Limited does not operate any option based schemes for its executives, employees or Directors.

Signed in accordance with a resolution of the Directors.

T Johnson
Chairman

23 August 2018

Paul Sarant
Managing Director

23 August 2018

corporate GOVERNANCE

The Board of Directors of K&S Corporation Limited is responsible for the governance of the consolidated entity. The Board guides and monitors the business and affairs of K&S Corporation Limited on behalf of the Shareholders by whom they are elected and to whom they are accountable.

In keeping with the Australian Securities Exchange Corporate Governance Council's updated Corporate Governance Principles and Recommendations, this statement outlines the Company's compliance with the ASX principles.

The K&S Corporation Limited Corporate Governance Statement is structured with reference to the Corporate Governance Council's principles and recommendations, which are as follows:

Principle 1
Lay solid foundations for management oversight

Principle 2
Structure the board to add value

Principle 3
Act ethically and responsibly

Principle 4
Safeguard integrity in corporate reporting

Principle 5
Make timely and balanced disclosure

Principle 6
Respect the rights of shareholders

Principle 7
Recognise and manage risk

Principle 8
Remunerate fairly and responsibly

The Roles of the Board and Management

The Board has a Charter which establishes the relationship between the Board and Management and describes their functions and responsibilities in a manner which is consistent with ASX Principle 1.

The role of the Board is to oversee and guide the Management of K&S Corporation Limited and its businesses with the aim of protecting and enhancing the interests of Shareholders while taking into account the interests of employees, customers, suppliers and the community at large.

The Board is responsible for setting and approving the strategic direction of the Company, establishing goals for Management and monitoring the achievement of those goals. The Board is also responsible for appointing, overseeing and evaluating the performance of, and ultimately for the removal of, the Managing Director.

The Managing Director is responsible to the Board for the day to day management of the Company. Matters delegated to the Managing Director by the Board include:

- developing business plans, budgets and strategies for consideration by the Board and (where approved by the Board) the implementation of such business plans, budgets and strategies;
- identifying and managing operational risks that could have a material impact on the Company and its operations and implementing internal controls and procedures to ensure that the Company's business operates within legislative requirements and the risk parameters approved by the Board from time to time; and
- ensuring that transactions, commitments and arrangements that exceed thresholds set by the Board from time to time are approved by the Board.

The Company's Board Charter which sets out the full roles and responsibilities of the Board and Management respectively is available on the Company's website (www.ksgroup.com.au).

Non-Executive Directors have written agreements with the Company setting out the terms of their appointment.

The Company Secretary is accountable directly to the Board, through the Chairman, for the proper administration and functioning of the Board.

All Management, including the Managing Director, have clear statements of roles and responsibilities. The performance of Key Executives is reviewed not less than annually by the Managing Director.

The review involves an open exchange of ideas between the Managing Director and Key Executives. The performance of Key Executives is reviewed against matters including financial targets (eg, budget), HS&E management, and achievement of specific strategic and business objectives.

Structure of the Board

The Board currently comprises of four Non-Executive Directors, including the Chairman, and one Executive Director, namely, the Managing Director.

The qualifications, experience and periods of service of each Director is set out on *pages 10-11* of the Annual Report.

Directors are expected to bring independent views and judgment to the Board's deliberations. Consistent with the ASX Principles, the Board Charter requires the Board to include a majority of Non-Executive Directors, a Non-Executive Chairman and to have a different person filling the roles of Chairman and Managing Director. The Chairman of the Audit Committee cannot be Chairman of the Board.

Directors of the Company are considered to be independent when they are independent of management and free from any business or other relationship that could materially interfere with or could reasonably be perceived to materially interfere with the exercise of their unfettered independent judgment.

Materiality of business and other relationships held by a Director is considered from both the Company and individual Director perspective. The determination of materiality requires consideration of both quantitative and qualitative elements.

Quantitative factors relate to the financial value of the business or other relationship. Qualitative factors considered include whether a relationship is strategically important, the competitive context of the relationship, the nature of the relationship and the contractual or other arrangements governing it or other factors which point to the actual ability of the Director in question to influence the direction of the Company other than in the best interests of the Company as a whole.

The Board has reviewed the position of each of the Directors in office at the date of this report and considers the following Directors of the Company to be independent:

Name	Position
R Smith	*Non-Executive Director*
G Walters	*Non-Executive Director*

The Board assesses the independence of new Directors upon appointment and reviews their independence, and the independence of the other Directors, as appropriate.

The Board considers the following Directors as not independent:

P Sarant *Managing Director*

T Johnson *Non-Executive Director (Chairman)*
Mr Johnson is a Director of AA Scott Pty Ltd, the largest Shareholder of K&S Corporation Limited.

L Winser *Non-Executive Director*
Mr Winser was appointed as a Director of the Company on 23 August 2013. Mr Winser formerly occupied the position of Managing Director of the Company until his retirement on 25 May 2012. Mr Winser is also an alternate director of several companies with the Scott Group of Companies.

The date of appointment of each Director of the Company is set out on *pages 10-11* of the Company's 2018 annual report.

The Board structure is consistent with ASX Principle 2, with the exception of:

- **Recommendation 2.4** which requires that the majority of the Board be independent Directors. The Board considers that the mix of skills and experience of and the

contributions by the non-independent Non-Executive Director offsets the benefits to the Company of having a majority of independent Non-Executive Directors. However, as part of the review of Board Performance, Directors have regard to the balance of independent and non-independent Non-Executive Directors.

- **Recommendation 2.5** which requires that the Chairman of the Board be an independent Director. Mr Johnson is Chairman of the Board and is not considered by Directors to be independent. Mr Johnson however is a non-executive Chairman and does not also share the role of CEO. The Board considers that the skills and experience that Mr Johnson brings as Chairman add value to the deliberations and functioning of the Board.

The Company has a Diversity Policy which is consistent with ASX Principle 1.

The objective of the Diversity Policy is to promote a corporate culture within the Company where the diverse experiences, perspectives and backgrounds of people are valued and embraced and which is conducive to the recruitment of well qualified and diverse employees, senior management and Board members.

There are procedures in place, agreed by the Board, to enable Directors, in furtherance of their duties, to seek independent professional advice at the Company's expense.

The Board meets formally eleven times a year and on other occasions as required. During the course of the year, the Board's sub-committees meet on a number of occasions to deal with their specific responsibilities in relation to the Company's business. Senior Management attend and are a vital ingredient to the sub-committees, providing information and responding to questions of the Directors. All Directors have unrestricted access to all employees of the Group and, subject to the law, access to all Company records and information held by employees and external advisers.

The Board receives regular financial and operational reports from Senior Management to enable it to carry out its duties and responsibilities.

Retirement and Re-election of Directors

The Company's Constitution requires one third of the Directors, other than the Managing Director, to retire from office at each Annual General Meeting. Directors who have been newly appointed by the Board during the year are also required to stand for re-election at the next Annual General Meeting, but are not taken into account in determining the number of Directors retiring at that Annual General Meeting. Retiring Directors are eligible for re-election by Shareholders.

The Company will disclose all material information in its possession relevant to the decision of Shareholders whether to re-elect Directors in the explanatory notes to the Company's Notice of Annual General Meeting. In particular, the Company will provide details of Directors' relevant experience and qualifications, tenure, other material directorships, independence, shareholding, and any associations with and/or interests in the Company.

The Company will also include a recommendation to Shareholders from the Board (excluding always the relevant Director standing for re-election) on whether to vote in favour of the re-election of Directors.

Review of Board Performance

The Board has implemented a process for the regular review of its overall performance, consistent with ASX Recommendation 1.6. Regular review involves both analysis by the Board of the results of a questionnaire completed by all Directors and discussion between the Chairman and each of the Directors. The Board's performance review departs from Recommendation 1.6 as the review is conducted by the full Board, and not the Nomination and Remuneration Committee. As the Board is comprised of only four Directors, the Board considers this the most effective way to address its own performance.

Committees of the Board

Three standing Board Committees assist the Board in the discharge of its responsibilities.

These committees are:

- **The Audit Committee**
- **The Nomination and Remuneration Committee**
- **The Environmental Committee**

Audit Committee

The Board has an established Audit Committee, which operates under a Charter approved by the Board.

It is the Board's responsibility to ensure that an effective internal control framework exists within the entity. This includes internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguard of assets, the maintenance of proper accounting records, and the reliability of financial information.

The Board has delegated to the Audit Committee the responsibility for overseeing the financial reporting process of the consolidated entity and ensuring the competency and independence of the Company's external auditors, consistent with ASX Principle 4.

The Audit Committee provides the Board with additional assurance regarding the reliability of the financial information for inclusion in the financial reports. All members of the Audit Committee are Non-Executive Directors.

Among the specific responsibilities set out in the Audit Committee Charter, the Audit Committee reviews all published accounts of the Group, reviews the scope and independence of external audits, reviews any comments and recommendations by the external auditors in relation to the Company's systems for internal compliance and control, and risk management, advises on the appointment, performance and remuneration of the external auditors, and reviews the work program for and reports and recommendations of the internal audit function.

The members of the Audit Committee during the year were:

Mr Smith (Chairman)
Mr Johnson
Mr Walters*

* Mr Walters was appointed as a Non-Executive Director and also as a member of the Audit Committee on 22 May 2018.

Mr Smith is Chairman of the Audit Committee. The Board considers Mr Smith to be independent using the ASX Council's definition of independence.

The Board does not consider Mr Johnson to be independent.

The ASX Council Recommendation 4.1 recommends that the Audit Committee consist of at least three members who are all Non-Executive and the majority independent.

The Managing Director, the Chief Financial Officer, the Company Secretary, the Group Accountant, the Internal Audit Manager, the external Auditors and any other persons considered appropriate attend meetings of the Audit Committee by invitation.

The Committee also meets from time to time with the external Auditors independent of Management.

The Audit Committee met on four occasions during the course of the year. Mr Smith and Mr Johnson both attended all four meetings. Mr Walters attended the one meeting held following his appointment.

Nomination and Remuneration Committee

Consistent with ASX Principles 2 and 8, the Board has a Nomination and Remuneration Committee with a formal Charter. The role of the Committee is to review and make recommendations to the Board on remuneration packages and policies applicable to the Managing Director, Senior Executives, Salaried Staff and Directors themselves.

The Nomination and Remuneration Committee does not comply with Recommendations 2.1 and 8.1 as only Mr Smith was considered by Directors to be independent. However, as the only Director on the Nomination and Remuneration Committee considered to be independent, Mr Smith was Chairman of that committee.

The Nomination and Remuneration Committee does not make recommendations to the Board as to the nomination and appointment of new Directors. As the Board of K&S Corporation Limited is comprised of only five Directors, Directors are of the view that the nomination and appointment of new Directors is most efficiently discharged by the Board. For this reason, Directors are of the view that the presence of a majority of Directors considered not to be independent did not compromise the effectiveness of the Nomination and Remuneration Committee or the integrity of the decision making process by the Board as a whole on matters relating to nomination and remuneration.

When appointing new Directors, the Board has regard to the spread of skills and qualifications, experience, and independence of both the potential appointee and the existing members of the Board.

Nomination and Remuneration Committee

The Board does not have a formalised skills matrix that it uses when considering Board composition and the appointment of new Directors. However, the Board is of the view that a good depth of transport industry exposure and expertise is an integral element of the skills to be represented on the Board.

The Board also views accounting and legal expertise as important elements to allow it to effectively discharge its duties and responsibilities. The Board also has regard to whether a potential Director has contacts or networks that may enable the Company to access new markets or industry sectors and/or to generate new business opportunities. The Board recognises that a diversity of backgrounds and experience in its members will contribute to the Board functioning at its optimum.

Where considered appropriate, prior to appointing new Directors, the Board will arrange for appropriate background and reference checks to be undertaken. These checks may include the proposed Director's character (via reference checks), education and qualifications, and any criminal convictions, bankruptcy or insolvency that may preclude the proposed Director from appointment.

The Company currently does not have a formal induction program for new Directors. The Company does however make available to new Directors past Board papers and Board minutes as well as the Company's Constitution and key policies and codes of practice.

When new appointments of Non-Executive Directors are contemplated, the Company will review the desirability of a more structured induction program.

In the case of ongoing development, the Company schedules some monthly Board meetings at different operational sites to enable Non-Executive Directors to familiarise themselves with the Company's business and activities. The Board also receives regular presentations from members of the Executive Team on the Company's various business units.

Remuneration levels are competitively set to attract and retain appropriately qualified and experienced Directors and Senior Executives.

The Nomination and Remuneration Committee periodically obtains independent advice on the appropriateness of remuneration packages, as well as benchmarking comparable Company remuneration data. No external advice was sought in relation to remuneration in the course of the 2017/18 financial year.

The Nomination and Remuneration Committee also plays a role in evaluation of the performance of the Managing Director and management succession planning. This role includes the responsibility for incentive performance packages, superannuation entitlements, and retirement and termination entitlements.

The members of the Nomination and Remuneration Committee during the year were:

Mr Smith (Chairman)
Mr Johnson
Mr Winser

The Nomination and Remuneration Committee meets as required. The Committee met formally once in 2017/18, but also informally on several other occasions during the year. Messrs Winser, Smith and Johnson all attended the formal meeting of the Committee.

The Company's Non-Executive Directors receive only fees and superannuation for their services and the reimbursement of reasonable expenses. The fees paid to the Company's Non-Executive Directors reflect the demands on, and responsibilities of, those Directors.

The advice of independent remuneration consultants is taken periodically, as well as benchmarking against external remuneration data for comparable companies to establish that the Directors' fees are in line with market standards. Non-Executive Directors do not receive any shares, options or other securities in addition to their remuneration.

An increase in the Directors' fee pool limit of $100,000 to a total of $600,000 for Non-Executive Directors was approved by Shareholders at the Annual General Meeting on 20 November 2012. This fee pool is only available to Non-Executive Directors.

The Non-Executive Directors received $75,705 each and the Chairman was paid $127,617 in 2017/18. Consideration of any increase in fees payable to Non-Executive Directors in 2017/18 was deferred to 1 January 2018, at which time fees payable to Non-Executive Directors were increased by 3%. Committee membership does not entitle a Director to additional fees.

Details of the employment contract of Mr Sarant can be found in the Remuneration Report on *page 24*.

The Non-Executive Directors' retirement benefits scheme entitlements were frozen in years of service as at 30 June 2004 and will be paid on retirement. Under the terms of the Non-Executive Directors' retirement benefit scheme, participating Directors are entitled to receive up to the total remuneration paid to them in the last three years upon their retirement in accordance with the following formula:

$$RB = TR \times (Y \div 15)$$

where

RB = retirement benefit payable to the Director on retirement

TR = the total remuneration paid to the Director in the last three years

Y = the years of service of the Director prior to 30 June 2004, provided that Y shall not exceed 15

Non-Executive Directors appointed after 30 June 2004 are not eligible to participate in the retirement benefits scheme. Mr Johnson is the only remaining Director eligible to participate in the retirement benefit scheme.

The structure and disclosure of the Company's remuneration of Non-Executive Directors is consistent with ASX Principle 8.

Further details of Directors' remuneration, superannuation and retirement payments are set out in the Directors' Report on *pages 20 to 28*.

Diversity

The measurable objectives for achieving gender diversity set by the Board and progress towards achieving those objectives are:

- The Nomination and Remuneration Committee must review participation rates for women across all levels of the workforce not less than annually. That review was undertaken by the Committee in 2017/18. The Company saw participation rates for women remain static at all levels of the organisation.
- The Nomination and Remuneration Committee is to review pay parity data for women and men across all levels of the workforce not less than annually to determine whether there is any unconscious bias. To the extent that the review suggests that unconscious bias may exist, Management is to investigate and report to the Committee the causes of that bias, as well as to develop recommendations to address any bias.
- The Committee reviewed pay parity data in 2017/18 and Management has investigated whether unconscious bias exists. As women are over-represented in some areas of the Company's workforce (eg, administration) and under-represented in other areas of the workforce (eg, operational), the data requires careful analysis.
- Management is required to report to the Nomination and Remuneration Committee not less than annually participation rates for women compared to men in externally provided training programs. A particular area of focus is management training programs (eg, Australian Institute of Management and equivalent) as it is through these training programs that the pool of future senior managers will be developed. Management has reported to the Committee on training participation rates in 2017/18. Participation rates in management training do not reveal any bias.
- The Nomination and Remuneration Committee is to review data re tenure and turnover levels for women compared to men across all levels of the Company's workforce not less than annually as part of seeking to understand the reasons for differing participation rates for women and men. Tenure and turnover data was reviewed by the Committee in 2017/18. Turnover rates for men and women were equivalent across different levels of the organisation.

The Company's Workplace Gender Equality Act "Gender Equality Indicators" report can be accessed via the website of the Workplace Gender Equality Agency (*www.wgea.gov.au/public-reports*). A summary of the Company's "Gender Equality Indicators" report is also available on the Company's website (*www.ksgroup.com.au*).

The Company notes that the transport and logistics industry continues to have a stereotyped male dominated environment, with a substantial proportion of the Company's workforce required to perform labour intensive/manual handling tasks as well as significant overtime and remote work in the course of their employment duties.

While the Company is committed to diversity, the nature of the work undertaken by many employees has made it challenging to attract women to these roles.

The Company will review on an ongoing basis the opportunities to overcome these impediments to higher participation rates by women.

Other diversity initiatives pursued by the Company include:

- The Company is a participant in the Indigenous Employment Program overseen by the Commonwealth Department of Education, Employment and Workplace Relations, as well as a participant in the Australian Employment Covenant which is also designed to secure indigenous employment opportunities. In support of these programs, the Company has an Indigenous Recognition Policy which outlines the Company's commitment to build relationships with local and land-connected indigenous persons to achieve mutually beneficial outcomes.
- A number of strategic and tactical initiatives aimed at attracting, developing and retaining female employees. As part of that strategy, the Company is reviewing a range of more flexible employment practices.

Environmental Committee

The Board has an Environmental Committee, which operates under a Charter approved by the Board. The role of the Committee is to monitor environmental incidents, exposures and compliance with environmental regulations.

The members of the Environmental Committee during the year were:

Mr Johnson (Chairman)
Mr Winser
Mr Sarant*

* The Board considers it appropriate that the Managing Director be a member of the Environmental Committee.

The Company Secretary acts as Secretary to the Environmental Committee.

The Environmental Committee is responsible for:

- reviewing and recommending, as appropriate, changes to the Company's environmental policies;
- ensuring the adequacy of environmental procedures and controls implemented by Management;
- reporting to the Board on Company compliance with environmental procedures and controls;
- reviewing the adequacy and effectiveness of resources devoted to informing employees of their environmental obligations and to training employees to operate within Company guidelines and legal requirements;
- monitoring conformance by the Company with mandatory environmental reporting and improvement regimes;
- regular monitoring of licence requirements, with performance against licence conditions reported to the various State regulators on a regular basis; and
- reviewing any environmental incidents that have occurred and monitoring actions taken or to be taken.

To enable it to meet its responsibilities, the Committee has established a regular internal reporting process.

The Environmental Committee met four times during the year. Messrs Winser and Sarant attended all four meetings of the Committee. Mr Johnson attended three of the four meetings of the Committee.

Financial Reporting

Consistent with the ASX Recommendation 4.2, the Company's financial report preparation and approval process for the financial year ended 30 June 2018, involved both the Managing Director and Chief Financial Officer certifying that the Company's financial reports present a true and fair view, in all material respects, of the Company's financial condition and operational results and are in accordance with relevant accounting standards.

In accordance with Recommendation 4.2, this sign off also includes assurances as to the Company's risk management processes and internal compliance and control procedures.

Audit Governance and Independence

As part of the Company's commitment to safeguarding integrity in financial reporting, the Company has implemented a review process to monitor the independence and competence of the Company's external Auditor.

The Company's current external Auditors are Ernst & Young. The effectiveness, performance and independence of the external Auditor is reviewed by the Audit Committee at least annually. The format of that review includes discussing the performance of the External Auditors with Management while the Auditors are not present. The Audit Committee also met with senior members of Ernst & Young to review the performance of the lead audit partner. The Audit Committee also meets with the External Auditors in the absence of Management to review the conduct of the half year review and full year audit.

Ernst & Young has a policy for the rotation of the lead audit partner for their clients. Under that policy, the lead audit partner and the audit review partner for the Company were most recently rotated following completion of the audit for the year ended 30 June 2017.

Audit Governance and Independence

The Audit Committee's Charter requires the provision of non-audit services to the Company or its business units by the external audit firm to be approved by the Audit Committee.

In accordance with sections 249V and 250T of the *Corporations Act 2001 (Cth)*, the Company's current auditor, Ernst & Young, attends and is available to answer questions at the Company's Annual General Meeting.

Risk Management

Consistent with ASX Principle 7, the Company is committed to the identification, monitoring and management of material risks in the business. Those material risks include a full spectrum of financial, strategic, compliance, and operational risks.

While not wishing to stifle the entrepreneurial endeavours of Senior Executives, the Board takes a relatively conservative approach to risk.

The Board requires that Management have in place a system to identify, monitor, and manage the material business risks faced by the Company. The management systems in place as part of the risk management controls include:

- Capital expenditure commitments above set limits obtain prior Board approval.
- Financial exposures are controlled and the use of derivatives is limited to interest rate swaps.
- Occupational health and safety standards and management systems are monitored and reviewed to achieve high standards of performance and compliance with regulations.
- Business transactions are properly authorised and executed.
- A comprehensive annual insurance programme, including external risk management survey and action plans.
- Annual budgeting and monthly reporting systems for all business units, which enable the monitoring of progress against performance targets and the evaluation of trends.
- Appropriate due diligence procedures for acquisitions and divestments, with post-acquisition reviews also provided to the Board.
- Disaster management systems for key IT systems and recovery plans.
- Documentation and regular review of business wide risk identification and mitigation strategies.
- The completion by Executive Managers and Divisional Managers of 'representation letters' in connection with the certification by the Managing Director and Chief Financial Officer that the Company's financial reports present a true and fair view, in all material respects, of the Company's financial condition and operational results.
- Review by the Audit Committee in conjunction with Management of all findings and recommendations in the Closing Report provided by the Company's external auditors, Ernst & Young, as part of the full year audit and also half year review of the Company's accounts.

The Company has a Risk Management Policy consistent with ASX Principle 7. The Company also has a number of policies and internal documents that are central to the management of risk. Those documents include:

- The Risk Review Statement that is designed to comprehensively document and rate all material business risks to which the Company is exposed, as well as setting out the actions being undertaken by Management to mitigate those risks.
- The Company's Levels of Authority Statement which sets out the different levels of authority delegated to the Managing Director, General Managers, and Branch Managers in relation to financial and business matters such as capital expenditure, acquisitions, entering into contracts, treasury issues, and employment related issues.
- The Company's Administration Manual which sets out the financial and administrative protocols for all staff.

- The Company's HS&E Manual and supporting documented policies and procedures which are designed to minimise the risk of harm to employees engaged in operational tasks.
- The Company's Quality Management System coupled with its extensive documented operating and compliance focused policies and procedures which are designed to ensure that the Company's operations are conducted using industry best practice and in accordance with the numerous legislative regimes that apply.
- The Company's Disaster Recovery Manual which sets out all of the protocols associated with the Company's externally hosted disaster recovery plan (DRP).

Management is responsible to the Board for the Group's system of internal control and risk management. The Audit Committee through its Charter assists the Board in monitoring this role.

The Risk Review Statement is designed to be a 'living' document and is regularly updated to address the emergence of new risks and changes to the priority of existing material business risks. The Risk Review Statement is provided to both the Audit Committee and the Board on a quarterly basis. In addition, a summary of the status of key risk items identified in the Risk Review Statement is provided to the Board at its monthly meetings.

The Managing Director and the Chief Financial Officer also certify on an annual basis that the Company has a sound system of risk management and internal control, and that the system is operating effectively in all material respects in relation to financial risks.

The Company is of the view that risk management is a key governance function. As the Board is comprised of only five Directors (including the Managing Director), the Board is of the view that the setting of risk parameters and the oversight of risk management is best discharged by the Board as a whole. Consequently, the Company does not have a stand alone risk committee.

The Company has an internal audit function. The Internal Audit Manager is independent of Management of the Company and reports to both the Managing Director and

also the Chairman of the Audit Committee. A copy of the Internal Audit Charter is available on the Company's external website *(www.ksgroup.com.au)*.

A detailed draft internal audit work program was developed by the Internal Audit Manager in conjunction with the Managing Director, Company Secretary, and Chief Financial Officer. That detailed internal audit work program was then submitted to the Audit Committee for review and approval. The Company has adopted a risk based approach in identifying and prioritising internal audit activities.

The Company operates in a highly competitive industry and has a material exposure to a range of economic factors including competitive forces, the decline of the domestic manufacturing sector, falling commodity prices, and key customer contract exposure. The Company seeks to mitigate these risks by differentiating itself from its competitors, diversifying the nature and scope of its activities across a number of sectors, geographic regions, and customer groups, as well as staggering the expiry dates of key customer contracts.

Risk Management

The Company also faces material exposures around compliance with legislative obligations (including transport laws) and the potential that a serious incident or accident could result in death, serious injury and/or environmental harm, as well as major reputational damage and the loss of key customer contracts.

The Company seeks to mitigate this exposure via policies, procedures and training.

The Company's comprehensive internal Risk Review Statement catalogues key economic, environmental and social sustainability risks in respect of which the Company has identified a material exposure. The internal Risk Review Statement documents risk mitigation strategies employed by the Company.

Continuous Disclosure

The Company understands and respects that timely disclosure of price sensitive information is central to the efficient operation of the Australian Securities Exchange securities market and has adopted a comprehensive policy covering announcements to the Australian Securities Exchange.

The Company Secretary has the responsibility for overseeing and co-ordinating disclosure of information to the Australian Securities Exchange. The Company Secretary also liaises with the Managing Director, Chairman and Chief Financial Officer in relation to continuous disclosure matters.

The Board approves all price sensitive releases to the Australian Securities Exchange prior to release.

The Company posts all price sensitive releases to the Australian Securities Exchange and media on the Company's website.

The Company's Continuous Disclosure Policy is consistent with ASX Principle 5.

Conflict of Interest

In accordance with the *Corporations Act 2001* (Cth) and the Company's Constitution, Directors must keep the Board advised, on an ongoing basis, of any interest that could potentially conflict with those of the Company. Where the Board believes that a significant conflict exists, the Director concerned does not receive the relevant Board papers and is not present at the meeting whilst the item is considered.

Details of Director related entity transactions with the Company and consolidated entity are set out in *Note 26*.

Director Dealing in Company Shares

The Constitution permits Directors and Officers to acquire shares in the Company, subject to very limited exceptions contemplated in the Listing Rules. Company policy prohibits Directors, Associates and Officers from dealing in Company shares or Executive options:

- In the period of 60 days prior to the release of the Company's half year and annual results to the Australian Securities Exchange.
- Whilst in possession of price sensitive information.

In accordance with the provisions of the *Corporations Act 2001* and the Listing Rules of the Australian Securities Exchange, the Company advises the Exchange of any transactions conducted by Directors in shares in the Company.

International Quality Standard ISO 9001

The consolidated entity strives to ensure that its services are of the highest standard. Towards this aim, it has achieved ISO 9001 accreditation for its core business segment.

The Company's Occupational Health & Safety, return to work, and claims management systems are audited by Comcare against 108 criteria that are aligned to AS4801.

Ethical Standards

In accordance with Principle 3, the Board has adopted the Code of Conduct produced by the Australian Institute of Company Directors to guide the Directors and promote high ethical and professional standards.

The Board acknowledges the need for continued maintenance of the highest standards of Corporate Governance practice and the ethical conduct by all Directors and employees of the Company and has approved the following policies:

Code of Conduct

The Company has a Code of Conduct for its employees to act within the law, avoid conflicts of interest, protect Company property, keep information confidential and act honestly and ethically in all business activities. The Code of Conduct is complemented by a Whistle Blower Policy which provides protection to employees who report instances of malpractice, impropriety, misconduct, or other unethical or illegal conduct involving the Company or its employees.

Trade Practices

The Company has a Trade Practices Policy advising employees on the legislative prohibitions on price fixing and anti-competitive arrangements, as well as other prohibited conduct.

Other Policies

Amongst other policies endorsed by the Board in previous years are the Occupational Health and Safety, Environment Protection, Electronic Communications policies and the Transport Law Compliance Policy.

The Group's ethical standards are consistent with the requirements of ASX Principle 3.

Communication with Shareholders

The Company places considerable importance on communication with Shareholders.

The Company's communication strategy promotes the communication of information to Shareholders through the distribution of the Annual Report, announcements through the Australian Securities Exchange and subsequently the media regarding changes to the business, the Chairman's and Managing Director's addresses at the Annual General Meeting, and actively engaging the investment community.

The Company actively invites, and responds to, questions from Shareholders at the Annual General Meeting. As the Company's Annual General Meetings have a comparatively small number of attendees, Shareholders have a good opportunity to put any questions to Directors.

Shareholders also have good access to Directors and the Executive Team following the formal business of the meeting.

Shareholders have the ability to receive communications from the Company (eg, annual reports) and the Company's Share Registry, Computershare, (eg, dividend statements) electronically.

K&S Corporation Limited posts all price sensitive reports, Australian Securities Exchange releases and media releases on the Company's website.

The communication strategy is consistent with ASX Principle 6.

The Company's Communication Policy is available on the Company's website: **www.ksgroup.com.au**

K&S CORPORATION LIMITED ANNUAL REPORT 2018

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financial REPORT

FOR THE YEAR ENDED 2018

K&S CORPORATION LIMITED

ABN 67 007 561 837

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statement of COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2018

	Note	Consolidated 2018 $'000	2017 $'000
Operating revenue	5(a)	**854,643**	755,232
Cost of goods sold		**(108,800)**	(77,094)
Gross profit		**745,843**	678,138
Other income	5(b)	**23,553**	5,007
Contractor expenses		**(208,667)**	(193,131)
Employee expenses	5(e)	**(281,016)**	(249,766)
Fleet expenses		**(162,724)**	(149,159)
Depreciation and amortisation expense	5(d)	**(42,367)**	(39,125)
Finance costs	5(c)	**(7,056)**	(6,796)
Other expenses		**(43,096)**	(35,926)
Share of profits of associates	13	**130**	123
Impairment of intangibles, land and buildings, plant and equipment, trade debtors		**-**	-
Profit/(loss) before income tax		**24,600**	9,365
Income tax (expense)/benefit	6	**(7,476)**	(2,855)
Profit/(loss) after income tax		**17,124**	6,510
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation		**(673)**	(25)
Income tax effect		**-**	-
		(673)	(25)
Items not to be reclassified to profit or loss in subsequent periods:			
Revaluation of land and buildings		**-**	-
Income tax effect		**-**	-
Other comprehensive income/(loss) for the period, net of tax		**(673)**	(25)
Total comprehensive income/(loss) for the period		**16,451**	6,485
Earnings per share (cents per share)	7		
• basic, profit for the year attributable to ordinary equity holders of the parent		**13.9**	5.4
• diluted, profit for the year attributable to ordinary equity holders of the parent		**13.9**	5.4
Dividends per share (cents per share)	8	**4.0**	3.5

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

statement of FINANCIAL POSITION

AS AT 30 JUNE 2018

	Note	Consolidated 2018 $'000	2017 $'000
ASSETS			
Current assets			
Cash and cash equivalents	9	15,946	13,985
Trade and other receivables	10	129,741	88,572
Inventories	11	5,856	4,848
Prepayments		10,071	8,894
Total current assets		161,614	116,299
Non-current assets			
Other receivables	10	1,035	1,179
Investments in associate	13	398	368
Property, plant & equipment	14	373,552	350,998
Intangibles	15	6,070	6,301
Deferred tax assets	6	10,700	13,544
Total non-current assets		391,755	372,390
TOTAL ASSETS		553,369	488,689
LIABILITIES			
Current liabilities			
Trade and other payables	17	101,859	81,664
Interest bearing loans and borrowings	18	37,545	34,356
Income tax payable	6	686	444
Provisions	19	29,539	28,833
Total current liabilities		169,629	145,297
Non-current liabilities			
Trade and other payables	17	770	-
Interest bearing loans and borrowings	18	108,365	88,780
Deferred tax liabilities	6	37,118	33,879
Provisions	19	16,620	15,377
Total non-current liabilities		162,873	138,036
TOTAL LIABILITIES		332,502	283,333
NET ASSETS		220,867	205,356
EQUITY			
Contributed equity	20	158,099	153,951
Reserves		40,954	41,808
Retained earnings		21,814	9,597
TOTAL EQUITY		220,867	205,356

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

statement of CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2018

	Note	Issued Capital $'000	Retained Earnings $'000	Asset Revaluation Reserves $'000	Forex Translation Reserves $'000	Common Control Reserves $'000	Total Equity $'000
CONSOLIDATED							
At 1 July 2017		**153,951**	**9,597**	**40,885**	**1,055**	**(132)**	**205,356**
Profit for the year		**-**	**17,124**	**-**	**-**		**17,124**
Other comprehensive income		**-**	**-**	**-**	**(673)**	**-**	**(673)**
Total comprehensive income/(loss) for the year		**-**	**17,124**	**-**	**(673)**	**-**	**16,451**
Transactions with owners in their capacity as owners:							
Issue of share capital	20	**4,148**	**-**	**-**	**-**	**-**	**4,148**
Changes arising from STI	29	**-**	**-**	**-**	**-**	**(181)**	**(181)**
Dividends paid	8	**-**	**(4,907)**	**-**	**-**	**-**	**(4,907)**
At 30 June 2018		**158,099**	**21,814**	**40,885**	**382**	**(313)**	**220,867**
At 1 July 2016		152,518	4,905	40,885	1,080	-	199,388
Profit for the year		-	6,510	-	-	-	6,510
Other comprehensive income		-	-	-	(25)	-	(25)
Total comprehensive income/(loss) for the year		-	6,510	-	(25)	-	6,485
Transactions with owners in their capacity as owners:							
Issue of share capital	20	1,433	-	-	-	-	1,433
Changes arising from STI	29	-	-	-	-	(132)	(132)
Dividends paid	8	-	(1,818)	-	-	-	(1,818)
At 30 June 2017		153,951	9,597	40,885	1,055	(132)	205,356

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

statement of CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2018

	Note	Consolidated 2018 $'000	2017 $'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash receipts from customers		**920,966**	807,141
Cash payments to suppliers and employees		**(843,929)**	(727,962)
Interest received		**24**	20
Borrowing costs paid		**(7,056)**	(6,796)
Income taxes paid		**(931)**	862
Net goods and services tax paid		**(28,262)**	(23,900)
Net cash provided by operating activities	9	**40,812**	49,365
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of non-current assets		**5,705**	6,151
Payments for property plant & equipment		**(22,663)**	(12,089)
Dividends received from Associates		**100**	150
Net cash used in investing activities		**(16,858)**	(5,788)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		**45,000**	18,000
Repayments of borrowings		**(29,000)**	(19,000)
Repayment of lease and hire purchase liabilities		**(39,431)**	(37,135)
Dividends paid, net of dividend reinvestment plan		**(774)**	(385)
Cash received on assuming employee benefit liabilities		**2,349**	1,543
Net cash used in financing activities		**(21,856)**	(36,977)
Net increase/(decrease) in cash held		**2,098**	6,600
Cash at the beginning of the financial year		**13,985**	7,392
Effects of exchange rate variances on cash		**(137)**	(7)
Cash at the end of the financial year	9	**15,946**	13,985

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

notes to the FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2018

1 Corporate Information

The financial report of K&S Corporation Limited for the year ended 30 June 2018 was authorised for issue in accordance with a resolution of Directors on 23 August 2018.

K&S Corporation Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. The nature of the operations and principal activities of the Group are described in *Note 4*.

2 Summary of Significant Accounting Policies

a) Basis of preparation

The financial report is a general purpose financial report for a for-profit entity, which has been prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standards. The financial report has also been prepared on a historical cost basis, except for land and buildings which have been measured at fair value. The carrying values of cash flow hedges are also stated at fair value with the portion of the gain or loss on the hedging instrument that is determined to be an effective hedge recognised directly in equity and the ineffective portion recognised in profit or loss.

The financial report is presented in Australian dollars and all values are rounded to the nearest thousand dollars ($'000) unless otherwise stated, under the option available to the Company under ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 dated 24 March 2016.

The Company is an entity to which the legislative instrument applies.

The consolidated financial statements have been prepared on a going concern basis.

As at 30 June 2018, the consolidated statement of financial position reflected an excess of current liabilities over current assets of $8.0m (2017: $29.0m). The deficit was primarily caused by the acquisition of $23.3m in property, plant and equipment in the current year funded through cash flow, resulting in a conversion of current assets to non-current assets.

In the current year, the operating cash flows of the Group was $40.8m (2017: $49.0m). The directors are satisfied the Group will continue to generate sufficient operating cash flows for the next 12 months to fund the net current deficiency.

b) Compliance with IFRS

The financial report complies with Australian Accounting Standards and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

c) New Accounting Standards and Interpretations

i) Changes in accounting policy and disclosures

The accounting policies adopted are consistent with those of the previous financial year except as follows:

The Group has adopted the following amended Australian Accounting Standards and AASB Interpretations as of 1 January 2017.

Pronouncement	Title	Summary	Application date	Impact on Group financial report	Application date for Group
AASB 2016-1	*Amendments to Australian Accounting Standards – Recognition of Deferred Tax Assets for Unrealised Losses*	This Standard makes amendments to AASB 112 Income Taxes to clarify the accounting for deferred tax assets for unrealised losses on debt instruments measured at fair value.	1 Jan 2017	These amendments have not had any impact on the Group.	1 July 2017
AASB 2016-2	*Amendments to Australian Accounting Standards – Disclosure Initiative: Amendments to AASB 107*	The amendments to *AASB 107 Statement of Cash Flows* are part of the IASB's Disclosure Initiative and help users of financial statements better understand changes in an entity's debt. The amendments require entities to provide disclosures about changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses).	1 Jan 2017	The Group has adopted amendments to AASB 107 as part of the AASB's Disclosure initiative. Our disclosures include: • Changes from financing cash flows • Changes arising from obtaining or losing control of subsidiaries or other businesses • The effect of changes is foreign exchange rates • Changes in fair values • Other Changes The Group has disclosed this information in Note 18.	1 July 2017

Pronouncement	Title	Summary	Application date	Impact on Group financial report	Application date for Group
AASB 2017-2	*Amendments to Australian Accounting Standards – Further Annual Improvements 2014-2016 Cycle*	This Standard clarifies the scope of *AASB 12 Disclosure of Interests in Other Entities* by specifying that the disclosure requirements apply to an entity's interests in other entities that are classified as held for sale or discontinued operations in accordance with *AASB 5 Noncurrent Assets Held for Sale and Discontinued Operations.*	1 Jan 2017	These amendments have not had any impact on the Group.	1 July 2017

ii) Accounting standards and interpretations issued but not yet effective

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective and have not been adopted by the Group for the annual reporting period ending 30 June 2018, are outlined in the table below and on the following pages:

Pronouncement	Title	Summary	Application date	Impact on Group financial report	Application date for Group
AASB 9, and relevant amending standards	*Financial Instruments*	AASB 9 replaces *AASB 139 Financial Instruments: Recognition and Measurement.* Except for certain trade receivables, an entity initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs. Debt instruments are subsequently measured at FVTPL, amortised cost, or fair value through other comprehensive income (FVOCI), on the basis of their contractual cash flows and the business model under which the debt instruments are held. There is a fair value option (FVO) that allows financial assets on initial recognition to be designated as FVTPL if that eliminates or significantly reduces an accounting mismatch. Equity instruments are generally measured at FVTPL. However, entities have an irrevocable option on an instrument-by-instrument basis to present changes in the fair value of non-trading instruments in other comprehensive income (OCI) without subsequent reclassification to profit or loss. For financial liabilities designated as FVTPL using the FVO, the amount of change in the fair value of such financial liabilities that is attributable to changes in credit risk must be presented in OCI. The remainder of the change in fair value is presented in profit or loss, unless presentation in OCI of the fair value change in respect of the liability's credit risk would create or enlarge an accounting mismatch in profit or loss. All other AASB 139 classification and measurement requirements for financial liabilities have been carried forward into AASB 9, including the embedded derivative separation rules and the criteria for using the FVO. The incurred credit loss model in AASB 139 has been replaced with an expected credit loss model in AASB 9. The requirements for hedge accounting have been amended to more closely align hedge accounting with risk management, establish a more principle-based approach to hedge accounting and address inconsistencies in the hedge accounting model in AASB 139.	1 Jan 2018	The Group does not expect a significant impact on its balance sheet or equity on applying the classification and measurement requirements of AASB 9. It expects to continue measuring at fair value all financial assets currently held at fair value. AASB 9 requires the Group to record expected credit losses on all of its debt securities, loans and trade receivables, either on a 12-month or lifetime basis.	1 July 2018

2 Summary of Significant Accounting Policies

ii) Accounting standards and interpretations issued but not yet effective continued

Pronouncement	Title	Summary	Application date	Impact on Group financial report	Application date for Group
AASB 15, and relevant amending standards	*Revenue from Contracts with Customers*	AASB 15 replaces all existing revenue requirements in Australian Accounting Standards (AASB 111 *Construction Contracts*, AASB 118 *Revenue*, AASB Interpretation 13 *Customer Loyalty Programmes*, AASB Interpretation 15 *Agreements for the Construction of Real Estate*, AASB Interpretation 18 T*ransfers of Assets from Customers* and AASB Interpretation 131 *Revenue – Barter Transactions Involving Advertising Services*) and applies to all revenue arising from contracts with customers, unless the contracts are in the scope of other standards, such as AASB 117 *Leases* (or AASB 16 *Leases*, once applied). The core principle of AASB 15 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services. An entity recognises revenue in accordance with the core principle by applying the following steps: ▸ Step 1: Identify the contract(s) with a customer ▸ Step 2: Identify the performance obligations in the contract ▸ Step 3: Determine the transaction price ▸ Step 4: Allocate the transaction price to the performance obligations in the contract ▸ Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.	1 Jan 2018	At this point, the Group has assessed individual contracts, which has indicated the adoption of the standard is not expected to have a material impact. The Group will apply the full retrospective approach on transition and there will be no adjustment to profit and loss. Additional disclosures on contracts details and performance obligations will be required and minor presentation changes of amounts in the Statement of Comprehensive Income will arise.	1 July 2018
AASB Interpretation 22	*Foreign Currency Transactions and Advance Consideration*	The Interpretation clarifies that in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine a date of the transaction for each payment or receipt of advance consideration.	1 Jan 2018	These amendments will not have any impact on the Group.	1 July 2018
AASB 16	*Leases*	AASB 16 requires lessees to account for all leases under a single on-balance sheet model in a similar way to finance leases under AASB 117 *Leases*. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset. Lessor accounting is substantially unchanged from today's accounting under AASB 117. Lessors will continue to classify all leases using the same classification principle as in AASB 117 and distinguish between two types of leases: operating and finance leases.	1 Jan 2019	In 2018, the Group will continue to assess the potential effect of AASB 16 on its consolidated financial statements. This will have particular impact in regards to the Group's operating leases. As at 30 June 2018 the Group had undiscounted commitments for future lease payments totalling $38,287 million, which is largely reflected by leases over premises (Note 22).	1 July 2019

Reference	Title	Summary	Application date of standard	Impact on Group financial report	Application date for Group
AASB 2018-1	*Annual Improvements to IFRS Standards 2015-2017 Cycle*	▸ AASB 112 *Income Taxes* - income tax consequences of payments on financial instruments classified as equity ▸ AASB 123 *Borrowing Costs* - borrowing costs eligible for capitalisation.	1 Jan 2019	These amendments will not have any impact on the Group.	1 July 2019
AASB 2018-2	*Amendments to Australian Accounting Standards – Plan Amendment, Curtailment or Settlement*	This Standards amends AASB 119 *Employee Benefits* to specific how an entity accounts for defined benefit plans when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments: ▸ Require entities to use the updated actuarial assumptions to determine current service cost and net interest for the remainder of the annual reporting period after such an event occurs ▸ Clarify that when such an event occurs, an entity recognises the past service cost or a gain or loss on settlement separately from its assessment of the asset ceiling.	1 Jan 2019	These amendments will not have any impact on the Group.	1 July 2019
AASB Interpretation 23, and relevant amending standards	*Uncertainty over Income Tax Treatments*	The Interpretation clarifies the application of the recognition and measurement criteria in AASB 112 *Income Taxes* when there is uncertainty over income tax treatments. The Interpretation specifically addresses the following: ▸ Whether an entity considers uncertain tax treatments separately ▸ The assumptions an entity makes about the examination of tax treatments by taxation authorities ▸ How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates ▸ How an entity considers changes in facts and circumstances.	1 Jan 2019	These amendments will not have any impact on the Group.	1 July 2019

d) Basis of consolidation

The consolidated financial statements comprise the financial statements of K&S Corporation Limited and its subsidiaries ("the Group") as at 30 June each year.

The financial statements of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit and losses resulting from inter-group transactions, have been eliminated in full.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group.

Investments in subsidiaries by K&S Corporation Limited are accounted for at cost in the separate financial statements of the parent less any impairment charges. Dividends received from subsidiaries are recorded as a component of other revenues in the separate Statement of Comprehensive Income of the parent entity, and do not impact the recorded cost of the investment. Upon receipt of the dividend payments from subsidiaries, the parent will assess whether any indicators of impairment of the carrying value of the investment in the subsidiary exists. Where such indicators exist, to the extent that the carrying value of the investment exceeds its recoverable amount, an impairment loss is recognised.

The difference between the above items and the fair value of the consideration, (including the fair value of any pre-existing investment in the acquiree), is goodwill or a discount on acquisition. A change in the ownership interest of a subsidiary, that does not result in a loss of control, is accounted for as an equity transaction.

Non-controlling interests are allocated their share of net profit after tax in the Statement of Comprehensive Income and are presented within equity in the Statement of Financial Position, separately from the equity of the owners of the parent.

Losses are attributed to the non-controlling interest even if that results in a deficit balance.

If the Group loses control over a subsidiary, it:
- Derecognises the assets (including goodwill) and liabilities of the subsidiary;
- Derecognises the carrying amount of any non-controlling interest;
- Derecognises the cumulative translation differences, recorded in equity;
- Recognises the fair value of consideration received;
- Recognises the fair value of any investment retained;
- Recognises any surplus or deficit in profit or loss;
- Reclassifies the parent's share of components previously recognised in other comprehensive income to profit or loss.

2 Summary of Significant Accounting Policies

e) Business combinations

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition date fair values of the assets transferred to the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity issued by the acquirer, and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the Group's operating or accounting policies and other pertinent conditions as the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured at fair value as at the acquisition date through profit or loss.

When the Group acquires a business under common control, it uses the Pooling of Interests method whereby assets and liabilities shall be transferred at carrying value, with the difference between consideration transferred and the net assets acquired is presented separately in a common control reserve. The Group will reflect a business combination under common control from the date of the combination.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to fair value of the contingent consideration which is deemed to be an asset or liability will be recognised in accordance with AASB 139 either in profit or loss or in other comprehensive income. If the contingent consideration is classified as equity, it shall not be remeasured.

f) Operating segments

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available. This includes start up operations which are yet to earn revenues. Management will also consider other factors in determining operating segments such as the existence of a line manager and the level of segment information presented to the Board of Directors.

Operating segments have been identified based on the information provided to the chief operating decision makers – being the Executive Management team.

The Group aggregates two or more operating segments when they have similar economic characteristics, and the segments are similar in each of the following aspects:

- Nature of the product or services;
- Type or class of customer for the product or services; and
- Methods used to distribute the products or provide services.

g) Revenue

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) Sale of goods
Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer and can be measured reliably. Risks and rewards are considered passed to the buyer at the time of delivery of the goods to the customer.

Sales revenue comprises revenue earned (net of returns, discounts and allowances) from the provision of fuel products to entities outside the consolidated entity. Sales revenue is recognised when fuel is provided.

ii) Rendering of services
Service revenue from the distribution of customer goods is recognised when goods are dispatched.

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

iv) Dividends
Revenue is recognised when the Group's right to receive the payment is established.

h) Cash and cash equivalents

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

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

i) Leases

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments.

Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as finance costs in the Statement of Comprehensive Income.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term.

Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases.

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

j) Trade and other receivables

Trade receivables, which generally have 30-90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts. An allowance for doubtful debts is made when there is objective evidence that the Group will not be able to collect the debts. Bad debts are written off when identified.

k) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:
Consumables – purchase cost on a first-in, first-out basis;
Finished goods – weighted average cost.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

l) Derivative financial instruments

The Group uses derivative financial instruments such as interest rate swaps to hedge its risks associated with interest rate fluctuations. Such derivative financial instruments are stated at fair value. The fair value of interest rate contracts is determined by reference to market value for similar instruments.

For the purposes of hedge accounting, hedges are classified as either fair value hedges when they hedge the exposure to changes in the fair value of a recognised asset or liability; or cash flow hedges where they hedge exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a forecasted transaction.

In relation to cash flow hedges (interest rate swaps) to hedge firm commitments which meet the conditions for special hedge accounting, the portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognised directly in equity and the ineffective portion is recognised in profit or loss.

When the hedged firm commitment results in the recognition of an asset or a liability, then, at the time the asset or liability is recognised, the associated gains or losses that had previously been recognised in equity are included in the initial measurement of the acquisition cost or other carrying amount of the asset or liability.

For all other cash flow hedges, the gains or losses that are recognised in equity are transferred to profit or loss in the same year in which the hedged firm commitment affects the net profit and loss, for example when the future sale actually occurs.

For derivatives that do not qualify for hedge accounting, any gains or losses arising from changes in fair value are taken directly to profit or loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. At that point in time, any cumulative gain or loss on the hedging instrument recognised in equity is kept in equity until the forecasted transaction occurs.

If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to profit or loss.

m) Derecognition of financial assets and liabilities

Financial assets
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- The rights to receive cash flows from the asset have expired;
- The Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a “pass-through” arrangement; or
- The Group has transferred its rights to receive cash flows from the asset and either *(a)* has transferred substantially all the risks and rewards of the asset, or *(b)* has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group’s continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration received that the Group could be required to repay.

When continuing involvement takes the form of a written and/or purchased option (including a cash-settled option or similar provision) on the transferred asset, the extent of the Group’s continuing involvement is the amount of the transferred asset that the Group may repurchase, except that in the case of a written put option (including a cash-settled option or similar provision) on an asset measured at fair value, the extent of the Group’s continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

Financial liabilities
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

2 Summary of Significant Accounting Policies

n) Impairment of financial assets

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

Financial assets carried at amortised cost

If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced either directly or through use of an allowance account. The amount of the loss is recognised in profit or loss.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in profit or loss, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

Financial assets carried at cost

If there is objective evidence that an impairment loss has been incurred on an unquoted equity instrument that is not carried at fair value (because its fair value cannot be reliably measured), or on a derivative asset that is linked to and must be settled by delivery of such an unquoted equity instrument, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the current market rate of return for a similar financial asset.

o) Foreign currency translation

Both the functional and presentation currency of K&S Corporation Ltd and its Australian subsidiaries is Australian dollars (A$).

Transactions in foreign currencies are initially recorded in the functional currency at 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.

All exchange differences in the consolidated financial report are taken to profit or loss with the exception of differences on foreign currency borrowings that provide a hedge against a net investment in a foreign entity. These are taken directly to equity until the disposal of the net investment, at which time they are recognised in profit or loss.

Tax charges and credits attributable to exchange differences on those borrowings are also recognised in equity.

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.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

The functional currency of the overseas subsidiaries (K&S Freighters Limited and Cochrane's Transport Limited) is New Zealand dollars (NZ$).

As at the reporting date, the assets and liabilities of these overseas subsidiaries are translated into the presentation currency of K&S Corporation Limited at the rate of exchange ruling at the reporting date and the revenue and expenses are translated at the weighted average exchange rates for the period.

The exchange differences arising on the retranslation are taken directly to a separate component of equity.

On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating of that particular foreign operation is recognised in profit or loss.

p) Investment in associates

The Group's investment in its associates is accounted for under the equity method of accounting in the consolidated financial statements and at cost in the parent. The associates are entities in which the Group has significant influence and that are neither a subsidiary nor a joint venture.

Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost plus post-acquisition changes in the Group's share of net assets of the associate. Goodwill relating to an associate is included in the carrying amount of the investment and is not amortised. After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss with respect to the Group's net investment in associates. Goodwill included in the carrying amount of the investment in associate is not tested separately, rather the entire carrying amount of the investment is tested for impairment as a single asset. If an impairment loss is recognised, the amount is not allocated to the goodwill of the associate.

The Group's share of associates' post-acquisition profits or losses is recognised in the statement of comprehensive income, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividends receivable from the associates are recognised in the parent entity's statement of comprehensive income as a component of other income.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any unsecured long-term receivables and loans, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

The reporting dates of the associate and the Group are identical and the associates' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

q) Income tax and other taxes

Current tax assets and liabilities for the current period 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 income tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences except:

- where the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the taxable temporary differences is associated with investments in subsidiaries and associates and the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- when the deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Income taxes relating to items recognised directly in equity are recognised in equity and not in the profit or loss.

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

Other taxes

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

- 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
- receivables and payables 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 the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

r) Property, plant and equipment

Plant and equipment is stated at cost less accumulated depreciation and any impairment in value.

Land and buildings are measured at fair value less accumulated depreciation on buildings and less any impairment losses recognised after the date of the revaluation.

Depreciation is calculated on a straight-line basis using the following rates:

Land	Not depreciated
Buildings	2.5 - 10% p.a.
Motor vehicles	7 - 20% p.a.
Plant and equipment	15 - 40% p.a.
IT Computers	25 - 33% p.a.

i) Impairment

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

The recoverable amount of plant and equipment is the greater of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

2 Summary of Significant Accounting Policies

r) Property, plant and equipment continued

i) Impairment

Impairment exists when the carrying values of an asset or cash-generating unit exceeds its estimated recoverable amount. The assets or cash-generating units are written down to their recoverable amount. For plant and equipment, impairment losses are recognised in profit or loss. However, because land and buildings are measured at revalued amounts, impairment losses on land and buildings are treated as a revaluation decrement.

ii) Revaluations

Following initial recognition at cost, land and buildings are carried at a revalued amount which is the fair value at the date of the revaluation less any subsequent accumulated depreciation on buildings and accumulated impairment losses.

Fair value is determined by reference to market-based evidence, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Any revaluation increment is credited to the asset revaluation reserve included in the equity section of the Statement of Financial Position unless it reverses a revaluation decrease of the same asset previously recognised in profit or loss.

Any revaluation decrease is recognised in profit or loss unless it directly offsets a previous revaluation increase for the same asset debited directly to the asset revaluation reserve.

In addition, any accumulated depreciation as at revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings.

Independent valuations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from the asset's fair value at the reporting date.

iii) Derecognition and disposal

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the period the item is derecognised.

s) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

t) Investments and other financial assets

Financial assets in the scope of AASB 139 *Financial Instruments: Recognition and Measurement* are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale investments, as appropriate. When financial assets are recognised initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transactions costs. The Group determines the classification of its financial assets after initial recognition and, when allowed and appropriate, re-evaluates this designation at each financial year-end.

All regular way purchases and sales of financial assets are recognised on the trade date i.e. the date that the Group commits to purchase the asset. Regular way purchases or sales are purchases or sales of financial assets under contracts that require delivery of the assets within the period established generally by regulation and convention in the marketplace.

Financial assets at fair value through profit or loss

Financial assets classified as held for trading are included in the category "financial assets at fair value through profit or loss". Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on investments held for trading are recognised in profit or loss.

Held-to-maturity investments

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Group has the positive intention and ability to hold to maturity. Investments intended to be held for an undefined period are not ncluded in this classification. Investments that are intended to be held-to-maturity, such as bonds, are subsequently measured at amortised cost.

This cost is computed as the amount initially recognised minus principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between the initially recognised amount and the maturity amount. This calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums and discounts.

For investments carried at amortised cost, gains and losses are recognised in profit or loss when the investments are derecognised or impaired, as well as through the amortisation process.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

The fair value of investments that are actively traded in organised financial markets is determined by reference to quoted market bid prices at the close of business on the reporting date. For investments with no active market, fair value is determined using valuation techniques. Such techniques include using recent arm's length market transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis and option pricing methods.

u) Goodwill and intangibles

Goodwill
Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the re-assessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units. Each unit or group of units to which goodwill is allocated represents the lowest level within the Group at which goodwill is monitored for internal management purposes, and is not larger than an operating segment determined in accordance with AASB 8.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units), to which the goodwill relates.

When the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. When goodwill forms part of a cash-generating unit (group of cash-generating units) and an operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this manner is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

Impairment losses recognised for goodwill are not subsequently reversed.

Intangibles
Intangible assets are initially measured at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at each financial year-end.

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, which is a change in accounting estimate. The amortisation expense on intangible assets with finite lives is recognised in profit or loss in the expense category consistent with the function of the intangible asset.

Intangible assets with indefinite lives are tested for impairment annually either individually or at the cash-generating unit level. Such intangibles are not amortised. The useful life of an intangible asset with an indefinite life is reviewed each reporting period to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is accounted for as a change in an accounting estimate and is thus accounted for on a prospective basis.

Development costs
An intangible asset arising from development expenditure on an internal project is recognised only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to the use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the development and the ability to measure reliably the expenditure attributable to the intangible asset during the development.

Following initial recognition of the development expenditure, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses. Any expenditure so capitalised is amortised over the period of expected benefits from the related project.

The estimated useful life for the current and comparative periods are as follows: Software and technology — 7 years

v) Impairment of assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell or its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amounts (in which case the impairment loss is treated as a revaluation decrease).

2 Summary of Significant Accounting Policies

v) Impairment of assets continued

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased.
If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the impairment loss was recognised.

If that is the case, the carrying amount of the asset is increased to the recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the assets in prior years. Such reversal is recognised in the profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

w) Interest-bearing loans and borrowings

All loans and borrowings are initially recognised at cost, being the fair value of the consideration received net of issue costs associated with the borrowing.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Amortised cost is calculated by taking into account any issue costs, and any discount or premium on settlement.

Gains and losses are recognised in profit or loss when the liabilities are derecognised, as well as through the amortisation process.

x) Trade and other payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

y) Provisions

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.

When the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

z) Employee leave benefits

i) Wages, salaries and sick leave

Liabilities for wages and salaries, including non-monetary benefits and accumulating sick leave are all measured at nominal values in respect of employees' service up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

ii) Long service leave and annual leave

The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wages and salary levels, experience of employee departures, and periods of service. Expected future payments are discounted using yields in high quality corporate bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

iii) Defined contribution superannuation funds

The commitment to defined contribution plans is limited to making contributions in accordance with the minimum statutory requirements. The Group does not have any legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to current and past employee services.

Obligations for contributions to defined contribution superannuation funds are recognised as an expense in profit or loss as incurred.

iv) Directors retirement benefits

Directors commencing after 30 June 2004 are not eligible for any benefit under the Directors Retirement Scheme. However, Non-Executive Directors appointed before that date are eligible to receive retirement benefits on retiring as a Director. In July 2004, the Directors Retirement benefit calculation changed, to freeze the accumulation of years of service for each Director.

aa) Contributed equity

Ordinary shares are classified as equity. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the proceeds received.

bb) Earnings per share

Basic earnings per share is calculated as net profit attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends), divided by the weighted average number of ordinary shares.

Diluted earnings per share is calculated as net profit attributable to members of the parent, adjusted for:
- Costs of servicing equity (other than dividends);
- The after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- Other non-discretionary changes in revenues or expenses during the period that would result from dilution of potential ordinary shares, divided by the weighted average number of ordinary shares and dilutive potential ordinary shares.

cc) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

dd) Significant accounting judgments, estimates and assumptions

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

Management has identified the following critical accounting policies for which significant judgments, estimates and assumptions are made. Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

Further details of the nature of these assumptions and conditions may be found in the relevant notes to the financial statements.

i) Significant accounting judgments

Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences as management considers that it is probable that future taxable profits will be available to utilise those temporary differences. Significant management judgment is required to determine the amount of deferred taxes that can be recognised, based upon the likely timing and the level of future taxable profits.

Taxation

The Group’s accounting policy for taxation requires management judgment as to the types of arrangements considered to be a tax on income in contrast to an operating cost. Judgment is also required in assessing whether deferred tax assets and certain deferred tax liabilities are recognised on the Statement of Financial Position. Deferred tax assets are recognised only where it is considered more likely than not that they will be recovered, which is dependant on sufficient future profits.

ii) Significant accounting estimates and assumptions

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the recoverable amount of the cash generating units to which the goodwill is allocated. The assumptions used in this estimation of recoverable amount and the carrying amount of goodwill are discussed in *Note 16*.

Make good provisions

Provision is made for anticipated costs of future restoration of leased storage premises. The future cost estimates are discounted to their present value. The related carrying amounts are disclosed in *Note 19*.

Allowance for impairment loss on trade receivables

Where receivables are outstanding beyond normal trading terms, the likelihood of recovery of these receivables is assessed by management. This assessment is based on supportable past collection history and historical write-offs of bad debts. The allowance for impairment loss is outlined in *Note 10*.

Long service leave provision

As discussed in *Note 2 (z)*, the liability for long service is recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at balance date. In determining the present value of the liability, attrition rates and pay increases through promotion and inflation have been taken into account.

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. If an impairment trigger exists the recoverable amount of the asset is determined. This involves value in use calculations, which incorporate a number of key estimates and assumptions.

3 Financial Risk Management Objectives and Policies

The Group's principal financial instruments, other than derivatives, finance leases and hire purchase contracts, comprise bank loans, overdrafts and cash deposits.

The main purpose of these financial instruments is to raise finance for the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. The Group also entered into derivative transactions, principally interest rate swap contracts. The purpose was to manage the interest rate risk arising from the Group's operations and its sources of finance. The main risks arising from the Group's financial instruments are cash flow interest rate risk, liquidity risk, foreign currency risk and credit risk.

The Board reviews and agrees policies for managing each of these risks and they are summarised below.

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in *Note 2* to the financial statements.

Significant accounting judgments

Credit risk

Credit risk represents the loss that would be recognised if counterparties failed to perform as contracted. It is the Group's policy that customers who wish to trade on credit more than $1,000 per week are subject to credit verification procedures including an assessment of their independent credit rating, financial position, past experience and industry reputation.

While the consolidated entity also minimises concentrations of credit risk by undertaking transactions with a large number of customers and counterparties in various states, the Group is materially exposed to counterparty risk with several of its major customers. Concentration of credit risk on trade debtors due from customers are: Transport 93% (2017: 95%) and Fuel 7% (2017: 5%).

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

Foreign currency risk

The Group's exposure to currency risk is minimal. This risk is in the form of NZD exposure from subsidiaries.

Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligations with a floating interest rate. The level of debt is disclosed in *Note 18*.

At balance date, the Group had the following mix of financial assets and liabilities exposed to variable interest rate risk that are not designated in cash flow hedges:

	Consolidated 2018 $'000	Consolidated 2017 $'000
Financial assets		
– Cash and cash equivalents	**15,946**	13,985
Financial liabilities		
– Bank loans	**(35,625)**	(19,625)
Net exposure	**(19,679)**	(5,640)

The following sensitivity analysis is based on the interest rate risk exposures in existence at the Balance Sheet date:

Judgements of reasonably possible movements:	Post Tax Profit Higher/(Lower) 2018 $'000	Post Tax Profit Higher/(Lower) 2017 $'000	Equity Higher/(Lower) 2018 $'000	Equity Higher/(Lower) 2017 $'000
Consolidated				
+ 1% (100 basis points)	**(138)**	(40)	**(138)**	(40)
– 0.5% (50 basis points)	**69**	20	**69**	20

The movements in profit are due to higher/lower interest costs from variable debt and cash balances.

Significant assumptions used in the interest rate sensitivity analysis include:

- Reasonably possible movements in interest rates were determined based upon the Group's current credit rating and debt mix in Australia and New Zealand.
- The net exposure at balance date is representative of what the Group was and is expecting to be exposed to in the next twelve months.

Liquidity risk

Liquidity risk arises from the financial liabilities of the Group and the Group's subsequent ability to meet their obligations to repay their financial liabilities as and when they fall due.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, finance leases and committed lines of credit. The Group's policy in managing liquidity risk is to ensure the Group always has sufficient liquidity to meet its financial obligations when due, as well as to accommodate unforeseen cash requirements over both the short and long term.

i) Non-derivative financial liabilities

The following liquidity risk disclosure reflect all contractually fixed repayments and interest resulting from recognised financial liabilities and financial guarantees as of 30 June 2018. For the other obligations the respective undiscounted cash flows for the respective upcoming fiscal years are presented. The timing of cash flows for liabilities is based on the contractual terms of the underlying contract.

However, where the counterparty has a choice of when the amount is paid, the liability is allocated to the earliest period in which the Group can be required to pay. When the Group is committed to make amounts available in instalments, each instalment is allocated to the earliest period in which the Group is required to pay. For financial guarantee contracts, the maximum amount of the guarantee is allocated to the earliest period in which the guarantee can be called.

The following table reflects a balanced view of cash inflows and outflows of non-derivative financial instruments:

	Less than 1 year $'000	1 to 2 years $'000	2 to 5 years $'000	Greater than 5 years $'000	Total $'000
Year ended 30 June 2018					
Liquid financial assets					
Cash and cash equivalents	**15,946**	**-**	**-**	**-**	**15,946**
Trade and other receivables	**130,001**	**260**	**520**	**83**	**130,864**
	145,947	**260**	**520**	**83**	**146,810**
Financial liabilities					
Interest bearing loans and borrowings	**(42,851)**	**(61,798)**	**(51,226)**	**-**	**(155,875)**
Trade and other payables	**(101,859)**	**(770)**	**-**	**-**	**(102,629)**
Financial guarantees	**(597)**	**-**	**-**	**-**	**(597)**
	(145,307)	**(62,568)**	**(51,226)**	**-**	**(259,101)**
Net inflow/(outflow)	**640**	**(62,308)**	**(50,706)**	**83**	**(112,291)**
Year ended 30 June 2017					
Liquid financial assets					
Cash and cash equivalents	13,985	-	-	-	13,985
Trade and other receivables	88,874	301	603	101	89,879
	102,859	301	603	101	103,864
Financial liabilities					
Interest bearing loans and borrowings	(38,936)	(44,720)	(48,348)	-	(132,004)
Trade and other payables	(81,664)	-	-	-	(81,664)
Financial guarantees	(848)	-	-	-	(848)
	(121,448)	(44,720)	(48,348)	-	(214,516)
Net inflow/(outflow)	(18,589)	(44,419)	(47,745)	101	(110,652)

The Group's available credit facilities are outlined in *Note 18*.

ii) Derivative financial liabilities

Due to the unique characteristics and risks inherent to derivative instruments, the Group separately monitors the liquidity risk arising from transacting in derivative instruments.

The Group holds no derivative liabilities at balance date.

4 Operating Segments

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Executive Management team in assessing performance and in determining the allocation of resources.

The Executive Management determined that the Group has three operating segments.

The Group's internal management reporting systems and business model, which monitors resource allocation and working capital fall under the following three segments:

- Australian Transport – The provision of logistical services to customers within Australia.
- Fuels – The distribution of fuel to fishing, farming and retail customers within the South East of South Australia.
- New Zealand Transport – The provision of logistical services to customers within New Zealand.

Accounting policies and inter-segment transactions

The accounting policies used by the Group in reporting segments are the same as those contained in *Note 2* to the accounts and in the prior period except as detailed below:

Inter-entity sales
Inter-entity sales are recognised based on an internally set transfer price. The price is set periodically and aims to reflect what the business operations could achieve if they sold their output and services to external parties at arm's length.

Corporate charges
Corporate charges are allocated to each operating segment on a proportionate basis linked to segment revenue so as to determine a segmental result.

Segment loans payable and loans receivable
Segment loans are initially recognised at the consideration received excluding transaction costs. Inter-segment loans receivable and loans payable that earn or incur non-market interest are not adjusted to fair value based on market interest rates.

The entity has one customer which contributes greater than 10% of total revenue ($92.9m) and falls within the Australian Transport Segment.

The following table presents revenue and profit information for reportable segments for the years ended 30 June 2018 and 30 June 2017.

4 Operating Segments

	Australian Transport $'000	Fuel $'000	New Zealand Transport $'000	Total $'000
Year ended 30 June 2018				
Revenue				
External customers	**703,254**	**105,563**	**45,802**	**854,619**
Finance revenue	**15**	**-**	**9**	**24**
Inter-segment sales	**956**	**80,390**	**-**	**81,346**
Total segment revenue	**704,225**	**185,953**	**45,811**	**935,989**
Results				
Depreciation and amortisation expense	**(37,781)**	**-**	**(4,586)**	**(42,367)**
Finance costs	**(6,108)**	**-**	**(948)**	**(7,056)**
Share of profits of associates	**130**	**-**	**-**	**130**
Segment net operating (loss)/profit after tax	**12,190**	**2,884**	**2,050**	**17,124**
Operating assets	**491,334**	**36,182**	**42,028**	**569,544**
Operating liabilities	**294,307**	**14,887**	**12,379**	**321,573**
Other disclosures				
Investments in associate	**398**	**-**	**-**	**398**
Capital expenditure	**(66,641)**	**-**	**(3,540)**	**(70,181)**
Inter-segment revenues of **$81,346,000** are eliminated on consolidation				
Year ended 30 June 2017				
Revenue				
External customers	641,963	69,652	43,597	755,212
Finance revenue	6	-	14	20
Inter-segment sales	15	69,108	-	69,123
Total segment revenue	641,984	138,760	43,611	824,355
Results				
Depreciation and amortisation expense	(34,929)	-	(4,196)	(39,125)
Finance costs	(5,635)	-	(1,161)	(6,796)
Share of profits of associates	123	-	-	123
Segment net operating (loss)/profit after tax	1,979	2,065	2,466	6,510
Operating assets	423,063	28,718	45,542	497,323
Operating liabilities	249,430	10,307	11,451	271,188
Other disclosures				
Investments in associate	368	-	-	368
Capital expenditure	(53,858)	-	(5,154)	(59,012)
Inter-segment revenues of $69,123,000 are eliminated on consolidation				

4 Operating Segments

	Consolidated 2018 $'000	Consolidated 2017 $'000
i) Segment revenue reconciliation to the Statement of Comprehensive Income		
Total segment revenue	**935,989**	824,355
Inter-segment sales elimination	**(81,346)**	(69,123)
Total revenue	**854,643**	755,232
Revenue from external customers by geographical location is detailed below. Revenue is attributed to geographic location based on the location of the customers. The Company does not have external revenues from external customers that are attributable to any foreign country other than as shown.		
Australia	**808,832**	711,621
New Zealand	**45,811**	43,611
Total revenue	**854,643**	755,232
ii) Segment assets reconciliation to the Statement of Financial Position		
Segment assets are those operating assets of the entity that the Executive Management committee views as directly attributing to the performance of the segment. These assets include plant and equipment, receivables, inventory, intangibles and deferred tax assets.		
Reconciliation of segment operating assets to total assets:		
Segment operating assets	**569,544**	497,323
Inter-segment eliminations	**(26,875)**	(22,178)
Deferred tax assets	**10,700**	13,544
Income tax receivable	**-**	-
Total assets per the Statement of Financial Position	**553,369**	488,689
The analysis of location of non-current assets excluding deferred tax assets are as follows:		
Australia	**347,012**	313,304
New Zealand	**34,043**	45,542
Total assets per the Statement of Financial Position	**381,055**	358,846
iii) Segment liabilities reconciliation to the Statement of Financial Position		
Segment liabilities include trade and other payables and debt. The Group has a centralised finance function that is responsible for raising debt and capital for the entire operations. Each entity or business uses this central function to invest excess cash or obtain funding for its operations. The Managing Director, Chief Financial Officer and Directors review the level of debts for each segment in the monthly Board meetings.		
Reconciliation of segment operating liabilities to total liabilities.		
Segment operating liabilities	**321,573**	271,188
Inter-segment eliminations	**(26,875)**	(22,178)
Deferred tax liabilities	**37,118**	33,879
Income tax payable	**686**	444
Total liabilities per the Statement of Financial Position	**332,502**	283,333

	Consolidated 2018 $'000	Consolidated 2017 $'000
5 Revenue and Expenses		
a) Revenue		
– Rendering of services	**729,844**	664,521
– Sale of goods	**124,775**	90,691
– Finance revenue	**24**	20
Total revenue	**854,643**	755,232
b) Other income		
– Net gains on disposal of property, plant and equipment	**2,152**	2,852
– Other	**21,401** [2]	2,155
Total other income	**23,553**	5,007
c) Finance costs		
– Other parties	**2,016**	2,219
– Finance charges on hire purchase contracts	**5,040**	4,577
Total finance costs	**7,056**	6,796
d) Depreciation and amortisation expense		
Depreciation		
– Buildings	**2,302**	2,296
– Motor vehicles	**35,691**	32,466
– Plant and equipment	**4,374**	4,363
Total depreciation and amortisation expense	**42,367**	39,125
e) Employee expenses		
– Wages and salaries	**227,117**	201,063
– Workers' compensation costs	**9,659**	7,886
– Long service leave provision	**1,185**	2,054
– Annual leave provision	**14,376**	13,050
– Payroll tax	**12,635**	11,071
– Defined contribution plan expense	**16,036**	14,638
– Directors retirement scheme expense	**8**	4
Total employee expenses	**281,016**	249,766
f) Operating lease rental expense		
– Property	**16,238**	15,102
– Plant and equipment	**1,231**	2,404
Total operating lease rental expense	**17,469**	17,506

[2] Included within other income is a $16.1m offer from our former rail provider, Aurizon, for the resolution of claims against it by K&S arising out of the closure of Aurizon's intermodal business in December 2017. Negotiations are continuing for the resolution of these claims.

	Consolidated 2018 $'000	Consolidated 2017 $'000
6 Income Tax		
The major components of income tax expense are:		
Statement of Comprehensive Income		
Current income tax		
– Current income tax charge	**1,032**	622
– Adjustments in respect of current income tax of previous years	**128**	61
Deferred income tax		
– Relating to origination and reversal of income tax expense reported in the Statement of Comprehensive Income temporary differences	**6,316**	2,172
Income tax expense/(benefit) reported in the Statement of Comprehensive Income	**7,476**	2,855
Statement of Changes in Equity		
Deferred income tax related to items charged or credited directly to equity		
– Net gain on revaluation of land and buildings	**-**	-
– Common control (STI)	**(133)**	-
Income tax expense reported in equity	**(133)**	-
A reconciliation between tax expense and the product of accounting profit before income tax multiplied by the Group's applicable income tax rate is as follows:		
Accounting profit/(loss) before income tax	**24,600**	9,365
At the Group's statutory income tax rate of 30% (2017: 30%)	**7,380**	2,810
– Permanent differences	**(32)**	(16)
– Adjustments in respect of current income tax of previous years	**128**	61
Income tax expense reported in the Statement of Comprehensive Income	**7,476**	2,855

	Consolidated 2018 $'000 Current Income Tax	2018 $'000 Deferred Income Tax	2017 $'000 Current Income Tax	2017 $'000 Deferred Income Tax
Recognised deferred tax assets and liabilities				
Opening balance	**(444)**	**(20,335)**	897	(17,954)
Charged to income	**(1,032)**	**(5,991)**	(2,786)	(69)
True up	**(128)**	**-**	-	-
DTA recognised on losses	**-**	**(325)**	2,178	(2,178)
Charged to equity	**-**	**134**	-	-
Other payments	**918**	**-**	(733)	-
Exchange rate	**-**	**99**	-	(134)
Closing balance	**(686)**	**(26,418)**	(444)	(20,335)
Tax (benefit)/expense in Statement of Comprehensive Income		**7,476**		2,855
Amounts recognised in the Statement of Financial Position:				
Deferred tax asset		**10,700**		13,544
Deferred tax liability		**(37,118)**		(33,879)
		(26,418)		(20,335)

6 Income Tax

	Statement of Financial Position 2018 $'000	2017 $'000
Deferred income tax		
Deferred income tax at 30 June relates to the following:		
Consolidated		
Deferred tax liabilities		
– Accelerated depreciation for tax purposes	**(10,586)**	(12,707)
– Revaluation of land and buildings to fair value	**(18,023)**	(18,023)
– Trade and other receivables not derived for tax purposes	**(8,509)**	(3,149)
– Intangibles (brands and customer contracts)	**-**	-
	(37,118)	(33,879)
Deferred tax assets		
– DTA recognised on losses	**1,586**	1,692
– Accelerated depreciation for accounting purposes	**62**	214
– Trade and other payables not currently deductible	**1,341**	2,380
– Trade and other receivables not derived for tax purposes	**-**	146
– Employee entitlements not currently deductible	**7,711**	9,112
	10,700	13,544

Tax consolidation

i) Members of the tax consolidated group and the tax sharing arrangement

Effective 1 July 2002, for the purposes of income taxation, K&S Corporation Limited and its 100% owned Australian resident subsidiaries formed a tax consolidated group. K&S Corporation Limited is the head entity of the tax consolidated group. Members of the group entered into a tax sharing arrangement in order to allocate income tax expense to the wholly-owned subsidiaries. In addition, the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations. At balance date, the possibility of default is remote.

K&S Corporation Limited formally notified the Australian Tax Office of its adoption of the tax consolidation regime when lodging its 30 June 2003 consolidated tax return.

ii) Tax effect accounting by members of the tax consolidated group

Members of the tax consolidated group have entered into a tax funding agreement. The tax funding agreement requires members of the tax consolidated group to make contributions to the head company for tax liabilities and deferred tax balances arising from transactions occurring after the implementation of tax consolidation. Contributions are payable following the payment of the liabilities by K&S Corporation Limited. The assets and liabilities arising under the tax funding agreement are recognised as intercompany assets and liabilities with a consequential adjustment to income tax expense or benefit. The Group has applied the group allocation approach in determining the appropriate amount of current taxes and deferred taxes to allocate to members of the tax consolidation group.
The current and deferred tax amounts are measured in a systematic manner that is consistent with the broad principles in AASB 112 Income Taxes. In addition to its own current and deferred tax amounts, the head entity also recognises current and deferred tax assets and liabilities arising from unused tax losses and unused tax credits assumed from controlled entities within the tax consolidated group.

In addition, the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations or upon leaving the Group. A Deferred Tax Asset/Liability is recognised when there is a deductible/taxable temporary difference between the tax base of an asset or liability and its carrying amount in the statement of financial position.

In preparing the accounts for K&S Corporation Limited for the current year, the following amounts have been recognised as tax consolidation adjustments:

	Parent 2018 $'000	2017 $'000
Total increase/(reduction) to tax expense of K&S Corporation Ltd	**(3,340)**	(2,155)
Total increase/(reduction) to inter-company assets of K&S Corporation Ltd	**(3,340)**	2,155

	Consolidated 2018 $'000	Consolidated 2017 $'000
7 Earnings per Share		
Basic earnings per share amounts are calculated by dividing net profit after tax for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.		
Diluted earnings per share amounts are calculated by dividing the net profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.		
The following reflects the income and share data used in the basic and diluted earnings per share computations:		
Net (loss)/profit attributable to ordinary equity holders of the parent from continuing operations	**17,124**	6,510
Net (loss)/profit attributable to ordinary equity holders of the parent	**17,124**	6,510

	2018 Thousands	2017 Thousands
Weighted average number of ordinary shares used in the calculation of the basic earnings per share	**123,160**	121,411
Effect of dilution		
– Ordinary shares	**-**	-
Weighted average number of ordinary shares adjusted for the effect of dilution	**123,160**	121,411

	Consolidated 2018 $'000	Consolidated 2017 $'000
8 Dividends Paid and Proposed		
Declared and paid during the year:		
Dividends on ordinary shares		
Final franked dividend for 2017: 2.0 cents (2016 Nil)	**2,442**	-
Interim franked dividend for 2018: 2.0 cents (2017: 1.5 cents)	**2,465**	1,818
	4,907	1,818
Proposed (not recognised as a liability as at 30 June):		
Dividends on ordinary shares		
Final franked dividend for 2018: 2.0 cents (2017: 2.0 cents)	**2,491**	2,424
Franking credit balance		
The amount of franking credits available for the subsequent year are:		
• franking account balance as at the end of the financial year at 30% (2017: 30%)	**42,873**	43,930
• franking credits that will arise from the payment of income tax payable as at the end of the financial year	**-**	-
The amount of franking credits available for future reporting periods:		
• impact on franking account of dividends proposed but not recognised as a distribution to equity holders during the period	**(2,491)**	(2,424)
	40,382	41,506

Tax rates
The tax rate at which dividends have been franked is 30% (2017: 30%).
Dividends proposed will be franked at the rate of 30% (2017: 30%).

	Consolidated 2018 $'000	Consolidated 2017 $'000
9 Cash and Cash Equivalents		
Cash	**57**	55
Cash deposits with banks	**15,889**	13,930
	15,946	13,985
Cash at bank earns interest at floating rates based on daily bank deposit rates.		
Reconciliation of net profit/(loss) after income tax to net cash flows from operations		
Net profit/(loss) after income tax	**17,124**	6,510
Add/(less) items classified as investing/financing activities:		
– (Profit)/loss on sale of non-current assets	**(2,152)**	(2,852)
Add/(less) non-cash items:		
– Impairment of intangibles/non-current assets	**-**	-
– Amortisation	**-**	-
– Amounts set aside to provisions	**(400)**	4,304
– Depreciation	**42,367**	39,125
– Share of associates' net profit	**(130)**	(123)
– Dividends received from associates	**-**	-
Net cash provided by operating activities before changes in assets and liabilities	**56,809**	46,964
CHANGE IN ASSETS AND LIABILITIES		
(Increase)/decrease in inventories	**(1,008)**	(619)
(Increase)/decrease in income tax benefit	**2,844**	563
(Increase)/decrease in prepayments	**(1,177)**	277
(Increase)/decrease in receivables	**(41,025)**	(21,669)
(Decrease)/increase in trade creditors	**20,965**	20,702
(Decrease)/increase in income taxes payable	**242**	1,341
(Decrease)/increase in deferred taxes payable	**3,239**	1,818
Exchange rate changes on opening cash balances	**(77)**	(12)
Net cash provided by operating activities	**40,812**	49,365

Disclosure of financing facilities

Refer to Note 18.

Disclosure of non-cash financing and investing activities

Refer to Note 18.

	Consolidated 2018 $'000	Consolidated 2017 $'000
10 Trade and Other Receivables		
Current		
Trade debtors	**101,096**	80,854
Allowance for impairment loss (a)	**(235)**	(490)
	100,861	80,364
Sundry debtors	**28,880**[3]	8,208
	129,741	88,572
Non-current		
Related party receivables		
– Employee share plan loans	**1,035**	1,179
	1,035	1,179

a) Allowance for impairment loss

Trade receivables are non-interest bearing and are generally on 30-90 day terms. An allowance for doubtful debts is made when there is objective evidence that a trade receivable is impaired. The amount of the allowance/impairment loss has been measured as the difference between the carrying amount of the trade receivables and the estimated future cash flows expected to be received for the relevant debtors.

Movements in the provision for impairment loss were as follows:

	2018 $'000	2017 $'000
At 1 July	**490**	437
Charge for the year	**11**	194
Amounts written off (b)	**(266)**	(141)
At 30 June	**235**	490

At 30 June, the aging analysis of trade receivables is as follows:

Consolidated	Total	0-30 days	31-60 days	61-90 days PDNI*	61-90 days CI**	+91 days PDNI*	+91 days CI**
2018	**101,096**	**68,471**	**24,072**	**4,687**	**-**	**3,631**	**235**
2017	80,854	49,929	22,521	5,389	-	2,525	490

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

Receivables past due but not impaired payment terms have not been re-negotiated. Each operating unit has been in direct contact with the relevant debtor and is satisfied that payment will be received in full.

Other balances within trade and other receivables do not contain impaired assets and are not past due. It is expected that these other balances will be received when due.

b) 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.

[3] Included within sundry debtors is a $16.1m offer from our former rail provider, Aurizon, for the resolution of claims against it by K&S arising out of the closure of Aurizon's intermodal business in December 2017. Negotiations are continuing for the resolution of these claims.

	Consolidated 2018 $'000	Consolidated 2017 $'000
11 Inventories		
Consumable stores – at cost	**2,673**	2,556
Finished goods – fuel at cost	**3,183**	2,292
Total inventories at the lower of cost and net realisable value	**5,856**	4,848

a) Inventory expense

Inventories recognised as an expense for the year ended 30 June 2018 totalled $108,800,000 (2017: $77,094,000) for the Group. This expense relates to fuel sold and has been included in the cost of goods sold line item.

	Parent 2018 $'000	Parent 2017 $'000
12 Other Financial Assets		
Investments controlled entities		
– Shares – unlisted at cost	**78,552**	78,552
	78,552	78,552

	Interest Owned 2018 %	Interest Owned 2017 %	Investment Carrying Amount Consolidated 2018 $'000	Investment Carrying Amount Consolidated 2017 $'000
13 Investment in Associate				
a) Investment details				
Smart Logistics Pty Ltd	**50**	50	**398**	368
Investment in associate			**398**	368

Smart Logistics Pty Ltd is a provider of distribution services and consultant in transport and distribution. Smart Logistics Pty Ltd was incorporated in Australia.

b) Movements in the carrying amount of the Group's investment in associate

	Consolidated 2018 $'000	Consolidated 2017 $'000
Smart Logistics Pty Ltd		
At 1 July	**368**	395
Share of profit/(loss) after income tax	**130**	123
Dividend payment	**(100)**	(150)
At 30 June	**398**	368

13 Investment in Associate

	Consolidated 2018 $'000	Consolidated 2017 $'000
c) Summarised financial information		
The following table illustrates summarised financial information relating to the Group's associates:		
Extract from the associates' Statement of Financial Position:		
Current assets	**6,039**	5,380
Non-current assets	**33**	33
	6,072	5,413
Current liabilities	**(5,252)**	(4,656)
Non-current liabilities	**(24)**	(21)
	(5,276)	(4,677)
Net assets	**796**	736
Proportion of Group's ownership	***50.0%***	***50.0%***
Share of associate net assets/(liabilities)	**398**	368
Carry amount of the Investment	**398**	368
Extract from the associates' Statement of Comprehensive Income:		
Revenue	**57,255**	58,821
Net profit	**264**	251

14 Property, Plant and Equipment

	Consolidated Freehold Land and Buildings $'000	Consolidated Motor Vehicles $'000	Consolidated Plant & Equipment $'000	Consolidated Total $'000
a) Reconciliation of carrying amounts at the beginning and end of the period:				
Year ended 30 June 2018				
As at 1 July 2017 net of accumulated depreciation and impairment	117,266	217,295	16,437	350,998
Additions	6,328	58,729	5,124	70,181
Disposals	-	(4,117)	(57)	(4,174)
Depreciation charge for the year	(2,302)	(35,691)	(4,374)	(42,367)
Exchange adjustment	(1)	(1,139)	54	(1,086)
At 30 June 2018 net of accumulated depreciation and impairment	121,291	235,077	17,184	373,552
At 30 June 2018				
Cost or fair value	131,886	486,492	71,809	690,187
Accumulated depreciation and impairment	(10,595)	(251,415)	(54,625)	(316,635)
Net carrying amount	121,291	235,077	17,184	373,552

14 Property, Plant and Equipment

	Consolidated			
	Freehold Land and Buildings $'000	Motor Vehicles $'000	Plant & Equipment $'000	Total $'000
a) Reconciliation of carrying amounts at the beginning and end of the period: continued				
Year ended 30 June 2017				
As at 1 July 2016 net of accumulated depreciation and impairment	118,856	198,123	17,386	334,365
Additions	723	54,822	3,467	59,012
Disposals	(17)	(3,133)	(20)	(3,170)
Depreciation charge for the year	(2,296)	(32,466)	(4,363)	(39,125)
Exchange adjustment	-	(51)	(33)	(84)
At 30 June 2017 net of accumulated depreciation and impairment	117,266	217,295	16,437	350,998
At 30 June 2017				
Cost or fair value	125,559	456,852	67,174	649,585
Accumulated depreciation and impairment	(8,293)	(239,557)	(50,737)	(298,587)
Net carrying amount	117,266	217,295	16,437	350,998

b) Revaluation of freehold land and buildings

The freehold land and buildings are included in the financial statements at fair value, except for capital expenditure subsequent to the valuation which is recorded at cost. No revaluation of land and buildings was performed in the current financial year as it is believed their fair value does not differ materially from their carrying value. The last revaluation was performed by Jones Lang LaSalle in 2016 on the basis of open market values of properties for the highest and best use, which resulted in an increase to the asset revaluation reserve of $8.9 million.

Fair value of the properties was determined using the market comparable method. This means that valuations performed by the valuer are based on active market prices, significantly adjusted for differences it the nature, location or condition of the specific property. As at the date of revaluation, the properties fair values are based on valuations performed by Jones Lang LaSalle, an accredited independent valuer.

As the freehold land and buildings measured at fair value above are categorised as level 3, the valuation contains unobservable level 3 price inputs. The most significant unobservable input is dollar per square metre. The quantitative range, subject to location for the calculation is based on a dollar per metre between $90 and $350.

The Group determines the policies and procedures for both recurring fair value measurement, such as land and buildings. External valuers are involved for valuation of land and buildings. External valuations are performed every three years or less if determined appropriate by the Group. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Group decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each valuation, the Group analyses the movements in the values of land and buildings which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the Group verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Group, in conjunction with the Group's external valuers, also compares the change in the fair value of land and buildings with relevant external sources to determine whether the change is reasonable.

Significant increases (decreases) in estimated rental value and rent growth per annum in isolation would result in a significantly higher (lower) fair value of the properties. Significant increases (decreases) in the long-term vacancy rate and discount rate in isolation would result in a significantly lower (higher) fair value.

Generally, a change in the assumption made for the estimated rental value is accompanied by a directionally similar change in the rent growth per annum and discount rate, and an opposite change in the long term vacancy rate.

14 Property, Plant and Equipment

	Consolidated 2018 Freehold Land and Buildings $'000	2017 Freehold Land and Buildings $'000
c) Carrying amounts if land and buildings were measured at cost less accumulated depreciation and impairment		
If land and buildings were measured using the cost model the carrying amounts would be as follows:		
Cost	**93,808**	87,480
Accumulated depreciation and impairment	**(17,087)**	(15,718)
Net carrying amount	**76,721**	71,762

d) Property, plant and equipment pledged as security for liabilities

The carrying value of motor vehicles held under hire purchase contracts at 30 June 2017 is $178,702,389 (2017: 162,934,451).

Hire purchase liabilities are secured by the relevant asset.

Included in the balances of freehold land and buildings are assets on which mortgages have been granted as security over bank loans. The terms of the mortgages preclude the assets being sold or used as security for further mortgages without the permission of the mortgage holder. The mortgage also requires buildings that form part of the security to be fully insured at all times.

15 Intangible Assets and Goodwill

	Goodwill $'000	Total $'000
Year ended 30 June 2018		
At 1 July 2017 net of accumulated amortisation and impairment	**6,301**	**6,301**
Exchange adjustment	**(231)**	**(231)**
At 30 June 2018 net of accumulated amortisation and impairment	**6,070**	**6,070**
At 30 June 2018		
Cost (gross carrying amount)	**6,301**	**6,301**
Accumulated amortisation and impairment	**(231)**	**(231)**
Net carrying amount	**6,070**	**6,070**
Year ended 30 June 2017		
At 1 July 2016 net of accumulated amortisation and impairment	6,307	6,307
Exchange adjustment	(6)	(6)
At 30 June 2016 net of accumulated amortisation and impairment	6,301	6,301
At 30 June 2017		
Cost (gross carrying amount)	6,307	6,307
Accumulated amortisation and impairment	(6)	(6)
Net carrying amount	6,301	6,301

16 Impairment Testing of Goodwill

Cash generating units

The Group performs an impairment assessment when there is an indication of a possible impairment of its non-current assets and, in addition, performs an impairment review of goodwill and indefinite life intangibles assets at least annually. The Group considers the relationship between its market capitalisation and its book value, among other factors, when reviewing for indicators of impairment. As at 30 June 2018, the market capitalisation of the Group was below the book value of its equity, indicating a potential impairment of goodwill and impairment of the assets of the operating segments. An impairment review was undertaken at 30 June 2018.

For the purpose of impairment testing, goodwill is allocated to cash-generating units ('CGUs') which equate to the Group's reportable segments. CGUs are the smallest group of assets that generate cash inflows that are largely independent of the cash flows from other assets or groups of assets. Impairment testing has been undertaken on a value-in-use basis whereby the net present value of the future cash flows are compared against the carrying amount of net operating assets. Cash flow projections are based on five year financial forecasts.

The aggregate carrying amounts of goodwill allocated to each CGU after impairment are as follows:

	Goodwill	
	2018	2017
	$'000	$'000
Australian Transport	**-**	-
Fuel	**-**	-
New Zealand Transport	**6,070**	6,301
	6,070	6,301

Impairment testing

The Group's impairment testing compares the carrying value of each CGU with its recoverable amount as determined using a value in use calculation.

The assumptions for determining the recoverable amount of each CGU are based on past experience and Senior Management's expectations for the future. The cash flow projections are based on financial budgets approved by Senior Management covering a five-year period.

The Group has used the following key assumptions in the impairment assessment of each CGU:

	Discount Rate		Terminal Value Growth Rate	
	2018	2017	**2018**	2017
	%	%	**%**	%
Australian Transport	**13.93**	13.93	**3.0**	3.0
Fuel	**13.71**	13.71	**3.0**	3.0
New Zealand Transport	**13.38**	13.38	**2.5**	2.5

Discount rate

The discount rate represents the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segments and is derived from its weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the Group's investors. The cost of debt is based on the interest bearing borrowings the Group is obliged to service. Segment specific risk is incorporated by applying individual beta factors. The beta factors are evaluated annually based on publicly available market data.

Terminal growth rate

The terminal growth rate represents the growth rate applied to the extrapolated cash flows beyond the five-year forecast period. This is based on Senior Management expectations of the cash generating units' long term performance in their respective markets.

Sensitivity analysis

i) Sensitivity to changes in assumptions

Whilst there are a range of possible outcomes, the modelling shows the recoverable amount of the Australian Transport CGU exceeds its carrying value by $13.1m. This excess in recoverable amount could be reduced should changes in the following key assumptions occur:

- Discount rate – an increase in the discount rate of over 0.29% would result in a reduction of the recoverable amount to below the carrying value.
- Terminal growth rate – a decrease in the growth rate of over 0.36% would result in a reduction of the recoverable amount to below the carrying value.
- Terminal cash flow – a decrease in terminal cash flow of over 5.30% would result in a reduction of the recoverable amount to below the carrying value.
- Budget revenue – a decrease in budget revenue of over 2.76% would result in a reduction of the recoverable amount to below the carrying value.

16 Impairment Testing of Goodwill

i) Sensitivity to changes in assumptions

Whilst there are a range of possible outcomes, the modelling shows the recoverable amount of the New Zealand Transport CGU exceeds its carrying value by $8.3m. This excess in recoverable amount could be reduced in the unlikely event the following key assumptions occur:

- Discount rate – an increase in the discount rate of over 1.67% would result in a reduction of the recoverable amount to below the carrying value.
- Terminal growth rate – a decrease in the growth rate of over 2.27% would result in a reduction of the recoverable amount to below the carrying value.
- Terminal cash flow – a decrease in terminal cash flow of over 25.76% would result in a reduction of the recoverable amount to below the carrying value.
- Budget revenue – a decrease in budget revenue of over 1.48% would result in a reduction of the recoverable amount to below the carrying value.

	Consolidated	
	2018 $'000	2017 $'000
17 Payables		
Current		
Trade creditors and payables	**101,859**	81,664
	101,859	81,664
Non-current		
Trade creditors and payables	**770**	-
	770	-
i) Trade payables are non-interest bearing and are normally settled on 30 day terms		
18 Interest Bearing Loans and Borrowings		
Current		
Hire purchase liabilities – secured	**37,545**	34,356
	37,545	34,356
Non-current		
Non-redeemable preference shares	**60**	60
Hire purchase liabilities – secured	**72,680**	69,095
Bank loans – secured	**35,625**	19,625
	108,365	88,780
Commitments in respect of hire purchase agreements are payable as follows:		
Not later than one year	**41,819**	38,448
Later than one year but not later than five years	**77,398**	73,443
	119,217	111,891
Deduct: future finance charges	**(8,992)**	(8,440)
Total hire purchase liability	**110,225**	103,451
Current	**37,545**	34,356
Non-current	**72,680**	69,095
	110,225	103,451

18 Interest Bearing Loans and Borrowings

Fair value disclosures

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair values of the Group's interest-bearing borrowings and loans are determined by using the DCF method using a discount rate that reflects the Group's borrowing rate as at the end of the reporting period. The own non-performance risk as at 30 June 2018 was assessed to be insignificant.

The carrying amount of the Group's current and non-current borrowings is $145,910,000, the fair value of these is $129,017,000. Details of the fair value of the Group's interest bearing liabilities are set out in *Note 3*.

	1 July 2017 $'000	Cash Flows $'000	Acquisitions $'000	For. Ex. movement $'000	New Leases $'000	Other $'000	30 June 2018 $'000
30 June 2018							
Hire Purchase Liabilities	**103,451**	**(39,431)**	**-**	**(711)**	**46,916**	**-**	**110,225**
Non-redeemable preference shares	**60**	**-**	**-**	**-**	**-**	**-**	**60**
Bank Loans – secured	**19,625**	**16,000**	**-**	**-**	**-**	**-**	**35,625**
Total Liabilities from financing activities	**123,136**	**(23,431)**	**-**	**(711)**	**46,916**	**-**	**145,910**

	1 July 2016 $'000	Cash Flows $'000	Acquisitions $'000	For. Ex. movement $'000	New Leases $'000	Other $'000	30 June 2017 $'000
30 June 2017							
Hire Purchase Liabilities	93,622	(37,135)	-	(30)	46,994	-	103,451
Non-redeemable preference shares	60	-	-	-	-	-	60
Bank Loans – secured	20,625	(1,000)	-	-	-	-	19,625
Total Liabilities from financing activities	114,307	(38,135)	-	(30)	46,994	-	123,136

Hire purchase contracts

The consolidated entity leases plant and equipment under hire purchase agreements for periods of one to five years. At the end of the term, the consolidated entity has the option to purchase the equipment at the agreed residual value.

Hire purchase liabilities are secured by the relevant asset.

The written down value of assets secured by hire purchase agreements is $178,702,389 (2017: $162,934,451). The weighted average cost of these facilities was 4.25% (2017: 4.41%).

Bank loans

All bank loans are denominated in Australian dollars. Bank loans are secured by fixed and floating charges over the assets of the consolidated entity. Bank loans are also secured by registered mortgages over a number of properties of the consolidated entity to the extent of $112,919,000 (2017: $108,640,000). The non-current bank loans are subject to annual review.

The Group has bank loan facilities available for a period beyond June 2018. Maturity dates for the Group's facilities are:

Facility amount ($'000)	Expiry
25,000	4 January 2020
33,000	26 November 2020
40,000	26 November 2019

The facilities bear interest at 2.90% (2017: 2.49%).

18 Interest Bearing Loans and Borrowings

	Consolidated 2018 $'000	Consolidated 2017 $'000
Financing facilities available		
Total facilities available:		
Bank overdrafts	**7,000**	7,000
Bank loans	**84,000**	84,000
Standby letters of credit	**597**	848
	91,597	91,848

Standby letters of credit

The Group has the following guarantees at 30 June 2018:

- Bank guarantees of $597,884 have been provided by Westpac to suppliers.

	Consolidated 2018 $'000	Consolidated 2017 $'000
Facilities utilised at balance date:		
Bank overdrafts	**-**	-
Bank loans	**35,625**	19,625
Standby letters of credit	**597**	848
	36,222	20,473
Facilities not utilised at balance date:		
Bank overdrafts	**7,000**	7,000
Bank loans	**48,375**	64,375
Standby letters of credit	**-**	-
	55,375	71,375
Total facilities	**91,597**	91,848
Facilities used at balance date	**(36,222)**	(20,473)
Facilities unused at balance date	**55,375**	71,375

Bank overdrafts

The bank overdrafts within the consolidated entity are secured by a guarantee from the Company. The bank overdraft is secured by fixed and floating charges over the assets of the consolidated entity. The facilities are subject to annual review by the banks concerned and have been extended to 30 June 2018.

Assets pledged as security

Included in the balances of freehold land and buildings are assets on which mortgages have been granted as security over bank loans. The terms of the mortgages preclude the assets being sold or used as security for further mortgages without the permission of the mortgage holder. The mortgage also requires buildings that form part of the security to be fully insured at all times.

	Consolidated 2018 $'000	Consolidated 2017 $'000
The carrying amount of assets pledged as security for current and non-current interest bearing liabilities are:		
Non-current		
First mortgage		
– Freehold land and buildings	**112,607**	108,224
– Plant and equipment	**312**	416
Total non-current assets pledged as security	**112,919**	108,640

Non-cash financing and investment activities

During the financial year, the economic entity acquired property, plant and equipment with an aggregate fair value of $46,916,000 (2017: $46,994,000) and disposed of property, plant and equipment with an aggregate fair value of $nil (2017: $nil) by means of finance lease or hire purchase arrangements. These acquisitions and disposals are not reflected in the Statement of Cash Flows.

	Consolidated 2018 $'000	Consolidated 2017 $'000
19 Provisions		
Current		
Employee benefits	**25,702**	25,050
Self insured workers' compensation liability	**3,837**	3,783
	29,539	28,833
Non-current		
Employee benefits	**6,361**	6,213
Make good provision	**149**	694
Directors' retirement allowance	**371**	363
Self insured workers' compensation liability	**9,739**	8,107
	16,620	15,377

No dividends have been provided for the year ended 30 June 2018. The extent to which dividends were franked, details of the franking account balance at balance date and franking credits available for the subsequent financial year are disclosed in *Note 8*.

	Make Good Provision $'000	Directors' Retirement Allowance $'000	Self Insured workers' Compensation Liability $'000	Total $'000
a) Movements in provisions				
Movements in each class of provision during the financial year, other than provisions relating to employee benefits, are set out below:				
CONSOLIDATED				
At 1 July 2017	694	363	11,890	12,947
Arising during the year	-	8	1,686	1,694
Utilised	(545)	-	-	(545)
At 30 June 2018	**149**	**371**	**13,576**	**14,096**
Current 2018	**-**	**-**	**3,837**	**3,837**
Non-current 2018	**149**	**371**	**9,739**	**10,259**
	149	**371**	**13,576**	**14,096**
Current 2017	-	-	3,783	3,783
Non-current 2017	694	363	8,107	9,164
	694	363	11,890	12,947

b) Nature and timing of provisions

i) Make good provision

In accordance with various lease agreements, the Group must restore leased premises in Western Australia, South Australia, Victoria, Queensland, New South Wales and the Northern Territory to their original condition at the end of the leases.

Because of the long-term nature of the liability, the greatest uncertainty in estimating the provisions is the costs that will ultimately be incurred.

ii) Long service leave

Refer to *Note 2(z)* and *Note 2(cc)* for the relevant accounting policy and a discussion of the significant estimates and assumptions applied in the measurement of this provision.

iii) Directors retirement allowance

Refer to *Note 2(z)* for the relevant accounting policy and a discussion of the significant estimates and assumptions applied in the measurement of this provision.

iv) Self insured workers compensation

Workers compensation self insurance liability is based on Actuaries reports prepared in accordance with the K&S Comcare self insurance licence.

	Consolidated 2018 $'000	2017 $'000
20 Contributed Equity and Reserves		
a) Ordinary shares		
Contributed equity		
124,528,908 (2017: 122,069,541) ordinary shares fully paid	**158,099**	153,951
	158,099	153,951

Effective 1 July 1998, the Corporations Legislation abolished the concepts of authorised capital and par value shares. Accordingly the Company does not have authorised capital or par value in respect of its issued capital.

Fully paid ordinary shares carry one vote per share, either in person or by proxy, at a meeting of the Company and carry the right to receive dividends as declared.

	Thousands	$'000
Movements in ordinary shares on issue		
At 1 July 2016	121,202	152,518
Issued through Dividend Re-investment Plan – 868,185 ordinary shares at $1.6501	868	1,433
At 30 June 2017	122,070	153,951
Issued through Dividend Re-investment Plan – 1,187,065 ordinary shares at $1.7240	**1,187**	**2,047**
Issued through Dividend Re-investment Plan – 1,272,302 ordinary shares at $1.6516	**1,272**	**2,101**
At 30 June 2018	**124,529**	**158,099**

b) Capital management

When managing capital, the Group's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to Shareholders and benefits to other stakeholders. Management also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity. The Group is not subject to any externally imposed capital requirements.

During 2018, the Group paid dividends of $4,906,523 (2017: $1,818,000).

Management monitor capital through the gearing ratio (net debt/net debt + Shareholders funds). The gearing ratios based on continuing operations at 30 June were as follows:

	Consolidated 2018 $'000	2017 $'000
Total interest bearing loans and borrowings	**145,910**	123,136
Less cash and cash equivalents	**(15,946)**	(13,985)
Net debt	**129,964**	109,151
Net debt + Shareholders funds	**350,832**	314,507
Gearing ratio	**37.0%**	34.7%

Nature and purpose of reserves

Asset revaluation reserve
The asset revaluation reserve is used to record increases in the fair value of land and buildings and decreases to the extent that such decreases relate to an increase on the same asset previously recognised in equity.

Foreign currency translation reserve
The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign operations.

Common control reserve		
Scott's Transport Industries Pty Ltd (STI) merger	**(313)**	(132)

The movement in the common control reserve relates to the post tax difference between the cash received for the additional take up of STI employee accrued leave entitlements that occurred during the year. Refer to *Note 29* for initial acquisition entries under common control.

21 Derivative Financial Instruments

a) Hedging activities

The Group has no interest rate swap agreements in place at 30 June 2018.

b) Interest rate risk

Information regarding interest rate risk exposure is set out in *Note 3*.

	Consolidated 2018 $'000	Consolidated 2017 $'000
22 Commitments		
The estimated maximum amount of commitments not provided for in the accounts as at 30 June 2018 are:		
Capital expenditure commitments		
The aggregate amount of contracts for capital expenditure on plant and equipment due no later than one year	**28,849**	31,163
Lease rental commitments		
Operating lease and hire commitments:		
– Not later than one year	**14,025**	13,305
– Later than one year but not later than five years	**20,394**	21,281
– Later than five years	**3,868**	5,488
	38,287	40,074

The consolidated entity leases property under non-cancellable operating leases expiring from one to fifteen years. Leases generally provide the consolidated entity with a right of renewal, at which time all terms are renegotiated. Lease payments comprise a base amount plus an incremental contingent rental. Contingent rentals are based on either movement in the Consumer Price Index or operating criteria.

Lease Rental Commitments

The Group has entered into commercial leases to finance the purchase of its fleet, with lease terms between here and five years.

The Group had finance leases and hire purchase contracts for various items of plant and machinery. The Group's obligations under finance leases are secured by the lessor's title to the leased assets. Future minimum lease payments under finance leases and hire purchase contracts together with the present value of the net minimum lease payment are, as follows:

	2018 Minimum payments $'000	2018 Present value of payments $'000	2017 Minimum payments $'000	2017 Present value of payments $'000
Hire Purchase lease commitments				
Within one year	**41,819**	**37,545**	38,448	34,356
After one year but not more than five years	**77,398**	**72,680**	73,443	69,095
Total minimum lease payments	**119,217**	**110,225**	111,891	103,451
Less amounts representing finance charges	**(8,992)**	**-**	(8,440)	-
Present value of minimum lease payments	**110,225**	**110,225**	103,451	103,451

Hire purchase and finance lease commitments are disclosed in *Note 18*.

23 Contingent Liabilities

Guarantees

The Company and all its subsidiaries have interlocking guarantees in support of the Company's banking facilities with Westpac Banking Corporation ("WBC") and Commonwealth Bank of Australia ("CBA"). Details are:

- Interlocking guarantee and indemnity between WBC and the Company and its wholly-owned subsidiaries dated 23 September 2002, pursuant to which the Company and its wholly-owned subsidiaries jointly and severally guarantee to WBC the performance by the Company and its wholly-owned subsidiaries of their respective obligations under the WBC multi-currency multiple option facility agreement.
- Guarantee and indemnity between CBA and the Company and its wholly-owned subsidiaries dated 15 June 2007, pursuant to which the Company and its wholly-owned subsidiaries jointly and severally guarantee to CBA the performance by the Company and its wholly-owned subsidiaries of their respective obligations under the CBA multiple option facility agreement.

Cross guarantees given by the Company and its wholly-owned controlled entities are described in *Note 24*.

Legal claim

There are a number of minor legal actions pending against companies within the consolidated entity. Liability has not been admitted and claims will be defended. The Directors do not believe these actions will result in any significant cost to the consolidated entity.

24 Deed of Cross Guarantee

Pursuant to ASIC Corporations (Wholly-owned Companies) Instrument 2016/785 dated 17 December 2016, the wholly owned subsidiaries listed below are relieved from the Corporations Act 2001 requirements for preparation, audit and lodgement of financial reports, and Directors' reports. It is a condition of the legislative instrument that the Company and each of the subsidiaries enter into a Deed of Cross Guarantee. The effect of the Deed is that the Company guarantees to each creditor payment in full of any debt in the event of winding up of any of the subsidiaries under certain provisions of the Corporations Act 2001. If a winding up occurs under other provisions of the Act, the Company will only be liable in the event that after six months any creditor has not been paid in full. The subsidiaries have also given similar guarantees in the event that the Company is wound up.

The subsidiaries subject to the Deed are:

Reid Bros Pty Ltd
Kain & Shelton Pty Ltd
K&S Freighters Pty Ltd
K&S Group Administrative Services Pty Ltd
Kain & Shelton (Agencies) Pty Ltd
K&S Transport Management Pty Ltd
Blakistons-Gibb Pty Ltd
K&S Logistics Pty Ltd
K&S Project Services Pty Ltd
K&S Integrated Distribution Pty Ltd
Scott Corporation Pty Ltd
Bulktrans Pty Ltd
Chemtrans Pty Ltd
K&S Group Pty Ltd
DTM Holdings (No. 2) Pty Ltd
Alento Pty Ltd
DTM Holdings Pty Ltd
DTM Pty Ltd
Regal Transport Group Pty Ltd
Strategic Transport Pty Ltd
Vortex Nominees Pty Ltd
K&S Freighters Limited *
Cochrane's Transport Limited *
Hyde Park Tank Depot Pty Ltd
Energytrans Pty Ltd

* Both K&S Freighters Limited and Cochrane's Transport Limited are New Zealand entities.

A consolidated Statement of Comprehensive Income and consolidated Statement of Financial Position, comprising the Company and subsidiaries which are a party to the Deed, after eliminating all transactions between parties to the Deed of Cross Guarantee, at 30 June 2018 is set out below:

	Closed Group	
	2018 $'000	2017 $'000
Statement of Comprehensive Income		
Profit/(loss) before income tax	**24,600**	9,365
Income tax benefit/(expense)	**(7,476)**	(2,855)
Profit/(loss) after income tax	**17,124**	6,510
Retained profits at the beginning of the year	**9,597**	4,905
Transfer asset revaluation reserve	**-**	-
Dividends provided or paid	**(4,907)**	(1,818)
Retained earnings at the end of the year	**21,814**	9,597

24 Deed of Cross Guarantee

	Closed Group 2018 $'000	2017 $'000
Statement of Financial Position		
Cash	15,946	13,985
Trade and other receivables	129,741	88,572
Inventories	5,856	4,848
Prepayments	10,071	8,894
Total current assets	161,614	116,299
Other receivables	1,035	1,179
Investment in associate	398	368
Property, plant and equipment	373,552	350,998
Intangibles	6,070	6,301
Deferred tax assets	10,700	13,544
Total non-current assets	391,755	372,390
Total assets	553,369	488,689
Trade and other payables	101,859	81,664
Interest bearing loans and borrowings	37,545	34,356
Current tax liabilities	686	444
Provisions	29,539	28,833
Total current liabilities	169,629	145,297
Trade and other payables	770	-
Interest bearing loans and borrowings	108,365	88,780
Deferred tax liabilities	37,118	33,879
Provisions	16,620	15,377
Total non-current liabilities	162,873	138,036
Total liabilities	332,502	283,333
Net assets	220,867	205,356
Contributed equity	158,099	153,951
Reserves	40,954	41,808
Retained earnings	21,814	9,597
Total equity	220,867	205,356

25 Controlled Entities

Particulars in relation to controlled entities

	Class of Share	Country of Incorporation	% Equity Interest 2018	% Equity Interest 2017
Name				
K&S Corporation Limited				
Controlled Entities				
Reid Bros Pty Ltd	Ord	Australia	**100**	100
Kain & Shelton Pty Ltd	Ord	Australia	**100**	100
K&S Freighters Pty Ltd	Ord	Australia	**100**	100
K&S Group Administrative Services Pty Ltd	Ord	Australia	**100**	100
Kain & Shelton (Agencies) Pty Ltd	Ord	Australia	**100**	100
K&S Transport Management Pty Ltd	Ord	Australia	**100**	100
Blakistons-Gibb Pty Ltd	Ord	Australia	**100**	100
K&S Logistics Pty Ltd	Ord	Australia	**100**	100
K&S Integrated Distribution Pty Ltd	Ord	Australia	**100**	100
K&S Group Pty Ltd	Ord	Australia	**100**	100
DTM Holdings (No. 2) Pty Ltd	Ord	Australia	**100**	100
Alento Pty Ltd	Ord	Australia	**100**	100
DTM Holdings Pty Ltd	Ord	Australia	**100**	100
DTM Pty Ltd	Ord	Australia	**100**	100
K&S Project Services Pty Ltd	Ord	Australia	**100**	100
Regal Transport Group Pty Ltd	Ord	Australia	**100**	100
Strategic Transport Services Pty Ltd	Ord	Australia	**100**	100
Vortex Nominees Pty Ltd	Ord	Australia	**100**	100
K&S Freighters Limited	Ord	New Zealand	**100**	100
Cochrane's Transport Limited	Ord	New Zealand	**100**	100
Scott Corporation Pty Ltd	Ord	Australia	**100**	100
Bulktrans Pty Ltd	Ord	Australia	**100**	100
Chemtrans Pty Ltd	Ord	Australia	**100**	100
Hyde Park Tank Depot Pty Ltd	Ord	Australia	**100**	100
Energytrans Pty Ltd	Ord	Australia	**100**	100

26 Related Party Disclosures

DIRECTORS

The names of each person holding the position of Director of K&S Corporation Limited during the financial year and up to the date of signing the financial report are Messrs. T Johnson, L Winser, R Smith, G Walters and P Sarant.

Apart from the details disclosed in this note, no Director has entered into a material contract with the Company or the consolidated entity since the end of the previous financial year and there were no material contracts involving Directors' interests subsisting at year end.

Mr Winser has an interest as an alternate Director of several companies within the Scott Group.

Mr Johnson has an interest as a Director of AA Scott Pty Ltd.

	Purchases 2018 $	Purchases 2017 $	Sales 2018 $	Sales 2017 $
The aggregate amount of dealings with these companies during 2018 were as follows:				
AA Scott Pty. Ltd	**2,029,814**	2,051,396	**3,985**	2,037
The Border Watch Pty Ltd	**25,364**	20,269	**63,003**	779
Scott's Transport Industries Pty Ltd	**-**	273,484	**-**	601,892
Scott's Fleet Rentals Pty Ltd	**10,944,564**	3,638,706	**204,100**	1,008,100

Mr R Smith has an interest as Director of Cleanaway Waste Management Ltd. Transactions with this company during 2018 were sales of $985,045 (2017: $7,629 and purchases of $173,720 (2017: $193,907).

26 Related Party Disclosures

	Consolidated 2018 $'000	Consolidated 2017 $'000
Amounts payable to and receivable from Directors and their Director-related entities at balance date arising from these transactions were as follows:		
Current receivables (included within trade debtors)		
Scott's Fleet Rentals Pty Ltd	**87**	610
The Border Watch	**49**	-
Smart Logistics Australia Pty Limited	**1,443**	1,347
No provision for doubtful debts has been recognised in respect of these balances as they are considered recoverable.		
Current payables (included within trade payables)		
Cleanaway Waste Management Ltd	**21**	7
AA Scott Pty Ltd	**261**	127
The Border Watch	**3**	-
Smart Logistics Australia Pty Limited	**16**	2
Scott's Fleet Rentals Pty Ltd	**1,006**	61

Wholly-owned Group

Details of interests in wholly-owned controlled entities are set out at *Note 25*.

	Parent 2018 $'000	Parent 2017 $'000
Details of dealings with these entities are set out below:		
Balances with entities within the wholly-owned group		
The aggregate amounts receivable from, and payable to, wholly-owned controlled entities by the Company at balance date:		
Receivables		
– Current	**101,807**	79,751
– Non-current	**17,961**	17,961
	119,768	97,712

Terms and conditions of transactions within the wholly-owned group

Sales to and purchases from within the wholly-owned group are made at arm's length. Terms and conditions of the tax funding agreement are set out in *Note 6*. Outstanding balances at year-end are unsecured and interest free.

26 Related Party Disclosures

	Consolidated 2018	2017
DIRECTORS' SHARE TRANSACTIONS		
Shareholdings		
Aggregate number of shares held by Directors and their Director-related entities at balance date:		
– Ordinary shares	**1,812,187**	1,775,888
– Preference shares	**-**	-
All share transactions were with the parent Company, K&S Corporation Limited.		

	2018 $'000	2017 $'000
Dividends		
Aggregate amount of dividends paid in respect of shares held by Directors or their Director-related entities during the year:		
– Ordinary shares	**36**	27
– Preference shares	**-**	-
Directors' transactions in shares and share options		
Purchases of shares by Directors and Director-related entities are set out in the Directors' Report.		
Ultimate parent entity		
The immediate parent entity and ultimate controlling entity of K&S Corporation Ltd is AA Scott Pty Ltd, a company incorporated in South Australia.		

27 Key Management Personnel

a) Details of Key Management Personnel

i) Directors

Mr T Johnson	Non-Executive Chairman
Mr R Smith	Non-Executive
Mr L Winser	Non-Executive
Mr G Walters	Non-Executive
Mr P Sarant	Managing Director

ii) Executives

Mr B Walsh	Chief Financial Officer
Mr C Bright	General Counsel & Company Secretary
Mr S Hine	Executive General Manager Business Development

	Consolidated 2018 $	2017 $
b) Compensation for Key Management Personnel		
Short-term	**2,017,293**	1,880,038
Long-term	**30,388**	28,871
Termination payments	**-**	-
Post employment	**139,268**	157,771
	2,186,949	2,066,680

28 Events Subsequent to Balance Date

No matters have arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors of the Company, to affect significantly the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

Currently negotiations are continuing with our former rail provider, Aurizon, for the resolution of claims made against it by K&S in regards to the closure of Aurizon's intermodal business.

29 Business Combinations

Acquisitions during the period ended 30 June 2018

There were no acquisitions made in 2018.

Acquisitions during the period ended 30 June 2017

On 30 January 2017, Scott's Transport Industries (STI) Pty Ltd was merged into K&S Corporation Limited via the transfer of certain assets into K&S Corporation's subsidiary, K&S Freighters Pty Ltd. Under the agreement, STI transferred to K&S Freighters its rights and entitlements under its customer contracts and K&S Freighters made offers of employment to transferring employees of STI, also recognising prior periods of service and the value of accured leave entitlements.

As this transaction involved entities under common control, the Directors have elected for the respective assets and liabilities of STI to be recognised at book value as at 30 January 2017 in the accounts of K&S Corporation Limited. This approach will not give rise to any goodwill on consolidation within the K&S Group or a gain/loss on the transaction, rather this approach resulted in the recognition of a Common Control Reserve within equity of the K&S Corporation Limited consolidated financial statements.

STI was established more than 60 years ago by the late Allan Scott AO and is recognised as one of Australia's largest privately owned transport companies. STI operates a general freight and fuel cartage division, having several blue chip customers within the manufacturing, Fast Moving Consumer Goods and fuel sectors. K&S Corporation views this as an excellent opportunity to further expand its K&S Energy division through increased fuel cartage operations and provide additional volume and competitiveness in its existing intermodal and contract logistics divisions.

K&S took on the employees and their related employee entitlements. The following payments were received by K&S in relation to the employees:

	Book value recognised on acquisition $'000
Assets	
Cash	1,675
Customer contracts	-
	1,675
Liabilities	
Employee entitlements	1,807
	1,807
Common control reserve arising on merger	**132**
Purchase consideration transferred	**-**

From the date of merger, STI has contributed $45,783,399 of revenue and $1,248,710 to the profit before tax from continuing operations of the Group.

Transaction costs of $60,000 have been expensed and are included in other expenses in the statement of profit or loss and are part of operating cash flows in the statement of cash flows.

	Consolidated 2018 $	Consolidated 2017 $
30 Auditor's Remuneration		
The auditor of K&S Corporation Limited is Ernst & Young.		
Audit services:		
Audit and review of the statutory financial reports	**197,400**	186,000
	197,400	186,000
Other services:		
Tax software implementation	**-**	14,911
AASB 15/16 Technical workshop	**6,500**	-
	6,500	14,911

	Parent 2018 $	Parent 2017 $
31 Parent Entity Information		
Current assets	**101,158**	79,751
Total assets	**199,215**	180,629
Current liabilities	**(3,340)**	-
Total liabilities	**(32,840)**	(13,492)
Issued capital	**158,099**	153,951
Asset revaluation reserve	**161**	161
Retained earnings	**8,115**	13,025
Total Shareholders' equity	**166,375**	167,137
Profit after tax of the parent entity	**(3,764)**	(5,502)
Total comprehensive income of the parent entity	**(3,764)**	(5,502)

Guarantees

Cross guarantees given by the Company and its wholly-owned controlled entities are described in *Note 24*.

Contingent liabilities

Contingent liabilities of the Company and its wholly-owned controlled entities are outlined in *Note 23*.

directors' DECLARATION

FOR THE YEAR ENDED 30 JUNE 2018

In accordance with a resolution of the Directors of K&S Corporation Limited, we state that:

In the opinion of the Directors:

a) the financial report of the Company and of the consolidated entity is in accordance with the *Corporations Act 2001*, including:

i) giving a true and fair view of the Company's financial position as at 30 June 2018 and of its performance for the year ended on that date; and

ii) complying with Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*.

b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in *Note 2 (b)*.

c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

d) this declaration has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the *Corporations Act 2001* for the financial period ending 30 June 2018.

e) as at the date of this declaration, there are reasonable grounds to believe that the members of the Closed Group identified in *Note 24* will be able to meet any obligations or liabilities to which they are or may become subject to, by virtue of the Deed of Cross Guarantee.

Dated at Melbourne this 23rd day of August 2018.

On behalf of the Board:

A J Johnson

Tony Johnson
Chairman

Paul Sarant

Paul Sarant
Managing Director

auditor's independence DECLARATION

TO THE DIRECTORS OF K&S CORPORATION LIMITED

Ernst & Young
121 King William Street
Adelaide SA 5000 Australia
GPO Box 1271 Adelaide SA 5001

Tel: +61 8 8417 1600
Fax: +61 8 8417 1775
ey.com/au

As lead auditor for the audit of K&S Corporation Limited for the financial year ended 30 June 2018, I declare to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of K&S Corporation Limited and the entities it controlled during the financial year.

Ernst & Young

David Sanders
Partner

Adelaide
23 August 2018

independent auditor's REPORT

TO THE MEMBERS OF K&S CORPORATION LIMITED

EY
Building a better working world

Ernst & Young
121 King William Street
Adelaide SA 5000 Australia
GPO Box 1271 Adelaide SA 5001

Tel: +61 8 8417 1600
Fax: +61 8 8417 1775
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Report on the Audit of the Financial Report

Opinion

We have audited the financial report of K&S Corporation Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 30 June 2018, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

a giving a true and fair view of the consolidated financial position of the Group as at 30 June 2018 and of its consolidated financial performance for the year ended on that date; and

b complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

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

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report.

independent auditor's REPORT

TO THE MEMBERS OF K&S CORPORATION LIMITED

Report on the Audit of the Financial Report

The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

Impairment assessment of intangible assets and property, plant and equipment

Why significant	How our audit addressed the key audit matter
As at 30 June 2018, the value of the Group's net assets exceeded its market capitalisation. This was considered by the Group to be an indicator of impairment. An impairment assessment of intangible assets and property, plant and equipment was carried out by the Group as disclosed in *Note 16* of the financial report. This required the Group to apply judgment around, forecast cash flows, long term growth rates, the allocation of corporate costs to the Groups cash generating units (CGUs) and the application of an appropriate discount rate. Given the uncertainty involved in the forecast of future results used in the impairment assessment, we considered this to be a key audit matter. No impairment was recorded following the impairment assessment.	We assessed the appropriateness of the key assumptions used by the Group in their impairment testing model. Specifically, we assessed the cash flow projections, discount rate, perpetuity growth rates and sensitivities used, with the assistance of our valuation specialists where appropriate. We considered external market data and assessed the historical accuracy of the Group's forecasting and ensured that the forecast cash flows were consistent with the most recent board-approved cash flow forecasts. We also assessed the adequacy of the disclosures associated with the impairment assessment.

Information Other Than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 2018 Annual Report other than the financial report and our auditor's report thereon. We obtained the Directors' Report and the Corporate Governance Statement that are to be included in the Annual Report, prior to the date of this auditor's report, and we expect to obtain the remaining sections of the Annual Report after the date of this auditor's report.

Our opinion on the financial report does not cover the other information and we do not and will not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

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

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

Auditor's Responsibilities for the Audit of the Financial Report

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

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in *pages 23 to 32* of the directors' report for the year ended 30 June 2018.

In our opinion, the Remuneration Report of K&S Corporation Limited for the year ended 30 June 2018, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Ernst & Young

David Sanders
Partner

Adelaide
23 August 2018

information on SHAREHOLDINGS

INFORMATION RELATING TO SECURITY HOLDERS AS AT 6 SEPTEMBER 2018

DISTRIBUTION OF SHAREHOLDINGS

Ordinary Shares	Number of Shareholders
1-1,000 Shares	424
1,001 - 5,000 Shares	772
5,001 - 10,000 Shares	282
10,001 - 100,000 Shares	374
100,001 and more Shares	46
	1,898

169 shareholders hold less than a marketable parcel (348 shares).

TWENTY LARGEST SHAREHOLDERS

	Name	Number of Ordinary Shares Held	%
1	AA Scott Pty Ltd	74,434,913	59.77
2	Linfox Australia Pty Ltd	15,729,194	12.63
3	Bell Potter Nominees Ltd <BB Nominees A/C>	4,929,800	3.96
4	Ascot Media Investments Pty Ltd	2,460,727	1.98
5	Zena Winser Pty Ltd <The Zena A/C>	1,757,147	1.41
6	Oakcroft Nominees Pty Ltd <Oakcroft Super Fund A/C>	1,204,958	0.97
7	Mr Eric Joseph Roughana	700,000	0.56
8	Mr Barry William Page & Mrs Janice Mary Page <Ardmore Super Fund A/C>	664,946	0.53
9	Winscott Investments Pty Ltd	642,044	0.52
10	Citicorp Nominees Pty Limited	531,292	0.43
11	Tirroki Pty Ltd <AF Johnson Super Fund A/C>	522,232	0.42
12	Kailva Pty Ltd <Superannuation A/C>	400,000	0.32
13	Dixson Trust Pty Ltd	364,430	0.29
14	Collins Rural Superfund Pty Ltd <Collins Family S/F A/C>	355,343	0.29
15	Mr Anthony Victor King & Ms Elina Maria King <King S/F A/C>	350,000	0.28
16	Arcav Air Pty Ltd	310,958	0.25
17	Mr Adrian Keith Crook & Mrs Samantha Jane Crook <Pacific Group Inv Share A/C>	300,000	0.24
18	Maine Pty Ltd <George Sabadin Family A/C>	282,457	0.23
19	Ray Scott Private Pty Ltd <Ray Scott Private A/C>	271,543	0.22
20	Mrs Edna Grace Scott	241,925	0.19
		106,453,909	85.40

AA Scott Pty Limited is the registered holder of all the 6% Non Redeemable Cumulative Preference Shares, participating to 8%.

The 20 largest Shareholders hold 85.40% of the ordinary shares of the Company, and 100% of the preference shares.

The following is an extract from the Company's Register of Substantial Shareholders as at 14 September 2018:

	Number	% of Class
AA Scott Pty Ltd & Associated Companies	78,386,034	64.67
Linfox Australia Pty Ltd	19,780,245	16.05

VOTING RIGHTS

The voting rights are as follows:

Preference Shares:	Nil
Ordinary Shares:	1 vote per share

corporate DIRECTORY

HEAD OFFICE

591 Boundary Road
Truganina Victoria 3029
Phone: (03) 8744 3500
Facsimile: (03) 8744 3599

REGISTERED OFFICE

141-147 Jubilee Highway West
Mount Gambier
South Australia 5290
Phone: (08) 8721 1700
Facsimile: (08) 8721 1799

STOCK EXCHANGE

The Company is on the official list of the Australian Stock Exchange Limited. The Company's Home Exchange is Australian Stock Exchange (Adelaide) Limited.

SHARE REGISTRY

c/o Computershare Investor Services Pty Ltd
Level 5, 115 Grenfell Street
Adelaide, South Australia 5000
Phone: (08) 8236 2300
Facsimile: (08) 9473 2102

GPO Box 1903
Adelaide SA 5001

Enquiries within Australia:
1300 556 161

Enquiries outside Australia:
61 3 9415 5000

Email:
web.queries@computershare.com.au

Website: www.computershare.com

WEBSITE

www.ksgroup.com.au

OPERATIONS

INTERMODAL/BULK

Melbourne
591 Boundary Road
Truganina VIC 3029
Phone: (03) 8744 3700

Portland
53 Fitzgerald Street
Portland VIC 3305
Phone: (03) 5523 4144

Geelong
325 Thompson Road
North Geelong VIC 3215
Phone: (03) 5278 5777

Ballarat
c/o Laminex Industries
16 Trewin Street
Wendouree VIC 3355
Phone: (03) 5338 1710

Kyabram
39 McCormick Road
Kyabram VIC 3620
Phone: (03) 5852 1011

Sydney
1 Hope Street
Enfield NSW 2136
Phone: (02) 9735 2400

Appin
West Cliff Colliery Weighbridge
Wedderburn Road
Wedderburn NSW 2560
Phone: (02) 4640 4109

Port Kembla
Cnr King & Wattle Streets
Port Kembla NSW 2505
Phone: (02) 4267 9200

Brisbane
34 Postle Street
Coopers Plains QLD 4108
Phone: (07) 3137 4400

Bundaberg
Old Quanaba Mill, Grange Road
Bundaberg QLD 4670
Phone: (07) 4159 2150

Roseneath
2-6 Curley Circuit
Roseneath QLD 4811
Phone: (07) 4721 7700

Perth
Lot 1 Kewdale Freight Precinct
Off Fenton Street
Kewdale WA 6105
Phone: (08) 6466 6600

Bunbury
91 Moore Road
Dardanup WA 6236
Phone: (08) 9725 4400

Adelaide
30-32 Francis Street
Port Adelaide SA 5015
Phone:(08) 7224 5400

Mount Gambier
209 Jubilee Highway West
Mount Gambier SA 5290
Phone: (08) 8721 1700

Alice Springs
196 North Stuart Highway
Alice Springs NT 0870
Phone: (08) 8952 6422

Darwin
8 College Road
Darwin NT 0828
Phone: (08) 8984 4922

New Zealand

Cambridge
3847 Te Awamutu Road
Cambridge NZ
Phone: (07) 827 6002

Mount Maunganui
35 Portside Drive
Mount Maunganui NZ
Phone: (07) 575 8265

Auckland
4 Tinley Street, Auckland NZ
Phone: (09) 307 0061

Christchurch
40 Braeburn Drive,
Christchurch NZ
Phone: (03) 344 0171

DTM

Sydney
2 Hope Street
Enfield NSW 2136
Phone: (02) 9735 2300

Melbourne
591 Boundary Road
Truganina VIC 3029
Phone: (03) 8744 3509

Adelaide
30-32 Francis Street
Port Adelaide SA 5015
Phone: (08) 7224 5480

Brisbane
34 Postle Street,
Coopers Plains QLD 4108
Phone: (07) 3137 4400

Perth
Lot 1 Kewdale Freight Precinct
Off Fenton Street
Kewdale WA 6105
Phone: (08) 6466 6646

Regal Transport

Perth
160 Lakes Road
Hazelmere WA 6055
Phone: (08) 9376 9600

Broome
18 McDaniel Road
Broome WA 6725
Phone: (08) 9192 6599

Carnarvon
9 Bassett Way
Carnarvon WA 6701
Mobile: 0428 663 469

Derby
23 Rodgers Street
Derby WA 6728
Phone: (08) 9193 1771

Karratha
Lot 1102 Mooligunn Road
Karratha WA 6725
Phone: (08) 9144 1151

Kununurra
597 Weaber Plain Road
Kununurra WA 6743
Phone: (08) 9169 3333

Newman
Lot 1583 Woodstock Street
Newman WA 6753
Phone: (08) 9175 2300

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Cnr King & Wattle Streets
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40 Graham Road
Mount Gambier SA 5290
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Millicent
Cnr Williams & Mt Gambier Roads
Millicent SA 5280
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Aero Refuellers

ALBURY
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ENFIELD
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K&S CORPORATION LIMITED

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