28 February 2018

Company Announcements
For Immediate Release
ASX Code: AMA

APPENDIX 4D AND INTERIM FINANCIAL REPORT

In accordance with the ASX Listing Rules, AMA Group Limited encloses for immediate release the following information:

1. Appendix 4D; and
2. Interim Financial Report for the half year ended 31 December 2017.

If you have a query about any matter covered by this announcement, please contact Mr Ray Malone.

Ends.

AMA Group Limited (ABN 50 113 883 560)
Level 7, 420 Collins Street, Melbourne Victoria 3000
www.amagroupltd.com
Tel: + 61 7 3897 5780 Fax + 61 7 3283 1168

The following information is presented in accordance with ASX Listing Rule 4.2A.3.

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

Current reporting period	- the half year ended 31 December 2017
Previous corresponding period	- the half year ended 31 December 2016

2. Results for announcement to the market

	Half year ended	31 Dec 2017	31 Dec 2016	Increase / (Decrease)	
		$'000	$'000	$'000	%
2.1	Revenues from continuing operations (including joint venture profit share)	228,356	179,252	49,104	27.4
	Earnings before interest, tax depreciation and amortization from continuing operations	20,623	18,357	2,266	12.3
	Normalized earnings before interest, tax depreciation and amortization from continuing operations	26,201	20,557	5,644	27.5
2.2	Profit before tax from continuing operations attributable to members	12,272	12,176	96	0.8
2.3	Net profit for the period attributable to members	7,660	8,549	(889)	(10.4)

	Dividends (distributions)	Amount per security Cents Per Share	Franking amount per security	Conduit foreign income per security
2.4	FY 18 Interim	0.5	100%	Nil

2.5 Record date for determining entitlements to the dividend

30 April 2018

2.6 Commentary on "Results for Announcement to the Market"

A brief explanation of any of the figures in 2.1 to 2.4 above, necessary to enable the figures to be understood, is contained in the attached Interim Financial Report for the Half Year ended 31 December 2017.

3. Net Tangible Assets per Security

Half year ended	31 Dec 2017	31 Dec 2016	Increase / (Decrease)	
	cents	cents	cents	%
Net tangible assets per security	(1.27)	(1.00)	(0.27)	(27.0)

4. Details of entities over which control has been gained or lost during the period.

Name of entity	Date acquired	Contribution to profit from ordinary activities 31 Dec 2017 $'000	31 Dec 2016 $'000
Carmax Australia Pty Ltd	6 Oct 2017	-	-

During the period, control was not lost over any entity.

5. Details of individual and total dividends or distributions and dividend or distribution payments.

Type	Record Date	Payment Date	Amount per Security	Total Dividend ($)	Franked amount per security	Conduit foreign income per security
FY17 Final	15 Sep 2017	31 Oct 2017	2.00	9,786,121	100.0%	Nil

6. Details of any dividend distribution reinvestment plans.

Not Applicable.

7. Details of any associates and joint venture entities

Name of entity	Ownership 31 Dec 2017 %	Ownership 31 Dec 2016 %	Contribution to profit from ordinary activities 31 Dec 2017 $'000	31 Dec 2016 $'000
Automotive Solutions Group	31.3	-	(1,372)	-

8. Foreign Entities, Accounting Standards used in compiling the report

Not Applicable.

9. Audit / Review of Accounts upon which this report is based and qualification of audit / review

The Interim Financial Report has been subject to review and is not subject to any dispute or qualification.

AMA GROUP LIMITED
ACN 113 883 560

Interim Financial Report for the Half Year Ended 31 December 2017

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Your Directors submit the consolidated interim financial statements of AMA Group Limited ("AMA" or the "Company") and its controlled entities (the "Group") for the half year ended 31 December 2017. In order to comply with the provisions of the *Corporations Act 2001*, the Directors report as follows:

DIRECTORS AND OFFICERS

The names and particulars of the Directors and Company Secretaries of the Company in office at any time during or since the end of the period are as follows:

Mr Raymond Malone	Chairman and Executive Director
Mr Brian Austin	Non-Executive Director
Mr Andrew Hopkins	Executive Director
Mr Leath Nicholson	Non-Executive Director
Mr Hugh Robertson	Non-Executive Director
Mr Ray Smith-Roberts	Executive Director
Ms Terri Bakos	Company Secretary

REVIEW AND RESULTS OF OPERATIONS

Principal Activities

The principal activity of the Group is the operation and development of complementary businesses in the automotive aftercare market. It focuses on the wholesale vehicle aftercare and accessories sector, including vehicle panel repair, vehicle protection products & accessories, automotive electrical & cable accessories and automotive component remanufacturing.

Achievements

AMA has achieved a number of important milestones in this reporting period:

- The Vehicle Panel Repair division acquired 10 new businesses and executed 4 "greenfield" contracts in the 6 month period. This acquisition program continues with 7 more businesses acquired subsequent to 31 December 2017. The network now consists of 106 shops;
- On 1 December 2017, the Vehicle Protection Products division acquired the business CSM Service Bodies and has now broadened its product offering to include manufacturing Ute/Commercial Accessories;
- FluidDrive completed the integration of the ASNU business into its operating platforms; and
- The on market bid for Automotive Solutions Group Limited ("ASGL") closed on 7 July 2017 with the Group owning 31.3% of the Issued capital. On 17 November 2017, AMA made an off market conditional bid for all of the issued capital of ASGL. When this was finalised in January 2018, the Company had acquired 100% of ASGL. Significant work is now being undertaken to integrate the operations of ASGL into the Automotive Accessories and Components Divisions.

The directors continue to be proud of the team's achievements which emphasise the Board's strategy to expand our business, take advantage of Industry consolidation whilst ensuring shareholder value and returns are given appropriate focus.

REVIEW AND RESULTS OF OPERATIONS cont..

Shareholder Returns

During this reporting period, shareholder returns were impacted by several key matters:

- The share price for AMA shares has increased from 97.00 cents per share at 30 June 2017 to 114.50 cents at 27 February 2018; an increase of 18.0%.
- In October 2017, AMA paid the FY2017 final dividend of 2.00 cents per share fully franked at 30%; bringing the full year dividend to be 2.50 cents per share (fully franked). This was an increase of 13.6% over the dividend paid in 2016.

Upon finalising the interim financial report, the Directors are pleased to announce they have decided to declare an interim dividend, fully franked, of 0.5 cents per share with a record date of 30 April 2018 and a payment date of 15 June 2018.

Operating Results

The Board believe that the strong financial performance of AMA in the reporting period reflects the ongoing outcomes of strategic direction previously outlined. The investments we have made have resulted in a significant increase in the scale and scope of our businesses. Whilst challenging market conditions persisted across most of AMA's business segments, the results are in line with the directors' expectations, which show a substantial increase in the Group's operating result.

Reported earnings before interest, tax, depreciation and amortisation ("EBITDA") has increased from $18.357 million to $20.623 million; a 12.3% increase. Adjusting this result for the impact of abnormal items normalised EBITDA has increased to $26.201 million; an increase of 27.5%.

	2017 $'000	**2016 $'000**
Reported EBITDA	20,623	18,357
Employee equity plan expense	368	192
Business acquisition costs	899	453
Site integrations	500	300
Site closures and make good	100	175
Redundancies	95	379
IP Litigation	-	350
Greenfield Start Up costs	2,250	250
Borrowing establishment costs	-	101
Blackstone Private Equity Due Diligence costs	916	-
IT Roll Out	450	-
Normalised EBITDA	26,201	20,557

REVIEW AND RESULTS OF OPERATIONS cont..

Our key business operations continue to deliver positive results:

- Vehicle Panel Repair has delivered significant revenue growth with the acquisition program continuing.
- Vehicle Protection Products & Accessories continued to reap the benefits of the site integration project through production efficiencies and have increased resource in Product Development seeking to release products to suit new or updated vehicle models each month.
- Automotive Electrical & Cable Accessories has performed well in a difficult market with quality revenue and margin growth.
- The Automotive Component Remanufacturing which now comprises the FluidDrive and ASNU operations has continued to grow its results from the continued application of management strategies.

The Group's net profit before tax from continuing operations, for the six month period, increased to $12.403 million. This result was impacted by the large non-cash abnormal items identified above as well as the inclusion of the Group's share in the operating result of ASGL. Excluding these abnormal items the Group's normalised net profit before tax from continuing operations would have been $19.352 million; an increase of 30.6% over the prior comparative period.

Cash Flow

Underlying cash flow generated from earnings and net cash flows from operating activities has been strong. Below is a table that reconciles between the two results.

	2017 $'000	**2016 $'000**
Reported EBITDA	20,623	18,357
Interest paid	(188)	(82)
Deferred income amortisation	(3,525)	(2,396)
Equity issued as employment condition	368	218
Other non-cash items	(913)	(414)
Pre Tax Cash Earnings	16,365	15,683
Income tax paid	(5,466)	(5,020)
Market investment incentive receipt	-	-
Repayment of paint rebate	-	(5,433)
Normalisation of working capital for acquisitions	-	(1,981)
Other working capital movement	293	(984)
Net cash flows used in operating activities	11,192	2,265

Adjusting the pre-tax Cash Earnings of $16.365 million for the non-cash effect of the normalisation adjustments this measure increases to $21.574 million; up 22.0% over the prior comparative period.

As expected AMA's operating cash flows have not been impacted by the repayment of supplier prebates and the adoption of normal purchasing terms for businesses acquired that affected the prior comparative period.

The current year's Investing cash flows reflects the business acquisitions undertaken and the capital expenditure relating to the increased investment in "greenfield" operations as well as the ongoing needs of the business. The loan to and the completion of the on market bid for ASGL also resulted in the increased outflow in Other Investments.

The continued capital investment programme required the Company to continue to draw down on its debt facilities to ensure it had sufficient cash reserves. As such the Group had a debt balance of approximately $24.0 million at period end.

REVIEW AND RESULTS OF OPERATIONS cont..

Financial Position

The gearing ratio has risen slightly from 5.4% at June 2017 to 8.4%. While the Company's market capitalisation and the amount owing on deferred vendor consideration has increased the major contributor to this increased gearing ratio has been the increase in debt borrowings. Even so the Directors believe that the Group is conservatively geared and that the Group has sufficient capital resources, including the debt facility, which had $16.5 million undrawn at balance date.

This capital base has enabled the Group to continue to undertake the acquisition programme which has resulted in an increased asset base; albeit most of this growth is in intangibles reflecting the service industry businesses we have acquired. As such the Net Tangible Assets per share has decreased to negative 1.27 cents per share.

The Future

The Directors believe that the strong financial performance of AMA in the current reporting period reflects the ongoing outcomes of the previously outlined strategic direction. The investments made have resulted in a significant increase in the scale and scope of our operations. Whilst challenging market conditions have persisted across most of the Group's business segments, the results are in line with the Directors' expectations, which show a substantial increase in the Group's operating revenue and EBITDA over the past three years.

Whilst the economic outlook and market conditions across some business segments are likely to remain challenging, AMA believes that its continued application of key management strategies combined with its acquisition strategy will continue to boost future earnings.

The Board believe that there are still substantial growth opportunities presenting to our key business divisions. The consolidation of the Vehicle Panel Repair industry continues and Management are actively involved in negotiating the acquisition of existing businesses and new "greenfield" sites. The acquisition of further businesses will provide further scale to our operations.

SUBSEQUENT EVENTS

Subsequent to 31 December, the Vehicle Panel Repair division opened 2 "Greenfields" (being RPM Narellan and Gemini Sunshine) and purchased another 7 businesses:

- Craig Hall Bodyworks in the Australian Capital Territory; and
- Bears Auto Hospital (6 shops trading in Bathurst, Orange, Corrimal, Helensburgh, Albion Park and Wollongong, New South Wales)

This brings the Group's network to 106 vehicle repair shops.

On 17 November 2017, AMA made an off market conditional bid for all of the issued capital of ASGL. At that date the Company held 31.3%. Subsequent to 31 December 2017, having received the required number of acceptances, AMA concluded the takeover bid and compulsorily acquired the balance of shares. AMA has therefore now 100% of the issued capital of ASGL.

On 7 February 2018, this Company's Facility Agreement with the National Australia Bank was amended to now include:

- a $60 million facility, with a tenure until 31 August 2019, to assist in funding acquisitions and general corporate needs;
- a $6.5 million lease facility to assist with the purchase of capital equipment;
- a $6.0 million bank guarantee facility to assist with securing property rental leases; and
- a $0.4 million letter of credit facility.

The Facility is secured by a fixed and floating charge over all of the assets of the Company and its wholly owned subsidiaries and is subject to standard covenants.

On 29 January 2018, AMA Group Limited confirmed that it has received a confidential, non-binding, conditional, indicative proposal from Blackstone Private Equity in relation to AMA's Panel business. This indicative proposal values the Panel business at $530 million on a cash free, debt free basis and is subject to numerous conditions including completion of satisfactory due diligence and internal approvals by Blackstone, and agreed transaction structure and documentation.

There is no certainty that a transaction with Blackstone or any other party will eventuate or of the nature of any such transaction.

AMA will continue to inform shareholders and the market in accordance with its continuous disclosure obligations.

On 28 February 2017, the Directors declared an interim dividend, fully franked of 0.5 cents per security with a record date of 30 April 2018 and a payment date of 15 June 2018.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration, as required under Section 307C of the *Corporations Act*, in relation to the review for the half year ended 31 December 2017, is provided with this report.

ROUNDING OF AMOUNTS

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191, issued by the Australian Securities & Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and Interim Financial Report. Amounts in the Directors' Report and the Interim Financial Report have been rounded off in accordance with that Instrument to the nearest thousand dollars, unless otherwise indicated.

Signed in accordance with a resolution of the Board of Directors.

Director

28 February 2018

ShineWing Australia
Accountants and Advisors
Level 10, 530 Collins Street
Melbourne VIC 3000
T +61 3 8635 1800
F +61 3 8102 3400
shinewing.com.au

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the directors of AMA Group Limited

I declare that, to the best of my knowledge and belief, during the half year ended 31 December 2017 there has been:

(i) No contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit, and

(ii) No contraventions of any applicable code of professional conduct in relation to the audit.

ShineWing Australia

ShineWing Australia
Chartered Accountants

Nick Michael
Partner

Melbourne, 28 February 2018

	Notes	31 Dec 2017 $'000	31 Dec 2016 $'000
Revenue from continuing operations	3	228,356	179,252
Raw materials and consumables used		(99,501)	(75,636)
Employment benefits expense		(84,403)	(65,412)
Occupancy expense		(14,598)	(12,105)
Professional services expense		(3,237)	(2,201)
Travel and motor vehicle expense		(1,960)	(1,491)
Advertising and marketing expense		(900)	(1,265)
Information technology		(817)	(646)
Communication expense		(480)	(427)
Insurance expense		(330)	(423)
Other expense		(1,507)	(1,289)
Earnings before interest, tax, depreciation, amortisation and impairment expense (EBITDA)		20,623	18,357
Depreciation, amortisation and impairment expense	4	(6,142)	(5,405)
Earnings before interest and tax (EBIT)		14,481	12,952
Finance costs		(188)	(82)
Share of associates' net profit accounted using the equity method		(1,372)	-
Profit from continuing operations before fair value adjustments		12,921	12,870
Fair value adjustments		(518)	(550)
Profit (loss) before income tax from continuing operations		12,403	12,320
Profit (loss) before tax from discontinued operations		-	-
Profit (loss) before income tax		12,403	12,320
Income tax benefit / (expense)		(4,652)	(3,704)
Net profit (loss)		7,751	8,616
Profit (loss) attributable to			
Members of AMA Group Limited		7,660	8,549
Non-controlling interests		91	67
		7,751	8,616
Earnings per Share		**Cents**	**Cents**
From continuing operations			
Basic earnings per share	12	1.48	1.71
Diluted earnings per share	12	1.42	1.65
From continuing and discontinuing operations			
Basic earnings per share	12	1.48	1.71
Diluted earnings per share	12	1.42	1.65

The above consolidated income statement is to be read in conjunction with the attached notes.

	Notes	31 Dec 2017 $'000	31 Dec 2016 $'000
Net profit (loss)		7,751	8,616
Other Comprehensive Income			
Items that may be reclassified to profit or loss			
Exchange differences on translation of foreign operations		(32)	9
Items that will not be reclassified to profit or loss			
Other comprehensive income, net of tax		(32)	9
Total comprehensive income, net of tax		7,719	8,625
Total comprehensive income attributable to:			
Members of AMA Group Limited		7,628	8,558
Non-controlling interests		91	67
		7,719	8,625

The above consolidated statement of comprehensive income is to be read in conjunction with the attached notes.

	Notes	31 Dec 2017 $'000	30 Jun 2017 $'000
Current assets			
Cash and cash equivalents		5,524	14,723
Trade and other receivables		31,778	34,965
Inventories		20,709	19,213
Other current assets		4,010	3,701
Total current assets		62,021	72,602
Non-current assets			
Property, plant and equipment	5	52,549	45,944
Intangible assets	6	164,976	159,103
Deferred tax assets		7,130	7,205
Investments	7	3,700	3,932
Other non-current assets	7	7,715	3,610
Total non-current assets		236,070	219,794
Total assets		298,091	292,396
Current liabilities			
Trade and other payables		45,832	49,662
Borrowings	8	485	13,597
Income tax payable		57	458
Provisions		14,787	11,590
Other current liabilities	9	12,935	13,933
Total current liabilities		74,096	89,240
Non-current liabilities			
Borrowings	8	23,557	100
Deferred tax liability		2,490	3,509
Provisions		5,619	6,469
Other liabilities	9	29,393	30,223
Total non-current liabilities		61,059	40,301
Total liabilities		135,155	129,541
Net assets		162,936	162,855
Equity			
Contributed equity	10	183,840	181,691
Reserves		3,021	3,054
Retained earnings (deficit)		(24,248)	(22,122)
Total parent entity interest		162,613	162,623
Non – controlling interest		323	232
Total equity		162,936	162,855

The above consolidated statement of financial position is to be read in conjunction with the attached notes.

	Notes	Equity $'000	Reserves $'000	Retained Earnings $'000	Total $'000	Non Control Interest $'000	Total $'000
At 1 July 2016		172,149	3,059	(28,855)	146,353	197	146,550
Profit for the period		-	-	8,549	8,549	67	8,616
Other comprehensive income		-	9	-	9	-	9
Total comprehensive income for the period		-	9	8,549	8,558	67	8,625
Transactions with owners in their capacity as owners:							
Non-controlling interest		-	-	-	-	8	8
Shares issued, net of costs		393	-	-	393	-	393
Dividends recognised	11	-	-	(8,044)	(8,044)	(196)	(8,240)
		393	-	(8,044)	(7,651)	(188)	(7,839)
As at 31 December 2016		172,542	3,068	(28,350)	147,260	76	147,336
At 1 July 2017		181,691	3,054	(22,122)	162,623	232	162,855
Profit for the period		-	-	7,660	7,660	91	7,751
Other comprehensive income		-	(33)	-	(33)	-	(33)
Total comprehensive income for the period		-	(33)	7,660	7,627	91	7,718
Transactions with owners in their capacity as owners:							
Non-controlling interest		-	-	-	-	-	-
Shares issued, net of costs	10	2,149	-	-	2,149	-	2,149
Dividends recognised	11	-	-	(9,786)	(9,786)	-	(9,786)
		2,149	-	(9,786)	(7,637)	-	(7,637)
As at 31 December 2017		183,840	3,021	(24,248)	162,613	323	162,936

The above consolidated statement of changes in equity is to be read in conjunction with the attached notes.

	Notes	31 Dec 2017 $'000	31 Dec 2016 $'000
Cash flows from operating activities			
Receipts from customers		228,870	173,317
Payments to suppliers and employees		(212,097)	(166,024)
Interest received		73	74
Interest and other costs of finance paid		(188)	(82)
Income taxes paid		(5,466)	(5,020)
Other		-	-
Net cash flows used in operating activities		11,192	2,265
Cash flows from investing activities			
Proceeds from sale of property plant and equipment		59	82
Payments for purchases of property plant and equipment		(6,107)	(5,827)
Payments for intangible assets		(15)	-
Payments for purchases of businesses, net of cash acquired		(9,528)	(2,648)
Loans		(5,313)	(70)
Net cash flows (used in) / provided by investing activities		(20,904)	(8,463)
Cash flows from financing activities			
Equity raised		(32)	-
Proceeds from borrowings		14,000	-
Repayment of borrowings		(3,655)	(472)
Dividends paid to AMA Shareholders	11	(9,786)	(8,044)
Dividends paid to Outside Equity Interests		-	(196)
Proceeds (payments) for financing discontinued operations		-	-
Net cash flows (used in) / provided by financing activities		527	(8,712)
Net (decrease) / increase in cash and cash equivalents		(9,185)	(14,910)
Cash and cash equivalents, at beginning of period		14,723	22,888
Effects of exchange changes on the balances held in foreign currencies		(14)	9
Cash and cash equivalents, at the end of period		5,524	7,987

The above consolidated statement of cash flows is to be read in conjunction with the attached notes.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation and accounting policies

This general purpose interim financial report for the half year ended 31 December 2017 has been prepared, in accordance with the *Corporations Act 2001* and AASB 134 '*Interim Financial Reporting*', for AMA Group Limited ("AMA" or the "Company") and its controlled entities as a consolidated group (the "Group"). Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 '*Interim Financial Reporting*'.

The interim financial report does not include all of the notes of the type normally included in an annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the Group as the full financial report. The accounting policies and methods of computation are consistent with those adopted in the most recent annual financial report. It is recommended that the interim financial report be read in conjunction with the annual report for the period ended 30 June 2017 and considered together with any public announcements made by the Company during the half year ended 31 December 2017 in accordance with the continuous disclosure obligations of the ASX listing rules.

The interim financial report has been prepared on a going concern basis, which assumes that the Group will be able to meet its debts as and when they become due and payable. As at 31 December 2017, the interim financial report shows current liabilities exceeding current assets by $12.075 million. This ratio is impacted by the significant non-cash items in other current liabilities; namely the deferred income and the scrip component of deferred vendor consideration. Reflecting this ratio for these items, the excess of current liabilities over current assets reduces to $3.047 million.

Adoption of new and revised accounting standards

The Group has adopted applicable new and amended Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are relevant to their operations and effective as of 1 January 2017. There has been no significant impact on the financial statements or performance of the Group resulting from these new and amended Australian Accounting Standards and Interpretations. The Group has elected not to early adopt any other new Standards or amendments that are issued but not yet effective.

Estimates

When preparing the interim financial report, the Directors undertake a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by the Directors, and will seldom equal the estimated results. The judgements, estimates and assumptions applied in the interim financial report, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 30 June 2017.

Rounding amounts

The Company is of a kind referred to in ASIC Legislative Instrument 2016/191 and in accordance with that Instrument, amounts in the financial statements have been rounded off to the nearest thousand dollars, or in certain cases, to the nearest dollar.

NOTE 2 - SEGMENT INFORMATION

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Board and executive management in assessing performance and determining the allocation of resources. The Group is managed primarily on the basis of product category and service offerings since the diversifications of the Group's operations inherently have notably different risk profiles and performance assessment criteria.

The Group only operates within one geographical area, Australasia and has historically been segmented by the products it provides, being:

- Vehicle Panel Repair - Motor vehicle panel repairs.
- Vehicle Protection Products & Accessories - Manufacture & distribution of motor vehicle protective bars.
- Automotive Electrical & Cable Accessories - Distribution of motor vehicle electrical & cable accessories.
- Automotive Component Remanufacturing - Motor vehicle component remanufacturing & repairs.

	Vehicle Panel Repair	Vehicle Protection Products	Automotive Electrical & Cable	Automotive Component	Unallocated	Total
	$'000	$'000	$'000	$'000	$'000	$'000
Half year to 31 December 2017						
Revenue						
External sales	197,842	12,163	8,256	5,736	-	223,997
Intragroup sales	-	68	165	1	(234)	-
Other income	176	373	74	114	3,622	4,359
Total sales & other income	198,018	12,604	8,495	5,851	3,388	228,356
Result						
Segment gross margin	110,980	6,023	2,719	2,119	-	121,841
Unallocated expenses					(107,548)	(107,548)
Fair value adjustments						(518)
Share of associates' net profit						(1,372)
Profit from continuing operations before income tax						12,403
Net assets as at 31 December 2017						
Segment assets	236,709	24,293	11,216	5,400	20,473	298,091
Segment liabilities	(66,222)	(4,807)	(2,159)	(1,968)	(59,999)	(135,155)
	170,487	19,486	9,057	3,432	(39,526)	162,936
Half year to 31 December 2016						
Revenue						
External sales	149,058	14,207	7,851	4,816	-	175,932
Intragroup sales	-	97	7	-	(104)	-
Other income	255	423	60	111	2,470	3,320
Total sales & other income	149,313	14,727	7,919	4,927	2,366	179,252
Result						
Segment gross margin	85,520	6,700	2,663	1,929	-	96,812
Unallocated expenses					(83,942)	(83,942)
Fair value adjustments						(550)
Profit from continuing operations before income tax						12,320
Net assets as at 30 June 2017						
Segment assets	234,168	19,380	10,521	5,427	22,900	292,396
Segment liabilities	(62,681)	(3,231)	(2,090)	(1,752)	(59,787)	(129,541)
	171,487	16,149	8,431	3,675	(36,887)	162,855

Gross Margin for the Vehicle Panel Repair segment does not include direct labour or an allocation for overheads. These costs are allocated to Unallocated.

NOTE 3: REVENUE

	31 Dec 2017 $'000	31 Dec 2016 $'000
From continuing operations		
Sales revenue		
Sale of goods	26,108	26,859
Service and hire	197,913	149,073
	224,021	175,932
Other revenue		
Interest received	73	74
Amortisation of deferred income	3,525	2,396
Other revenue	737	850
	4,335	3,320
Total revenue from continuing operations	228,356	179,252

NOTE 4: EXPENSES

	31 Dec 2017 $'000	31 Dec 2016 $'000
Profit before income tax includes the following specific expenses:		
Depreciation	4,448	3,356
Amortisation	1,694	1,749
Impairment	-	300
	6,142	5,405

NOTE 5: PROPERTY, PLANT & EQUIPMENT

Movements in the carrying amount of Property, Plant & Equipment are set out below:

	Leasehold Improvements $'000	Plant & Equipment $'000	Furniture & Fittings $'000	Motor Vehicles $'000	Total $'000
Opening balance					
Cost	16,105	51,814	4,574	4,754	77,247
Accumulated depreciation	(4,317)	(21,073)	(1,946)	(2,316)	(29,652)
Impairment provision	-	(1,651)	-	-	(1,651)
	11,788	29,090	2,628	2,438	45,944
Additions	2,225	2,899	216	756	6,096
Business acquisitions	110	4,516	102	288	5,016
Disposals	-	-	-	(59)	(59)
Depreciation charge	(281)	(3,920)	(150)	(97)	(4,448)
Closing balance	13,842	32,585	2,796	3,326	52,549
Cost	18,440	59,229	4,892	5,739	88,300
Accumulated Depreciation	(4,598)	(24,993)	(2,096)	(2,413)	(34,100)
Impairment provision	-	(1,651)	-	-	(1,651)
	13,842	32,585	2,796	3,326	52,549

NOTE 6: INTANGIBLE ASSETS

Movements in the carrying amount of Intangible Assets are set out below:

	Goodwill $'000	Patents & Trademarks $'000	Customer Contracts $'000	Total $'000
Opening balance				
Cost	161,594	629	11,977	174,200
Accumulated amortisation	-	(212)	(6,340)	(6,552)
Impairment provision	(8,545)	-	-	(8,545)
	153,049	417	5,637	159,103
Additions and adjustments	3,316	15	-	3,331
Business acquisitions	4,232	4	-	4,236
Amortisation charge	-	(4)	(1,690)	(1,694)
Closing balance	160,597	432	3,947	164,976
Cost	169,142	648	11,977	181,767
Accumulated amortisation	-	(216)	(8,030)	(8,246)
Impairment provision	(8,545)	-	-	(8,545)
	160,597	432	3,947	164,976

Allocation of Goodwill by Segment	
Vehicle Panel Repair	141,129
Vehicle Protection Products & Accessories	12,659
Automotive Electrical & Cable Accessories	5,349
Automotive Component Remanufacturing	1,460
	160,597

NOTE 7 – INVESTMENTS

Controlled Entities

Name of entity	Country of incorporation	Class of shares	Equity holding % 2017	Equity holding % 2016
A.C.N. 107 954 610 Pty Ltd [(*)]	Australia	Ordinary	100	100
Service Body Manufacturing Australia Pty Ltd [(a)]	Australia	Ordinary	100	100
A.C.N. 124 414 455 Pty Ltd [(*)]	Australia	Ordinary	100	100
AECAA Pty Ltd	Australia	Ordinary	100	100
Custom Alloy Pty Ltd [(*)]	Australia	Ordinary	100	100
ECB Pty Ltd	Australia	Ordinary	100	100
FluidDrive Holdings Pty Ltd	Australia	Ordinary	100	100
Mr Gloss Holdings Pty Ltd	Australia	Ordinary	100	100
Phil Munday's Panel Works Pty Ltd	Australia	Ordinary	100	100
Repair Management Australia Pty Ltd	Australia	Ordinary	100	100
Repair Management Australia Bayswater Pty Ltd	Australia	Ordinary	100	100
Repair Management Australia Dandenong Pty Ltd	Australia	Ordinary	100	100
BMB Collision Repairs Pty Ltd	Australia	Ordinary	100	100
Shipstone Holdings Pty Ltd	Australia	Ordinary	100	100
Woods Auto Shops (Dandenong) Pty Ltd	Australia	Ordinary	60	60
Gemini Accident Repair Centres Pty Ltd	Australia	Ordinary	100	100
Repair Management New Zealand Limited	New Zealand	Ordinary	100	100
Ripoll Pty Ltd [(*)]	Australia	Ordinary	100	100
Woods Auto Shops (Holdings) Pty Ltd	Australia	Ordinary	100	100
Rapid Accident Management Services Pty Ltd [(*)]	Australia	Ordinary	100	100
Woods Auto Shops (Cheltenham) Pty Ltd [(*)]	Australia	Ordinary	100	100
Micra Accident Repair Centre Pty Ltd	Australia	Ordinary	100	100
Direct One Accident Repair Centre Pty Ltd	Australia	Ordinary	100	100
Smash Repair Canberra Pty Ltd	Australia	Ordinary	100	100
Geelong Consolidated Repairs Pty Ltd	Australia	Ordinary	100	100
Accident Management Australia Pty Ltd	Australia	Ordinary	100	100
Gemini Accident Repair Centres NZ Limited [(*)]	New Zealand	Ordinary	100	100
Carmax New Zealand Limited [(*)]	New Zealand	Ordinary	100	100
Carmax Australia Pty Ltd [(*) (b)]	Australia	Ordinary	100	-

Notes:
(*) Dormant
(a) Previously known as A.C.N. 122 879 814 Pty Ltd and Perth Brake Parts Pty Ltd. Name change on 27 October 2017.
(b) Acquired on 6 October 2017

Businesses Acquired

During the reporting period, the Group acquired the operating assets of various businesses. These acquisitions are expected to increase the Group's market share, product offering and reduce costs through economies of scale. Details of these acquisitions are as follows:

	$'000
Cash and cash equivalents	-
Trade and other receivables	1,070
Inventories	972
Other financial assets	42
Other current assets	4
Plant and equipment	5,016
Deferred tax assets	455
Trade payables and accruals	(834)
Borrowings	-
Provisions	(1,612)
Non-controlling interests	-
Net assets acquired	5,113
Goodwill	4,236
Value of the total consideration transferred	9,349
Representing:	
Cash paid or payable to vendor	8,299
Shares issued to vendors	-
Earn-Out Adjustment Shares	1,090
Net Present Value Adjustments	(40)
	9,349
Acquisition costs	525
	9,874

Included in the measurement of consideration transferred is any liability resulting from a contingent consideration arrangement. In determining this amount, Management undertakes various judgements, estimates and assumptions concerning the recognition and measurement of this contingent consideration. Any obligation incurred relating to contingent consideration is classified as either a financial liability or equity instrument, depending upon the nature of the arrangement. Refer to Note 9 for the amount recognised as a financial liability and Note 10 for that recognised as equity. Subsequent to initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as a liability is remeasured each reporting period to fair value through the statement of comprehensive income unless the change in value can be identified as existing at acquisition date.

From the date of acquisition to 30 June 2017, these acquisitions generated revenue of $4.643 million and an operating loss of $0.058 million. Given the nature of these operations and their pre-acquisition financial records it is impracticable to provide an estimate of the revenue and profit or loss of the combined entity for the current reporting period as though the acquisition date for all these acquisitions had been as of the beginning of the annual reporting period.

Investment in Associates

At 30 June 2017, the Company was in the process of completing its on market bid for all of the issued capital of Automotive Solutions Group Limited ("ASGL") and held a 25.1% interest in its issued capital. This bid expired on 7 July 2017 and AMA had increased its investment in ASGL to 31.3% for cash consideration of $1.140 million.

On 17 November 2017, AMA made an off market conditional bid for all of the issued capital of ASGL. Subsequent to 31 December 2017, having received the required number of acceptances, AMA concluded the takeover bid and compulsorily acquired the balance of shares. AMA has therefore now 100% of the issued capital of ASGL.

Although AMA held more than 20% of the issued capital of ASGL at 31 December 2017, it did not:

- Have any board representation or participate in policy-making processes;
- Interchange managerial personnel or provide essential technical information; or
- Conduct material transactions with ASGL or its operating divisions.

Despite not having these, it has been presumed that AMA had gained significant influence over this entity at 31 December 2017 and therefore the investment has been classified an investment in an associate.

The carrying amount of this investment has been adjusted to include the Group's share of the ASGL operating loss for the six month period of $1.372 million. As such, the carrying amount of this investment has changed as follows in the six months to 31 December 2017:

	31 Dec 2017 $'000
Beginning of the period	3,932
Additions	1,140
Profit/(loss) for the period	(1,372)
Dividends paid	-
End of the period	3,700

On 23 November 2017, AMA and ASGL entered into a loan agreement. The loan was entered into on commercial market terms, with the key terms as follows:

- facility limit of $3.5 million;
- funds to be used to pay the outstanding ATO liabilities of ASGL;
- interest rate per annum of 5.3% on the outstanding amount;
- a line fee of 1.4% per annum on the unused amount in the facility;
- an establishment fee of $50,000;
- a 6 month repayment term; and
- security to be registered in the Personal Property Securities Register over all present and after-acquired property of ASGL.

At 31 December 2017, the balance of this loan was $2.902 million. This loan has been classified as Other non-current assets in the Consolidated Statement of Financial Position.

Summarised financial information

The tables below provide summarised financial information for ASGL. The information disclosed reflects the amounts presented in the financial statements of ASGL and not the Company's share of those amounts.

	31 Dec 2017 $'000
Assets	
Cash and cash equivalents	1,116
Other current assets	6,192
	7,308
Non-current assets	14,607
	21,915
Liabilities	
Financial liabilities (excluding trade payables)	94
Other current liabilities	5,828
Total current liabilities	5,922
Financial liabilities (excluding trade payables)	2,902
Other non-current liabilities	732
	9,556
Net Assets	**12,359**
Group's share in net assets at 31.3%	**3,868**
Operating Result	
Revenue	16,706
Expenses	(21,251)
	(4,545)
Income tax expense	161
Profit for the period	**(4,384)**
Share of the result for the period at 31.3%	**(1,372)**

NOTE 8: BORROWINGS

	31 Dec 2017 $'000	30 Jun 2017 $'000
Current		
Bank Loans	-	13,000
Lease Liability	485	597
	485	13,597
Non-current		
Bank Loans	23,500	-
Lease liability	57	100
	23,557	100
Total		
Bank Loans	23,500	13,000
Lease liability	542	697
	24,042	13,697
Available finance facilities		
Bank Loan Facility	40,000	40,000
Unutilised at balance date	16,500	27,000

Financing arrangements

At 31 December 2017, the Company had a Facility Agreement with National Australia Bank Limited. The key terms of that agreement were:

- a $40 million facility, with a tenure until 31 August 2019, to assist in funding acquisitions and general corporate needs;
- a $6.5 million lease facility to assist with the purchase of capital equipment;
- a $3.0 million bank guarantee facility to assist with securing property rental leases; and
- a $0.4 million letter of credit facility.

On 7 February 2018, this Facility Agreement was amended to include:

- a $60 million facility, with a tenure until 31 August 2019, to assist in funding acquisitions and general corporate needs;
- a $6.5 million lease facility to assist with the purchase of capital equipment;
- a $6.0 million bank guarantee facility to assist with securing property rental leases; and
- a $0.4 million letter of credit facility.

The Facility is secured by a fixed and floating charge over all of the assets of the Company and its wholly owned subsidiaries and is subject to standard covenants.

The lease liabilities are effectively secured as the rights to the leased assets recognised in the statement of financial position revert to the lessor in the event of default.

NOTE 9 – OTHER LIABILITIES

	31 Dec 2017 $'000	30 Jun 2017 $'000
Current		
Deferred income	7,000	6,000
Deferred vendor consideration	5,935	7,933
	12,935	13,933
Non-current		
Deferred income	4,007	8,532
Deferred vendor consideration	25,386	21,691
	29,393	30,223

Deferred income

In the previous financial year, the Group entered into an agreement with a key supplier to purchase product and services from the supplier over an agreed period of time and receives various preferential benefits; one of which is a market investment incentive. To satisfy the requirements of this agreement, the Group must continue to purchase from this supplier or otherwise repay the market investment incentive in accordance with agreed terms. The incentive is being amortised as this liability reduces. At 31 December 2017, an amount of $7.0 million has been classified as current representing the anticipated reduction in this incentive over the next twelve months.

Deferred Vendor Consideration

The Company has recorded deferred and contingent consideration to Business Vendors which, as per the relevant business purchase agreement includes amounts for performance based earn-outs to be paid in a mixture of shares and cash. The present value of the liability:

	31 Dec 2017 $'000	30 Jun 2017 $'000
Current		
Cash	3,908	4,143
Shares	2,027	3,790
	5,935	7,933
Non-Current:		
Cash	19,663	19,319
Shares	5,723	2,372
	25,386	21,691
	31,321	29,624

NOTE 10 - ISSUED CAPITAL

	31 Dec 2017 Number	31 Dec 2017 $'000
Listed:		
Opening balance	488,892,102	161,691
Shares issued		
- Employees	413,950	400
- Vendors	6,000,000	1,749
- Capital Raising	-	-
Shares converted	25,000,000	15,000
Closing balance	520,306,052	178,840
Unlisted:		
Opening balance	30,100,428	20,000
Shares issued		
- Employees	-	-
- Vendors	-	-
- Capital Raising	-	-
Shares converted	(25,000,000)	(15,000)
Closing balance	5,100,428	5,000
Total	525,406,480	183,840

Listed Fully Paid Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up the Company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy is entitled to one vote and, upon a poll, each share is entitled to one vote.

Unlisted Fully Paid Ordinary shares entitle the holder to all the same benefits and responsibilities of holders of Quoted Fully Paid Ordinary shares with exception that they do not entitle the holder to participate in dividends or vote at general meetings of the Company. As such they are not listed for trade on the ASX.

Unlisted Fully Paid Ordinary shares issued as part consideration for the acquisition of Gemini Accident Repair Centres Pty Ltd were subject to a restriction period of two years. On 22 November 2017, as the business has met its earnings target at the completion of this restriction period, the shares were converted to Listed Fully Paid Ordinary shares.

NOTE 11 – DIVIDENDS AND DISTRIBUTIONS

Dividends paid or declared during the period ended were:

	31 Dec 2017 $	31 Dec 2016 $
Final dividend of 1.7 cents per share, fully franked, paid 30 Oct 2016	-	8,044
Final dividend of 2.0 cents per share, fully franked, paid 30 Oct 2017	9,786	-
	9,786	8,044

NOTE 12 - EARNINGS PER SHARE

	31 Dec 2017 $'000	31 Dec 2016 $'000
Profit after income tax attributable to members of AMA Group Ltd		
- From continuing operations	7,660	8,549
- From discontinued operations	-	-
	7,660	8,549
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	518,992,530	498,309,862
Adjustments for calculation of diluted earnings per share	18,875,000	18,875,000
	537,867,530	517,184,862
	Cents	**Cents**
Continuing operations:		
- Basic earnings per share	1.48	1.71
- Diluted earnings per share	1.42	1.65
Discontinued operations:		
- Basic earnings per share	-	-
- Diluted earnings per share	-	-
Continuing and discontinued operations:		
- Basic earnings per share	1.48	1.71
- Diluted earnings per share	1.42	1.65

NOTE 13 - CONTINGENT LIABILITIES AND COMMITMENTS

Contingent Liabilities

Unsecured guarantees, indemnities and undertakings have been given by the parent entity in the normal course of business in respect of financial trade arrangements entered into by its subsidiaries and a Deed of Cross Guarantee was entered into with its continuing subsidiaries on 31 March 2016. It is not practicable to ascertain or estimate the maximum amount for which the parent entity may become liable in respect thereof. At 31 December 2017 no subsidiary was in default in respect of any arrangement guaranteed by the parent entity and all amounts owed have been brought to account as liabilities in the financial statements.

	31 Dec 2017 $'000
Bank guarantees	3,206
Capital commitments – property, plant & equipment	
Committed at the end of the reporting period but not recognised as a liability, payable within:	
One year	400
One to five years	-
After more than five years	-
	400
Lease commitments – operating	
Committed at the end of the reporting period but not recognised as a liability, payable within:	
One year	18,167
One to five years	33,146
After more than five years	5,174
	56,487

NOTE 14 – EVENTS OCCURRING AFTER THE REPORTING PERIOD

Subsequent to 31 December, the Vehicle Panel Repair division opened 2 “Greenfields” (being RPM Narellan and Gemini Sunshine) and purchased another 7 businesses:

- Craig Hall Bodyworks; and
- Bears Auto Hospital (6 shops trading in Bathurst, Orange, Corrimal, Helensburgh, Albion Park and Wollongong, New South Wales)

This brings the Group’s network to 106 vehicle repair shops.

On 17 November 2017, AMA made an off market conditional bid for all of the issued capital of ASGL. At that date the Company held 31.3%. Subsequent to 31 December 2017, having received the required number of acceptances, AMA concluded the takeover bid and compulsorily acquired the balance of shares. AMA has therefore now 100% of the issued capital of ASGL.

The purchase consideration expended in acquiring ASGL amounted to $17.178 million. At the time of the issuance of this interim financial report, the Company has not yet finalised its initial accounting for this acquisition as it is still in the process of finalising valuations of intangibles and property, plant & equipment. Refer to Note 10 for summarised financial information relating to ASGL as at 31 December 2017.

On 7 February 2018, this Company’s Facility Agreement with the National Australia Bank was amended to now include:

- a $60 million facility, with a tenure until 31 August 2019, to assist in funding acquisitions and general corporate needs;
- a $6.5 million lease facility to assist with the purchase of capital equipment;
- a $6.0 million bank guarantee facility to assist with securing property rental leases; and
- a $0.4 million letter of credit facility.

The Facility is secured by a fixed and floating charge over all of the assets of the Company and its wholly owned subsidiaries and is subject to standard covenants.

On 29 January 2018, AMA Group Limited confirmed that it has received a confidential, non-binding, conditional, indicative proposal from Blackstone Private Equity in relation to AMA’s Panel business. This indicative proposal values the Panel business at $530 million on a cash free, debt free basis and is subject to numerous conditions including completion of satisfactory due diligence and internal approvals by Blackstone, and agreed transaction structure and documentation.

There is no certainty that a transaction with Blackstone or any other party will eventuate or of the nature of any such transaction.

AMA will continue to inform shareholders and the market in accordance with its continuous disclosure obligations.

On 28 February 2017, the Directors declared an interim dividend, fully franked of 0.5 cents per security with a record date of 30 April 2018 and a payment date of 15 June 2018.

No other matters or circumstances have arisen since 31 December 2017 that have significantly affected, or may significantly affect the consolidated entity's operations in future financial years, the results of those operations in future financial years, or the consolidated entity's state of affairs in future financial years.

In the Directors' opinion:

a. the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001*, including:

   i. complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and

   ii. giving a true and fair view of the Group's financial position as at 31 December 2017 and of its performance for the financial half year ended on that date; and

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

Signed in accordance with a resolution of the Directors made pursuant to section 303(5) of the *Corporations Act 2001*.

On behalf of the Directors

Director

28 February 2018

ShineWing Australia
Accountants and Advisors
Level 10, 530 Collins Street
Melbourne VIC 3000
T +61 3 8635 1800
F +61 3 8102 3400
shinewing.com.au

INDEPENDENT AUDITOR'S REVIEW REPORT

TO THE MEMBERS OF AMA GROUP LIMITED

Report on the Half-year Financial Report

Conclusion

We have reviewed the half-year financial report of AMA Group Limited ("the Company") and its controlled entities ("the Group") which comprises the consolidated statement of financial position as at 31 December 2017, the consolidated income statement, consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year then ended, and notes to the financial statements and the directors' declaration.

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

(i) giving a true and fair view of the Group's financial position as at 31 December 2017 and of its financial performance for the half-year ended on that date; and

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

Directors' Responsibility for the Half-year Financial Report

The directors of the Company are responsible for the preparation of the half-year 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 half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities for the Review of the Half-Year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 December 2017 and its financial performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 : *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of AMA Group Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Independence

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

ShineWing Australia

ShineWing Australia
Chartered Accountants

Nick Michael
Partner

Melbourne, 28 February 2018

Directors
Mr Raymond Malone (Chairman and Executive Director)
Mr Brian Austin (Non-Executive Director)
Mr Andrew Hopkins (Executive Director)
Mr Leath Nicholson (Non-Executive Director)
Mr Hugh Robertson (Non-Executive Director)
Mr Raymond Smith-Roberts (Executive Director)

Executive Management
Mr Raymond Malone (Chief Executive Officer)
Mr Andrew Hopkins (Chief Executive Officer – Vehicle Panel Repair Division)
Mr Ray Smith-Roberts (Chief Executive Officer - Automotive Components & Accessories Divisions)
Mr Ashley Killick (Chief Financial Officer)
Ms Terri Bakos (Company Secretary)

Registered Office
Level 7, 420 Collins Street, MELBOURNE VICTORIA 3000 AUSTRALIA
Email: info@amagroupltd.com
Telephone: +61 3 9640 0400
Facsimile: +61 3 9642 0866

Principal Place of Business
31 Snook Street, CLONTARF, QUEENSLAND, 4019, AUSTRALIA
P.O. Box 122, MARGATE, QUEENSLAND, 4019, AUSTRALIA
Telephone: +61 7 3897 5780
Facsimile: +61 7 3283 1168
Web: www.amagroupltd.com

Share Registry
Computershare Investor Services Pty Limited
Yarra Falls, 452 Johnston Street, ABBOTSFORD, VICTORIA AUSTRALIA
GPO Box 2975, MELBOURNE VICTORIA 3001 AUSTRALIA
Telephone: +61 3 9415 4000
Telephone: 1300 787 272 (Within Australia)
Facsimile: +61 3 9473 2500

Auditor
ShineWing Australia
Level 10, 530 Collins Street, MELBOURNE VICTORIA 3000 AUSTRALIA

Solicitors
Foster Nicholson Lawyers
Level 7, 420 Collins Street, MELBOURNE VICTORIA 3000 AUSTRALIA

Bankers
National Australia Bank Limited
Westpac Banking Corporation

Stock Exchange Listing
AMA Group Limited shares are listed on the Australian Securities Exchange, code AMA.