Move

Annual Report 2024

Welcome to our 2024 Annual Report.

In the last seven years since becoming a listed company, MOVE has evolved from being simply a freight business into a multi-modal, end to end supply chain provider. We're making it easy for our customers with integrated solutions across freight, warehousing, shipping and freight forwarding, as well as specialised services. We're not just a trucking company; we also utilise rail and shipping to deliver the best solutions for our customers.

This year we have confronted some of the most challenging trading conditions in recent history and our results were below our aspirations. Despite these headwinds, our commitment to exceptional customer service and innovative solutions remains unwavering. MOVE has a legacy of more than 150 years. We're taking this forward, building strong foundations that will see MOVE grow and deliver value into the future.

On behalf of the Board and Management of MOVE Logistics Group Limited, we are pleased to present our Annual Report for the year ended 30 June 2024.

Julia Raue
Chair

Grant Devonport
Director

17 September 2024

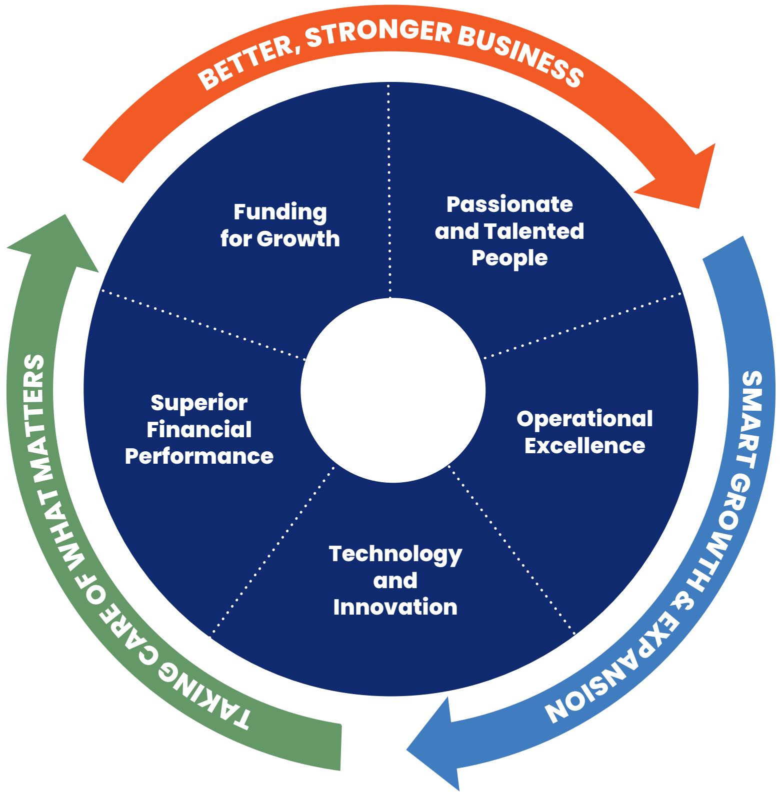
Building better customer solutions.

We know businesses are looking for a logistics provider who is focused on New Zealand customers, with a breadth of product and service capability, and who can move quickly to deliver a solution that is tailored to their needs.

MOVE is meeting this demand with our team of logistics experts, innovative thinking and a freight and warehousing network that spans the country. We're making it easy for our customers, delivering a one-stop solution that's focused on their needs.

Essity is a leading global hygiene and health company, with products ranging from tissue and toilet paper to period care, soap and skincare. Moving into MOVE's Tauriko warehouse in Tauranga has allowed Essity to restructure its North Island supply chain and streamline the transport and delivery of products by utilising MOVE's freight services. Utilising Essity's warehouse management system on site, MOVE is able to provide a fully integrated solution to enhance customer service and experience.

Our strategy.



BETTER, STRONGER BUSINESS

Work our assets smarter: Investing in what matters and driving better returns on our businesses and assets

Optimise earnings: Focused on optimising our earnings and delivering strong earnings growth and value for shareholders

SMART GROWTH & EXPANSION

Deliver for our customers: Putting our customers at the heart of all we do and delivering the best customer solution and service

Upsize our business: Maximising organic and acquisition opportunities to expand our market presence across Australasia, extend our offer and grow our customer base

Build our multi-modal offer: Creating a multi-modal offer that utilises the best freight modes to deliver our customers' goods where and when needed

Industry collaboration and partnerships: Work in partnership with best-in-class providers to ensure the optimal solution for our customers and help us grow while preserving our capital

TAKING CARE OF WHAT MATTERS

Having a positive impact on our people, communities and the environment

About us.

OUR VISION

To be the preferred freight and logistics provider in Australasia.

This means delivering the best solution and service for our customers, providing secure and rewarding work opportunities for our people, and generating value for our shareholders.

OUR MISSION

To keep our customers moving.

Our expert term provides comprehensive freight and logistics solutions to help our clients stay ahead and succeed.

OUR MANTRA

Customer, Safety, Team

We work together to deliver the best possible customer experience and business performance, strive to exceed our customer's expectations and remain unwavering in our dedication to ensuring the well-being and safety of our people, partners and communities in our work.

WHAT WE DO

MOVE is a one stop shop for all logistics services. We can provide a solution for supply chain challenges of all kinds. Store your goods with us and transport them where you need with our domestic and international networks.

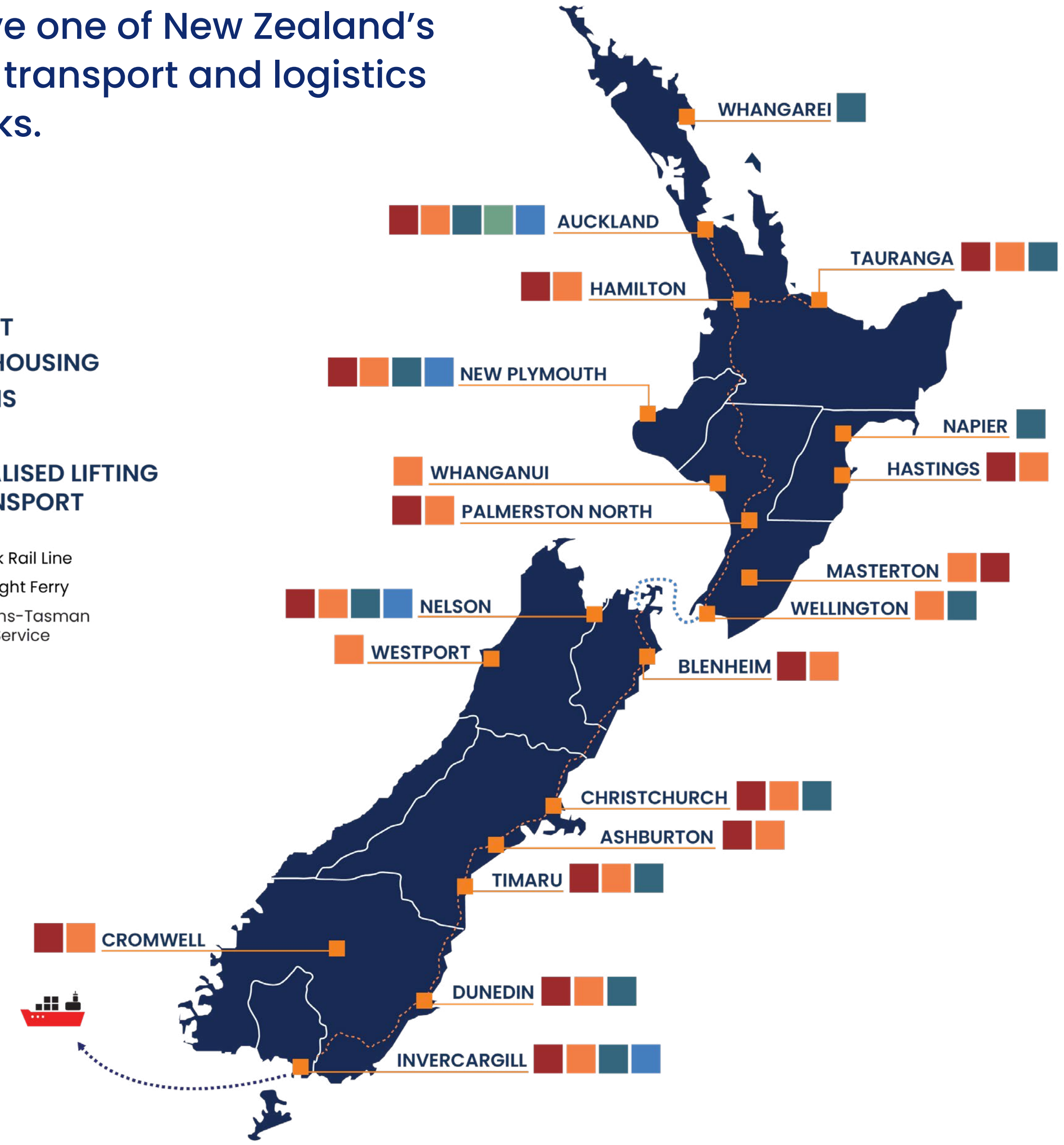
FREIGHT	FUELS	SPECIALIST	WAREHOUSING	INTERNATIONAL
We are one of the largest domestic freight providers in New Zealand. Our services include general freight, temperature-controlled goods, project cargo and full truck loads.	Our specialist road tanker division is one of the largest fuel delivery operators in the New Zealand market.	We move oversized and large items that require specialist haulage. From heavy haulage, and machinery transports to oversized freight movements, we can move anything.	We offer contracted solutions for customers including warehousing and supply chain capability. Our warehouses are central to main routes and easy for port access.	We are logistics specialists and provide international freight forwarding and shipping agency services across a broad range of industries. Our new trans-Tasman shipping service adds another valued service to our offer.

Our network.

We have one of New Zealand's largest transport and logistics networks.

FREIGHT
WAREHOUSING
OCEANS
FUEL
SPECIALISED LIFTING & TRANSPORT

Main Trunk Rail Line
Cook Straight Ferry
MOVE Trans-Tasman Shipping Service



TEAM

972 team members

21% of our team are female

59% of our team are based outside of Auckland

NETWORK

38 branches, depots, crossdocks, warehouses and support offices across New Zealand

195,000 square metres of warehouse capacity

CORPORATE

1,848 shareholders

95% New Zealand shareholders

FY24 snapshot.

Operating Environment	Recessionary environment has been stronger and longer than expected with some of the toughest trading conditions seen in recent times Significant reduction in demand across most sectors Inflationary cost pressures increasing the cost to serve and putting pressure on margins
Work our assets smarter	1H24 investment made in fleet, people and technology in anticipation of economic recovery 4Q FY24 commenced change programme to right-size the business to match lower activity levels
Optimise our earnings	Higher cost base due to inflation and investment into business Engaged with independent advisors to validate the challenges and opportunities Developed the Accelerate programme with focus on cost reduction, profitable revenue generation and balance sheet strength - commenced FY25
Build our multi-modal offer	Positive transition from silo to group focus Increasing utilisation of rail and shipping Proven demand for trans-Tasman shipping service
Deliver for our customers	New and expanded sales team winning customers Delivering customer service excellence in challenging market conditions National network (regional and metro presence) is a key attraction for customers
Upsize our business	Strengthening existing foundations in a challenging market
Industry collaboration and partnerships	Assessing beneficial opportunities across the sector
Taking care of what matters	Board refresh with appointment of new Directors Reporting under the Aotearoa New Zealand Climate Standards for the first time Announced Paul Millward as interim CEO from 4 September 2024, to lead the business turnaround and Accelerate programme

MOVE's FY24 financial performance was below our aspirations and reflective of group-wide underperformance exacerbated by the industry-wide challenges of a recessionary environment which has dampened business activity and demand.

The Board and management are moving at pace to accelerate a change programme with a focus on improving the Group's financial performance, and delivering value to shareholders, while continuing to provide great service to MOVE customers.

- Income down 13% year on year, with subdued customer activity and customer losses in a recessionary environment
- Higher cost base due to inflation and investment into business in anticipation of economic recovery; delay in reducing costs to match lower activity levels
- Net loss after tax of $(48.1)m[2], including pre-tax, non-trading adjustments of $19.7m
- Non-cash and non-trading costs $19.7m including an impairment on the carrying value of the Atlas Wind vessel which is being held for sale, and a write down of goodwill in the warehousing business
- 2H24 Normalised EBITDA ahead of 1H24, in line with guidance
- Continued focus on working capital management and customer value proposition
- Commenced Accelerate programme from 1 July 2024 to right-size and streamline the organisation to reduce costs and improve operating leverage

Targeting positive net adjusted operating cashflow, and significant improvement in normalised EBT in FY25.

Income
$301.7m
FY23: $347.7m

Normalised EBITDA[1]
$27.6m
FY23: $47.4m

Normalised EBT
$(25.7)m
FY23: $5.8m

Net Loss after tax[2]
$(48.1)m
FY23: $(7.2)m

Capex
$1.8m
FY23: $19.5m

Gearing
38.4%
FY23: 17.2%

Free Cashflow[3]
$2.0m
FY23: $0.7m

Safety (LTIFR)
15.82
FY23: 14.72

[1] Normalised EBITDA and Normalised EBT exclude non-controlling interest and non-trading adjustments of $19.7m pre-tax related to asset impairment, settlement & restructuring cost (FY23: $1.7m). Including these, FY24 EBITDA and EBT was $7.9m and $(45.3)m respectively. For more information, see page 38 of the Annual Report.
[2] Attributable to owners of the company.
[3] Restated to be pre-IFRS16

MOVE Chair, Julia Raue, with interim CEO, Paul Millward

From the Chair.

Julia Raue, Chair

Over the seven years since listing, MOVE has evolved from being simply a freight business into a multi-modal, end to end supply chain provider and one of New Zealand's largest logistics providers.

The last 12 months have delivered some of most challenging trading conditions seen in the industry in recent times. Cost inflation has continued to rise, margins have been under pressure, and customer demand has reduced significantly as businesses have cut costs, public spending has been put on hold, and large projects have been paused. The freight industry is a bellwether for the economy and this has become even more evident this year, with MOVE's performance reflecting the wider economic downturn and customers insourcing, as well as operational challenges.

Two years ago, MOVE initiated a new growth strategy built on identified opportunities in a strong post-pandemic economy. Investment was made into the business, particularly in our team, fleet and technology, in anticipation of future growth. However, as the economy has retracted over the last year, we have had to adapt MOVE's growth strategy to focus on immediate value opportunities. In some cases, this has meant unwinding positions which had been built in anticipation of a growth environment.

This year's result has been disappointing and further highlighted the need to right-size and improve efficiencies within the organisation. The Board acknowledges that we were too slow to adapt our business to match lower market activity.

We are now moving at pace to drive change and improvement. We have engaged with independent advisors to ensure we have validated the challenges and opportunities within the business as well as the external factors that have impacted MOVE's performance. A comprehensive change programme - the Accelerate programme - has been developed to replace Project Blueprint and experienced executive, Paul Millward, has been appointed to lead the turnaround. We are moving ahead with a refreshed Board and leadership team and are united in our focus to execute the change programme with urgency.

The work now underway is expected to support improving cashflow and profitability as we streamline the business and improve revenue generation. Benefits will be seen from 2H25.

The Accelerate programme

Our goals are to improve financial performance, build positive cashflow and deliver value to shareholders, while continuing to provide great service to MOVE's customers. Our success relies on three factors, which will improve financial performance and importantly, build shareholder value. These form the foundation of the programme:

- Recalibrating operations - ensuring MOVE's operational structure is appropriate for the size and scale of the business, cost-effective and efficient, while retaining the flexibility to scale up to meet increased demand and deliver quality customer service

- Profitable revenue growth - investment into sales capabilities, accelerating profitable revenue opportunities and dynamic pricing disciplines
- Balance sheet resilience – priority focus on cashflow generation and capital management

The Accelerate programme is targeted to deliver a significant improvement in normalised EBT in FY25, and a return to normalised EBT profit in FY26, and is supported by MOVE's financiers. In particular, the network and fleet optimisation are expected to deliver a turnaround in the Freight division's performance.

The work done by independent advisors confirms that MOVE's underlying business fundamentals are sound, and the Board remains confident in MOVE's inherent value and strong customer offer.

Good progress in core areas

The Board has reviewed and confirmed MOVE's strategic pathways – building a better, stronger business; smart growth and expansion; and taking care of what matters.

Over the last two years we have made good progress in core areas that matter:

- We continue to strengthen and expand our end to end supply chain, with the addition of trans-Tasman shipping and expanded metro services
- We are increasingly multi-modal, which is lowering our cost to serve, providing optionality for our customers and offering carbon reduction opportunities
- We have seen a significant step change in culture, away from a silo mentality and towards a group focus
- Our strong brand presence and national network remains a key benefit for MOVE. We are seen as a strong contender by customers, supported by an expanded sales team
- The pilot of the trans-Tasman shipping service was encouraging despite sub-optimal vessel reliability. Since year-end, we have moved ahead with a larger, more resilient time-charter vessel to service this route

Long term macro trends remain positive for the industry, with demand growth alongside government investment in transport infrastructure. MOVE is well positioned to deliver expert logistics solutions across a range of sectors.

FINANCIAL PERFORMANCE

Subdued customer activity and customer losses in a recessionary environment saw income reduce 13% year on year to $301.7m. Inflation and our 1H24 investments in the business, made in expectation of an economic recovery, led to increased costs. Unfortunately, the recovery has not yet happened and we recognise that we were slow to adjust costs to match the lower activity levels.

Non-cash impairments of $17.3m had a significant impact on MOVE's results this year. These include impairments on the carrying value of the Atlas Wind vessel which is being held for sale and goodwill in the warehousing business.

Excluding these and other non-trading costs (totalling $19.7m), Normalised EBITDA was down 41% to $27.6m, primarily as a result of lower revenue and costs being too high for activity. In line with guidance, 2H24 Normalised EBITDA was ahead of 1H24. Including non-cash and non-trading costs, the company reported a Net Loss after Tax of $(48.1)m[5].

Working capital levels remained steady, and capital expenditure reduced as MOVE progresses towards an asset light model and non-essential spend is deferred until trading conditions normalise.

The priority for the Board is to restore positive adjusted net operating cashflow (inclusive of rent and lease payments), which was $(5.1)m in FY24.[4]

Following a significant reduction in debt over the last four years, FY24 net debt increased by $1.4m to $17.0m. MOVE has agreed new funding arrangements with ANZ Bank and Pacific Invoice Finance which will support the change programme as well as corporate and working capital requirements. Total equity was $23.4m[5] as at 30 June 2024.

[4] Reconciliation table on page 38
[5] Attributable to owners of the parent

BUSINESS PERFORMANCE

The **Freight** result was disappointing, despite new customers being onboarded, with the Freight division reset further hampered by adverse trading conditions. At the start of FY24, we invested into fleet, people and technology in anticipation of an economic recovery. The recessionary environment has been longer and stronger than anticipated, resulting in a cost base that was too high for market activity. We have now commenced an accelerated change programme to right-size the fleet and driver mix, optimise routes and remove cost. More recently, we have started to rebalance our customer base, moving away from low margin commodity freight to higher margin business. This has been supported by investment into an expanded sales team which is delivering increased leads and new customer wins. We are bolstering our trucking business with other modes of transport, such as rail and shipping, to ensure our customers have the best transport solution for their needs. Improving returns are expected as changes are bedded in and when market conditions improve.

MOVE's **Warehouse** business has been hard hit by reduced demand this year, which has driven increasing competition and downward pricing pressure across the industry. We have also seen some customers insourcing in response to the economic conditions. This is a priority focus area for MOVE's sales team as we look to fill available occupancy and diversify our customer base away from a reliance on large customer groups. Lead times are generally longer with wins now starting to be seen from activity initiated in late CY2023, as well as returning customers seeking a quality, cost effective service.

In MOVE's other businesses:

The **Fuel and Tankers** division delivered a stable performance despite continuing reduced light traffic activity and corresponding spending on fuel. MOVE remains one of the largest fuel delivery operators in the New Zealand market, and we also specialise in shipping ISO tank containers of bulk liquids. We continue to look for opportunities to build on our expertise and expand our Tankers service offer.

The **International** joint ventures continue to operate well, although the overall market for freight forwarding has retracted from the highs seen in 2022 and 2023. The pilot of MOVE's trans-Tasman shipping has been encouraging, despite additional costs due to continued mechanical issues. To create more capacity to support customer demand, as well as to derisk and align with MOVE's asset light business model, MOVE has changed to a time charter model with a larger, more resilient vessel and has put the Atlas Wind vessel up for sale.

The **Specialist** business is susceptible to economic conditions, with project work delayed and pushed into future periods. These projects remain ongoing and a strong pipeline of work is in place. MOVE's breadth, scale and expertise in this area is unsurpassed by any other provider in New Zealand and there are good opportunities to grow market share and expand into other sectors.

Division	Revenue $m	Normalised EBT $m
Freight	120.7	(18.6)
Contract Logistics (Warehousing and Tankers)	137.0	0.6[6]
International	19.1	(2.2)[7]
Specialist	17.1	0.5

[6] Excludes non-cash goodwill impairment of $12.7m
[7] Excludes $4.3m non-cash impairment of carrying value of Atlas Wind vessel

ENABLING OUR STRATEGY

Our **passionate and talented people** are the backbone of our success. We believe if we look after our people, they will look after our customers and this, in turn, will drive our financial performance. We continue to build engagement across our group and a service culture. Team development remains a priority, with a focus on branch management, graduate programmes and career pathways.

We would like to thank our people, customers, suppliers and business partners for their support over the last twelve months. In particular, we would like to acknowledge our team's continued commitment to our customers, through more challenging times.

We are continuing to **digitally transform our company.** We have added new functionality and improved connectivity into our transport management system. A new Proof of Delivery integration maximises the investment we made into scanners last year. We have also completed the rollout of Ready Workforce, helping to streamline payroll processing. Cyber security remains a priority, as we look to protect our business and our customers' data.

Our commitment to **Environment, Social and Governance (ESG) principles** remains steadfast. Our initiatives are focused on those areas where we can drive meaningful change, deliver benefit for our people and communities and support a low carbon future and a better environment for us all. This year, we are reporting for the first time under the Aotearoa New Zealand Climate Standards. MOVE's climate related disclosures will be published online at www.movelogistics.com/who-we-are/sustainability by the end of October 2024.

Board and Leadership

The Board has been refreshed over the last twelve months, with several Directors retiring – Danny Chan and Chris Dunphy – and the appointment of new Directors – Lachie Johnstone, Greg Kern and Greg Whitham. The Board would like to thank Danny and Chris for their valued contributions during their tenure.

Lorraine Witten has also advised of her intention to retire ahead of the next Annual Shareholders' Meeting. Lorraine has been a valued member of the MOVE Board, firstly as a Director from the time the company first became listed in 2017 and then as Chair for two and half years. She stepped down as Chair in May 2024 to enable a seamless succession, and I was appointed as the incoming Chair. Our thanks go to Lorraine for her contribution.

MOVE CEO, Craig Evans, has also announced his resignation. He remains available to assist the new CEO until 24 October 2024. The Board thanks Craig for the work he has done to transition MOVE towards a sales led, customer focused organisation.

Paul Millward has been appointed as interim CEO to lead the turnaround programme, effective from 4 September 2024. Paul has an impressive track record of delivering business change and his leadership will be valued as we move at pace to reshape and streamline the business, adapting it for current market conditions, and making MOVE more efficient and fit for the future. Recruitment of a permanent CEO has been paused while this programme is underway.

OUTLOOK

While trading weakness has continued into the new financial year, we see this as short term in nature and we remain cautiously optimistic for an economic improvement in the first half of the 2025 calendar year. Long term macro trends remain positive for the industry, with demand growth alongside government investment in transport infrastructure. MOVE is well positioned to deliver expert logistics solutions across a range of sectors, including for energy and infrastructure projects.

We are moving at pace to recalibrate the business, adapting it for current market conditions, and making it more efficient and fit for the future. The Accelerate programme, which commenced in July 2024, is performing to plan with early wins including expanded customer sales activity and good progress in the Freight division turnaround.

We expect substantial progress over FY25 to restore cashflow and improve earnings, with initial results to be seen from 2H FY25. Costs associated with the change programme will impact in FY25.

MOVE is targeting positive adjusted net operating cashflow and a significant improvement in normalised EBT in FY25, and a return to normalised EBT profit in FY26. As a Board, we are holding ourselves and our team to account, and will keep shareholders and the market informed on our progress.

MOVE is one of the largest transport and logistics providers in New Zealand. We have a nationwide network with a strong regional and metro presence, the ability to provide an end to end supply chain solution, an experienced and passionate team, and a commitment to customer excellence. The MV Brio Faith is now in service on our trans-Tasman shipping route, further extending our offer to our customers.

The work we are doing now will reset our company, leverage MOVE's strengths, realise its considerable potential and grow shareholder value.

On behalf of the Board, thank you to our shareholders for your continued support as we navigate challenges and work towards an improved performance for our business.

Julia Raue
Chair

The Accelerate programme.

Our goals are to improve financial performance, build positive cashflow and deliver value to shareholders, while continuing to provide great service to MOVE customers.

RECALIBRATE THE BUSINESS

Maximise performance, productivity and utilisation

Network, fleet and team optimisation – retain ability to flex with demand, while delivering quality customer service

Strict cost controls and reduction

PROFITABLE REVENUE GROWTH

Continue to invest in sales capabilities

Accelerate profitable revenue opportunities

Considered customer acquisition and diversification

Dynamic pricing disciplines

BALANCE SHEET RESILIENCE

Priority focus on cashflow generation

Meticulous financial management

TARGETS

FY25

Positive adjusted net operating cashflow

Significant improvement in normalised EBT

FY26

Return to normalised EBT profit

Taking care of what matters.

We are actively seeking to have a positive impact on our people, customers, communities and environment.

Our people.

Our people are the backbone of our organisation and it is their talent and passion that will drive our success. As a company that has evolved from a heritage of regional brands and businesses, our focus has been on creating a unified group culture. We have made excellent progress, with our people now 'moving as one'.

Our goal is to attract the best talent and offer them a great career pathway at MOVE. This year, we launched our graduate programme, welcoming our first four graduates to our marketing and technology teams. We are creating a learning culture, with training, self-driven learning and leadership development opportunities offered to all team members. Celebrating team diversity is another important aspect of our culture at MOVE.

Staying safe, keeping others safe and supporting each other remains fundamental to who we are as an organisation. We use an array of digital tools to monitor and manage the safety of our people, and further improved our reporting processes as well as introduced critical safety risks and related training during the year.

We are focused on lead indicators and metrics, with branch management taking ownership for events and corrective actions. We maintained our Tertiary level under the ACC Accredited Employers Programme. This signals that MOVE continues to achieve a clear history of established systems, processes and procedures which function actively in MOVE's workplace.

SAFETY	TRAINING SESSIONS	OUR TEAM
15.82 LTIFR	3,104 PARTICIPANTS	972 TEAM MEMBERS

5 minutes with Charlotte Carpenter

People & Culture Leader

"Supporting our people to be healthy, safe and well"

How does MOVE keep its team safe?

The safety of our team is a priority and training is an important aspect of this. MOVE has concentrated on groupwide training initiatives involving all team members covering a variety of different topics and utilising various training mediums. Safety is part of our leadership training, and we have a learning series focused on different safety topics and led by our People & Culture team and branch managers.

We have a robust critical safety risk programme which is overseen by our Board and measures lead and lag indicators. Fit for purpose policies and procedures have been developed and are continuously reviewed to ensure they are relevant and relatable for our team. Reporting of incidents is proactive and aligned with our safety critical risk framework which enables better insight and allows us to see these as opportunities to learn and improve.

In addition to on-road safety, operational safety is a key focus for people working in and around our sites. We recently updated all our traffic management plans and we partner with our customers and suppliers to ensure appropriate safety protocols are in place for our team when on their sites and vice versa.

We also have an extensive wellbeing calendar of events and programmes to engage our people and encourage health and wellness. If our people are healthy and well, this in turn will help to keep them safe.

How do you engage with the MOVE team on safety?

Safety is bred into every level of our organisation. We have regular Health & Safety meetings at branch and national level, a Monthly learning series and newsletter; and Toolbox Talks. We use quality branch audits to validate our safety systems and identify training opportunities. Information is shared through our team intranet, as well as on notice boards in our branches. Our monthly Health & Safety Award is always a prized accolade, with a team member recognised for their contributions towards demonstrating or improving safety in their role.

How is technology assisting with health, safety and wellbeing?

Technology is a useful tool, helping us to identify, monitor and manage risks. We have a range of different digital tools, from in-cab technologies to help manage fatigue, speed, distraction and work time, through to vehicle technology that ensures our trucks are safe to drive. We also use our technology platforms across the business for online training and sharing of information.

What is the benefit to MOVE's customers?

Our customers can trust that they are partnering with a company that looks after their team, suppliers and the wider community, with a high standard of professionalism.

Building our people for the future.

MOVE has a team of extraordinary people. They are problem solvers, brand ambassadors, logistics gurus and customer champions. We trust our people to deliver solutions that drive positive outcomes, for our business and our customers. Our people are the foundation of our organisation and we are building our team, investing in leadership development, training and growth opportunities as we unite and engage across our organisation.

MOVE's new graduate programme is the first step in cultivating our future leaders, through a blend of leadership development, mentorship, coaching and a hands-on role. However, the value of the programme to MOVE is not just long term; our graduates are already making meaningful contributions and bringing fresh ideas and skills to their teams.

Allie Doocey and Jacob Woodcock joined the MOVE marketing team in 2023, helping to bridge the gap between traditional and digital marketing and overseeing initiatives from a website revamp, to launching our social media presence.

Environment.

Committed to a low carbon future and a better environment for us all.

We recognise the important role the transport and logistics sector can play in reducing emissions. This will take a collective effort and we are working with our customers, supply chain and across the industry to identify ways we can contribute to a lower carbon world.

We are continually looking for opportunities which support our environmental commitments. Many of the actions which will deliver the biggest impact require long term vision and investment, and are outside of our direct control – commercialisation of alternative fuels and a robust infrastructure, availability of low emission heavy vehicle options suited for New Zealand's terrain, and robust multi-modal transport alternatives, including rail and coastal shipping.

However, there are things we can and are doing. We are using technology to optimise routes and reduce empty loads and we continue to upgrade our fleet to newer, fuel-efficient vehicles. We are working with our customers to deliver multi-modal solutions that utilise other forms of transport such as rail which has a significantly lower carbon footprint than trucks; and we continue to look for ways to use our resources wisely and reduce waste within our operations.

By working together across the industry, investing in long-term solutions, and taking immediate action in areas under our control, the logistics sector can significantly contribute to a lower carbon future.

This year, we will be reporting for the first time under the Aotearoa New Zealand Climate Standards. Our climate-related disclosures will be published as a separate document by 31 October 2024 and will be available at www.movelogistics.com/who-we-are/sustainability.

Our customers and communities.

At the core of our business lies a deep commitment to exceptional customer service. We believe in fostering trust and loyalty by truly hearing our customers, understanding their individual needs, and consistently exceeding their expectations.

We tailor solutions to our customers and their requirements, removing unnecessary add-ons and cost. We know that "faster and smaller" isn't always the best approach and the additional cost of Just-In-Time delivery is unnecessary for many businesses. We offer alternative modes of transport, like shipping and rail, to help provide solutions which reduce costs for our customers and benefit the environment.

We understand the importance of safeguarding customer data and have built a robust and secure foundation, providing customer peace of mind and protection. We also utilise technology to optimise delivery times, minimise carbon emissions, and deliver an overall increase in customer satisfaction.

Our sales team was expanded this year, providing increased support for large customers, as well as focusing on new business growth. Our team of industry experts, including managers, engage from the start of a tender process, ensuring a clear understanding of customer needs. This has resulted in a significant uplift in brand recognition and invitations to tender, as well as customer wins, despite the softer market.

MOVE was founded on regional brands and we seek to provide a positive community impact, through work opportunities and support for local causes. Our team has been involved in local rubbish collections, tree planting and participated in Special Rigs for Special Kids – a convoy of around 300 trucks transporting children with special needs to an event, with up to 2,000 people lining the streets to watch the 12km parade of trucks.

Customer partnerships based on trust and expertise.

Building on a track record of outstanding customer service, MOVE has expanded its partnership with DB Breweries, adding South Island-wide warehousing and distribution to its offering. By implementing multi-modal transport strategies, MOVE is proud to contribute to a more sustainable supply chain for DB Breweries, providing a lower cost to serve and reduced carbon emissions. This customer partnership reinforces MOVE's commitment to delivering innovative logistics services.

Delivering customer service excellence with a smile.

The HIVE brings together an expert group of dispatch team members to provide 24 hour support to MOVE's FTL (full truck load) team. Working out of Auckland, they co-ordinate nationwide movements, supported by real time updates, allowing for quick decision-making and seamless coordination and communication. The personal service is not just for our drivers, but also makes it easy for customers with regular communication to confirm deliveries or update timings when the unexpected happens.

Leadership team.

PAUL MILLWARD
INTERIM CEO
JOINED MOVE IN SEPTEMBER 2024

Paul has a proven ability to successfully lead businesses through periods of change. Most recently, he was CEO of 2 Cheap Cars, where he transformed the company into the leading NZX market performer in 2023. Prior to that, Paul had an exemplary career in sales leadership, finance and executive roles across several sectors, in New Zealand and offshore, with strength in building customer partnerships and developing strong leaders and teams who deliver.

LEE BANKS
CHIEF FINANCIAL OFFICER
JOINED MOVE IN 2013

Lee has been with MOVE since 2013 and was appointed CFO in January 2019. She is an experienced, senior financial executive who has previously held international roles in the USA and Australia, in both the service and manufacturing sectors. Lee has been involved in all areas of MOVE's financial management, from acquisitions and mergers through to the reverse listing and listed company reporting.

RICKY CLARK
NATIONAL GROUP SALES MANAGER
JOINED OCTOBER 2023

Ricky has over 10 years' experience in the logistics and transport sector, having held sales, operations and leadership roles across both large corporations and family run businesses. He has extensive experience and a deep understanding of market expectations, making him well-positioned to lead and promote MOVE's services.

RACHAEL HUSTLER
GM PEOPLE AND CULTURE
JOINED MOVE IN JULY 2023

Rachel has over 25 years of industry experience, specialising in culture, leadership, talent and transformation. Her goal is to develop a long-term strategy where MOVE's people are collaboratively working together, are provided with opportunities for growth and development and where MOVE is seen as an employer of choice.

ANTHONY BROWNE
GM OCEANS
JOINED DECEMBER 2023

Anthony has held several senior roles within the New Zealand logistics sector including CEO of Agility Logistics, and Group Sales Manager at Mainfreight. Anthony returned to the freight industry after 10 years establishing and running his own business. Since joining MOVE, Anthony has spearheaded the transformation of the Oceans business.

WARWICK BELL
GM SPECIALIST LIFTING AND TRANSPORT
JOINED MOVE IN 2018

Warwick has worked in leadership roles within the Specialist group of companies (Tranzcarr Heavy Haulage and Machinery Movers) for more than two decades and joined the MOVE team in 2018 when the Specialist group was acquired. He now leads this division for MOVE, using his in-depth knowledge and expertise to deliver for customers on large, oversize and custom jobs.

NICK WARD
GM TECHNOLOGY
JOINED SEPTEMBER 2019

Nick joined MOVE as a contractor in 2019 before becoming a permanent member of the team in 2020. He has a has a background in project management, software development, infrastructure, and before that was a teacher. This provides Nick with a unique perspective on technology and allows him to engage with a forward-facing customer focused mindset.

CRAIG LEISHMAN
GM WAREHOUSING
JOINED MARCH 2023

Craig's involvement in the logistics sector spans thirty years. He has held national leadership roles in a number of multi-national companies, including D.B Breweries (Heineken), L'Oreal, Independent Liquor (Asahi Breweries) and Danone Nutricia. He brings a 'hands-on' practical approach backed by significant experience and expertise in the freight and warehousing industries.

Our Board.

JULIA RAUE
APPOINTED 3 MAY 2023
INDEPENDENT CHAIR FROM 24 JUNE 2024

Julia joined the MOVE Logistics Group Board as an independent director in May 2023. She has significant governance experience across a variety of sectors, including current directorships with Southern Cross Group and Global Women. She has previously been a director of The Warehouse Group, Z Energy, TVNZ and Jade Software. Julia has experience chairing a number of governance committees including Nominations & People and Health Safety & Wellbeing. She has a strong background in business transformation, digital change, and customer excellence and, prior to her governance career, was Chief Information Officer at Air New Zealand for nine years.

DAVID (GRANT) DEVONPORT
APPOINTED 23 NOVEMBER 2021
INDEPENDENT DIRECTOR, CHAIR RISK ASSURANCE & AUDIT COMMITTEE

Grant has significant financial experience, having been CFO of Australian Pacific Airports Corporation (owner of both Melbourne and Launceston Airports), and CFO of both Toll NZ and Toll Holdings Group. As well as being an executive of both ASX and privately owned businesses, Grant's responsibilities have included procurement, technology, risk, safety & environment, company secretariat, treasury and investor relations.

MARK NEWMAN
APPOINTED 27 JULY 2021
INDEPENDENT DIRECTOR

Mark has extensive domestic and international transport and logistics industry expertise, having held senior leadership roles with Mainfreight for over 20 years, as CEO Mainfreight Europe and General Manager New Zealand Transport. He has a deep understanding of the New Zealand transport landscape along with a wealth of experience in building successful teams and developing strong culture.

LACHIE JOHNSTONE
APPOINTED 1 MARCH 2024
INDEPENDENT DIRECTOR

Lachie is an experienced director, with current directorships including Chair of CentrePort and Jenkins Group. Previously, he was Chair of Farmlands Co-operative Society for sixteen years alongside a number of other governance roles. He has extensive commercial and Chair/Director experience across the logistics, port, agriculture, horticulture and education sectors including chairing People & Remuneration, Audit & Risk and Health Safety & Wellbeing board sub-committees.

GREG KERN
APPOINTED 8 MARCH 2024
DIRECTOR

Greg was an advisor on the reverse listing of MOVE in 2017 and a director until April 2019. He is managing director of Kern Group, a corporate advisory firm in Australia, and has particular experience in strategic planning and corporate structure, as well as strong networks across the Australian investment market. He is a chartered Accountant, a registered company auditor and registered taxation agent. The Board has determined that he is a non-executive, non-independent Director given his connection with substantial shareholders.

GREG WHITHAM
APPOINTED 8 MARCH 2024
DIRECTOR

Greg Whitham was one of the original founding partners of the MOVE group and was Chief Financial Officer from 1996. He was part of the executive team who, over many years, built enduring customer relationships and expanded the scale of MOVE and the services it offers. He retired from the company in 2019, following its successful transition to a listed company. The Board has determined that Greg is a non-executive, non-independent director, as he is a substantial shareholder.

LORRAINE WITTEN
APPOINTED 6 DECEMBER 2017
INDEPENDENT DIRECTOR

Lorraine is an experienced executive and entrepreneur with extensive commercial experience in high growth and high change environments. She has over 20 years of governance experience and is a Chartered Fellow of the Institute of Directors and Fellow of Chartered Accountants ANZ. She currently sits on the board of a number of private and public companies including Mercury Energy and as Chair of Rakon. Lorraine was Chair of MOVE from September 2021 to May 2024 and has announced her intention to step down from the Board at the 2024 Annual Meeting.

CORPORATE GOVERNANCE

At MOVE Logistics Group Limited (**MOVE**)(the **Company**), we believe good corporate governance is essential to protect the interests of investors and create and enhance value over the short and long term. We are committed to conducting business in the right way: ethically, sustainably and in line with our legal and regulatory obligations.

The Board has adopted corporate policies and procedures that reflect best practice and MOVE follows the principles and recommendations of the NZX Corporate Governance Code (**the Code**). We believe that the Company's corporate governance practices in FY24 materially align with the Code dated 1 April 2023. The following pages summarise our corporate governance practices and progress in FY24.

The information contained in this corporate governance statement has been prepared in accordance with NZX Listing Rule 3.8.1(a). This governance statement is current as at 30 June 2024 and was approved by the Board on 17 September 2024.

1. ETHICAL STANDARDS

1.1 Code of Ethics

MOVE expects its Directors and employees to act with integrity and professionalism and undertake their duties in the best interests of the Company. The Company's Code of Ethics is available on the Company website and is available to all team members.

The Code of Ethics is included in the New Employee Induction pack and all employees are required to attest that they have reviewed and understand the scope of relevant governance policies. Ongoing training will be included as part of future group-wide learning series.

MOVE encourages employees to speak out if they have concerns about any area of the Company. The avenues for doing so are detailed in the Company's Whistleblower Policy which is on the Company website.

1.2 Securities Trading Policy

MOVE's Securities Trading Policy and the Financial Markets Conduct Act 2013, impose limitations and requirements on Directors and employees dealing in the Company's shares. These limitations prohibit dealing in shares while in possession of inside information and impose requirements for seeking consent to trade. MOVE's Securities Trading Policy is available in the Investor centre on MOVE's website. Details of directors' share dealings are set out on page 86 of this report.

2. BOARD COMPOSITION AND PERFORMANCE

2.1 Board Charter

The roles and responsibilities of the Board are detailed in the Board Charter, which is reviewed at least every two years and is available on the Company's website. The Board's primary objective is to enhance shareholder value and protect the interests of other stakeholders by improving corporate performance and accountability.

The Board has delegated authority for day-to-day leadership and management of the business to the Group CEO, who in turn has sub-delegated authority to other Company management with specified financial and non-financial limits. MOVE has a Delegations of Authority Policy, which is reviewed annually by the Board.

2.2 Nomination and Appointment of Directors

The number of elected Directors and the procedure for their retirement, nomination and election is set out in the Company Constitution and NZX Listing Rules. Directors must retire and may stand for re-election by shareholders at least every three years. A Director appointed since the previous annual meeting may hold office only until the next annual meeting but is then eligible for re-election at that meeting. Key information is provided to shareholders when a director stands for election or re-election.

All Directors are involved in the consideration of Board composition including succession planning, recruitment searches, considering Shareholder nominees, making appointment recommendations to shareholders and, outside of shareholders meetings, resolving to appoint directors. In performing these functions, the Board assesses candidates against a number of factors including qualifications, capability, experience, judgement and skills, and the ability to work with other Directors. Reference checks are carried out on all candidates and key information about candidates is provided to shareholders to assist their decision whether or not to elect or re-elect a candidate.

The Board is supported in this work by the Governance and Remuneration Committee. The Committee considers the collective capability of the current Board and assesses that against the Company's operational and strategic requirements. This analysis then drives a focus on finding candidates who will best complement the current mix of capabilities on the Board.

Shareholders may also nominate candidates for election to the Board, in accordance with the constitution of the Company and the NZX Listing Rules.

2.3 Written agreements

The Company has written agreements with each Director, establishing the terms of their appointment. The Company has arranged a policy of Directors' and Officers' liability insurance. This policy covers the Directors and Officers so that any monetary loss suffered by them as a result of actions undertaken by them as Directors or Officers is insured to specified limits (subject to legal requirements and/or restrictions).

The Company has also entered a Deed of Indemnity and Access with each Director. The terms of the indemnities granted to Directors (as permitted by the MOVE constitution) are included in these Deeds together with information access rights and agreed procedures for the conduct of legal claims.

2.4 Director Information

As at the date of this Annual Report, the MOVE Board comprises five independent Directors and two non-independent, non-executive Directors. Profiles of Directors are available on the Company's website and on pages 26 and 27 of this Report.

There has been a refresh of the Board over the past year:

- Julia Raue, who was appointed by the Board in May 2023, was elected by shareholders at the 2023 Annual Meeting.
- Danny Chan, who was appointed in 2017 at the time of the reverse listing of MOVE, stepped down at the end of the 2023 Annual Meeting.
- Lachie Johnstone was appointed an Independent Director in March 2024. He has extensive experience across the logistics sector, including fuel distribution. Previously, he was chair of Farmlands Co-operative Society for 16 years alongside a number of other governance roles.
- Chris Dunphy resigned as a Director from 28 March 2024 to focus on personal enterprises. He was an active member of the Board for the last three years, taking on the role of Executive Director for a period of time as the company commenced a strategic reset.
- A further two new directors were appointed in March 2024 following a request from substantial shareholders representing over 30% of MOVE's issued capital. Gregory Whitham was one of the original founding partners of the group, and Gregory Kern is managing director of Kern Group, a corporate advisory firm in Australia.
- Lorraine Witten has also advised that she will step down from the Board ahead of the 2024 Annual Meeting. The Board appointed Julia Raue as Chair, effective from 24 June 2024.

As at 30 June 2024, Board members are:

Name	Role	Appointed
Julia Raue	Chair	3 May 2023
Grant Devonport	Independent director Chair Risk Assurance and Audit Committee	23 November 2021
Mark Newman	Independent director Chair Governance and Remuneration Committee	27 July 2021
Lachie Johnstone	Independent director	1 March 2024
Lorraine Witten	Independent director	6 December 2017
Gregory Kern	Non-independent, non-executive director	8 March 2024
Gregory Whitham	Non-independent, non-executive director	8 March 2024

The Board uses a skills matrix and considers several factors including qualifications, experience and skills of Directors when appointing new Directors or considering Board composition. The Board is confident that the current Directors offer valuable and complementary skills, experience and expertise that are of value to the Company.

Skill	High Capability	Moderate Capability
Board/Corporate Governance	●●●●●	●●
Corporate Social Responsibility	●●	●●●●●
Customer Insight / International Market Knowledge	●	●●●●●
Diversity (gender/culture/balance)		●●●●●●
Financial Expert	●●●●	●●
Human Resources & Talent Management	●●●	●●●
Industry Experience	●●●●	●●●
Legal / Regulatory	●●●	●●●●
Listed Company Governance	●●●●	●●
Marketing		●●●●●
Risk Management & Audit	●●●●●●	●
Strategic Growth / Value / Business Development	●●●●●●	●
Technology - Information / Digital / Social Media	●●●●	●●

2.4 Diversity

Diversity at MOVE refers to characteristics of individuals and includes factors such as gender, marital status, religious beliefs, colour, race, ethnic or national origin, disability, age, political views, employment status, family status or sexual orientation. Diversity encompasses the way MOVE's people differ in terms of their education, life experience, job function, work experience, personality, location and career responsibilities. The key aspects being sought at MOVE are diversity of thought and skills, as these attributes are most likely to assist MOVE in delivering better outcomes for its stakeholders.

MOVE is committed to equal employment opportunities and treating all individuals fairly and with respect. MOVE recognises that everyone has individual differences which can be leveraged to create stronger teams that will ultimately drive stronger business performance.

MOVE's approach to diversity is outlined in the Diversity Policy, which is available on the Company's website.

Key areas of focus are:

- Recruitment and retention of a diverse workforce;
- Supportive working environment;
- People development; and
- Recognition and reward based on merit.

As at 30 June 2024, females represent 27% (FY23: 27%) of Directors and Officers of the Company (an officer is a person who is concerned or takes part in the management of the company business and reports directly to the Board or CEO). Females represent 21% (FY23: 19%) of all employees of the Company.

As at 30 June	FY24		FY23	
	Female	Male	Female	Male
Directors	2	5	2	4
Officers	2	6	1	4
All Employees	203	752	221	926

The Board is satisfied with the initiatives being implemented by the Company and its performance with respect to the Diversity Policy. The Board has not currently set measurable objectives under the Policy for achieving diversity, as the Board considers diversity outcomes can be achieved without measurable objectives.

2.6 Director Training and Education

Directors are encouraged to undertake appropriate training and education to ensure they remain current on how to best perform their duties. In addition, management provide regular updates on relevant industry and Company issues, including briefings from senior executives.

All Directors have access to executives to discuss issues or obtain information on specific areas in relation to matters to be discussed at Board meetings, or other areas as they consider appropriate. The Board Committees and Directors, subject to the approval of the Board Chair, have the right to seek independent professional advice at the Company's expense, to enable them to carry out their responsibilities.

2.7 Board Performance and Review

The Board monitors its own performance and will, from time to time, commission an external review to assess the performance of individual Directors and the Board's effectiveness (including the effectiveness of Board Committees). An external review was last conducted and presented to the Board in June 2022. This has assisted the Board in identifying the skills and experience desired of new Directors and to plan longer term Board succession in a manner that ensures the Board remains fresh but also provides MOVE with governance continuity.

2.8 Director Independence

In order for a Director to be independent, they must not be an executive of MOVE Group and must have no disqualifying relationships. Independence is determined by the Board, having regard to the factors described in Recommendation 2.4 of the Code. The Board has determined that, aside from Gregory Kern and Gregory Whitham, all current directors are independent and have no disqualifying relationships.

Gregory Kern and Gregory Whitham were appointed in March 2024 following a request from substantial shareholders representing over 30% of MOVE's issued capital. The Board has determined that Gregory Kern is a non-executive, non-independent Director given his connection with those substantial shareholders. Gregory Whitham is a substantial shareholder in MOVE, holding approx. 7% of issued capital. The Board has determined that he is also a non-executive, non-independent Director.

Directors are required to notify MOVE of any interests they have that could impact an assessment of their independence or their ability to act in the best interests of MOVE.

MOVE has processes in place to manage any conflicts of interest with Directors who are interested in a matter. Directors' interests are disclosed on pages 83 to 85 of the Annual Report.

2.9 Independent Chair

MOVE's Chair is an independent Director as recommended by the Code and is elected by the Directors. Both Lorraine Whitten and Julia Raue, who have held the role of Chair over the year, are considered by the Board to be independent.

2.10 Separation of the role of Chair and CEO

The Board supports the separation of the roles of Chair and CEO. In addition to MOVE's CEO not being the Chair, the CEO is also not a Director of MOVE.

3. BOARD COMMITTEES

The Board has delegated a number of its responsibilities to Committees to assist in the execution of the Board's responsibilities. The use of Committees allows issues requiring detailed consideration to be dealt with separately by members of the Board with specialist knowledge and experience, thereby enhancing the efficiency and effectiveness of the Board. However, the Board retains ultimate responsibility for the functions of its Committees and determines their responsibilities.

The Committees meet as required and have terms of reference (Charters), which are approved and reviewed by the Board.

Minutes of each Committee meeting are available to all members of the Board, who are all entitled to attend any Committee meeting. Each Committee is empowered to seek any information it requires from employees in pursuing its duties and to obtain independent legal or other professional advice.

The membership and performance of each Committee is reviewed annually. The Chair sits as an ex-officio member of both Board committees.

The Board committees as at 30 June 2024 were as follows:

Committee	Role	Members as at 30 June 2024
Risk Assurance and Audit (RAAC) Committee	Assist the Board in its oversight of the integrity of financial reporting, financial management and controls, external audit quality and independence, and the risk management framework.	Grant Devonport (Chair) Gregory Whitham Mark Newman
Governance and Remuneration Committee	Assist the Board to establish and maintain a strong governance framework overseeing the management of the company's people, remuneration and diversity policies.	Mark Newman (Chair) Lachie Johnstone Lorraine Witten

Attendance at Board and Committee Meetings for the year ended 30 June 2024 was as follows:

	Board	Risk Assurance and Audit	Governance and Remuneration
Total Meetings Held	**16**	**6**	**2**
Lorraine Witten	16	6	2
Julia Raue	16	4	2
Mark Newman	16	6	2
Grant Devonport	16	6	-
Lachie Johnstone[1]	5	1	1
Gregory Kern[1]	6	1	-
Gregory Whitham[1]	6	1	-
Danny Chan[2]	4	2	1
Christopher Dunphy[2]	12	3	1

[1] Lachie Johnstone was appointed as a Director from 1 March 2024. Gregory Whitham and Gregory Kern were appointed from 8 March 2024
[2] Danny Chan retired as a Director at the 2023 ASM on 25 October 2023. Chris Dunphy stepped down from the Board on 28 March 2024

3.1 Risk Assurance and Audit Committee

The Board has a Risk Assurance and Audit Committee which acts as a delegate of the Board on financial reporting, internal control and risk management issues. There are a minimum of three members, who are all independent Directors. The Chair of the Committee, Grant Devonport, is not the Chair of the Board, is independent and has significant accounting and financial expertise. Other members of the Committee all have significant commercial and/or financial expertise.

The role and responsibilities of the Committee are detailed in the Risk Assurance and Audit Committee Charter which is available on MOVE's website.

3.2 Management attendance at Audit Committee meetings

Employee (including management) attendance at all Committee meetings is by invitation only.

3.3 and 3.4 Governance and Remuneration Committee

The purpose of the Governance and Remuneration Committee is to:

- identify and recommend individuals to the Board for nomination as members of the Board and its committees; and
- oversee and regulate compensation and organisation matters affecting MOVE, including:
  - remuneration and benefits policies;
  - performance and remuneration of MOVE' Directors and senior executives;
  - management development;
  - succession planning for the Chief Executive Officer and direct reports to the Chief Executive Officer; and
  - major organisational changes providing a more focused and streamlined process where Board approval would otherwise be required.

All members of the Committee are independent Directors. Management may only attend meetings at the invitation of the Committee.

The Governance and Remuneration Committee Charter is available on MOVE's website.

3.5 Other Board Committees

Special purpose Committees may be formed to review and monitor specific projects with senior management. There were no other Board Committees formed during FY24.

3.6 Takeover protocols

In the case of a takeover offer, MOVE would engage expert legal and financial advisors to provide advice on procedure. An Independent Takeover Committee would be formed to oversee disclosure and response and MOVE would disclose the scope of the required independent advisor reports to its shareholders. Formal Takeover protocols have been developed and formally adopted by the Board in compliance with Recommendation 3.6 of the Code.

4. REPORTING AND DISCLOSURE

4.1 Disclosure Policy

MOVE is committed to keeping investors and the market informed of all material information about the Company and its performance in a timely manner. In addition to all information required by law, the Company also seeks to provide sufficient meaningful information to ensure stakeholders and investors are well informed. The Company's Market Disclosure Policy sets out the principles and requirements of this commitment to timely and balanced disclosures. The policy is available on MOVE's website.

4.2 Access to key governance policies

MOVE takes a continuous improvement approach to corporate governance. Governance policies are reviewed and approved by the Board on a regular basis in line with best practice.

Key governance policies and charters can be viewed on the MOVE website at www.movelogistics.com/investors/governance.

4.3 Financial Reporting

The Board is responsible for ensuring that the financial statements give a true and fair view of the financial position of the Company and have been prepared using appropriate accounting policies, consistently applied and supported by reasonable judgements, estimates; and for ensuring all relevant financial reporting and accounting standards have been followed.

The Risk Assurance and Audit Committee oversees the quality and integrity of external financial reporting, including the accuracy, completeness, balance and timeliness of financial statements. It reviews MOVE's full and half year financial statements and makes recommendations to the Board concerning accounting policies, areas of judgement, compliance with accounting standards, stock exchange and legal requirements, and the results of the external audit.

For the financial year ended 30 June 2024, the Directors believe that proper accounting records have been kept which enable, with reasonable accuracy, the determination of the financial position of the Company and facilitate compliance of the financial statements with the Financial Markets Conduct Act 2013. All matters required to be addressed, and for which the Committee has responsibility, were addressed during the reporting period.

Senior management has confirmed in writing that MOVE Group's external financial reports present a true and fair view in all material aspects.

4.4 Non-financial reporting

MOVE's strategic pathways lay out the framework for a sustainable future for the Company. MOVE is actively seeking to have a positive impact on its people, communities and the environment. The Company believes this will have a beneficial impact on the business, thereby creating long term value for shareholders.

MOVE periodically updates shareholders and the market on its strategy, non-financial objectives and its progress against these objectives, in shareholder reports and newsletters and at other investor events during the year including investor presentations and the Annual Shareholders' Meeting.

The Company has not adopted a formal ESG framework but has instead selected key matters to report on. The Company has a Sustainability Policy which is available on the Company website. MOVE will report in line with the mandatory climate-related disclosures regime for the first time in FY24.

MOVE is committed to using its resources responsibly and will look for opportunities to reduce any negative environmental risk or impact from business operations, products and services. MOVE is committed to providing fair and responsible products and services. The Board encourages diversity, and is developing a Modern Slavery Policy.

5. REMUNERATION

Considering and recommending to the Board on matters relating to the remuneration of Directors and senior executives is a key responsibility of the Governance and Remuneration Committee.

The Board promotes the alignment of the interests of the Directors, the CEO and management with the long-term interests of shareholders. Remuneration policies and structures are reviewed regularly to ensure remuneration of management and Directors is fair and reasonable in a competitive market for the skills, knowledge and experience required by MOVE. External advice is also sought to ensure remuneration is benchmarked to the market for senior management positions and Board positions.

Details of Director and executive remuneration and benefits in FY24 are provided on page 81.

5.1 Directors' Remuneration

While MOVE does not have a formal remuneration policy for directors, it follows the guidelines of the Code. MOVE seeks to offer remuneration that attracts quality directors, with the right skills and experience and appropriately compensates them for their input and time.

MOVE's Governance and Remuneration Committee is responsible for overseeing and regulating compensation matters, including remuneration of Directors. The Committee Charter is available on MOVE's website.

Shareholders fix the total remuneration available for Directors. Approval is sought for any increase in the pool available to pay Directors' fees, and any recommendations to shareholders regarding Director remuneration are provided for approval in a transparent manner. If independent advice is sought by the Board, it will be disclosed to shareholders as part of the approval process.

The last increase in the total pool fee for Director remuneration was approved by shareholders in 2017 at $750,000.

The Board Charter provides that no retirement allowance is payable to a Director.

Remuneration per annum for each Board role is as follows:

Chair	$140,000
Non-executive Director	$75,000
Chair of Risk Assurance and Audit Committee	$10,000
Chair Governance and Remuneration Committee	$10,000

5.2 Executive remuneration

MOVE's executive remuneration policies and practices are designed to attract, retain and motivate high calibre people and create a performance-focused culture. Executive remuneration comprises a fixed component. The Board has reviewed executive remuneration with the assistance of external independent advice. The Company has written agreements with the CEO and executive team members setting out the terms of their employment. Short-term incentives (STIs) have now been phased out, with any remaining payments settled in FY24.

5.3 CEO Remuneration

The remuneration of the Chief Executive Officer comprises a fixed component commensurate with experience and industry benchmarks. Details of CEO remuneration in FY24 is provided on page 82.

6. RISK MANAGEMENT

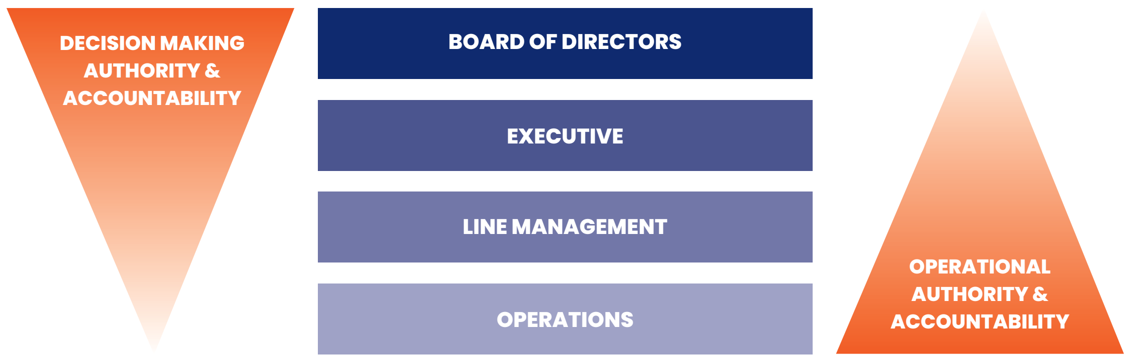
6.1 Risk Management Framework

MOVE has robust assurance, risk and compliance frameworks to ensure risk is identified, assessed, categorised and ranked across the business. The Board has overall responsibility for the establishment and oversight of the group's risk management framework, with more detailed oversight by the Risk Assurance and Audit Committee (RAAC).

The RAAC ensures MOVE has appropriate risk management policies in place and provides the Board with assurance that key risks relevant to MOVE have been appropriately identified, managed and reported to the Board. The RAAC regularly reports to the Board on the operation of MOVE's risk management and internal control processes. It is also responsible for overseeing and monitoring that MOVE's management implements and operates adequate risk assurance, internal controls and audit systems within MOVE. The Board as a whole is responsible for monitoring corporate risk assessment processes and this is not delegated to a subcommittee.

The Board carries out a review of the effectiveness of the Group's risk management and internal control systems at least annually. MOVE's risk management policy provides clarity on roles and responsibilities to minimise the impact of financial, operational and sustainability risk on its business.

MOVE's current governance and risk management structure is:



Foundational governance and risk documents are regularly reviewed and updated to ensure MOVE continues to find the best ways of working to achieve its business goals while remaining within risk appetite and adhering to its regulatory obligations.

MOVE's risk management framework has been created to ensure there is clear ownership and delegation of responsibility for the management and oversight of risks and to support the appropriate flow of information throughout the Group.

MOVE assesses its risks by understanding the likelihood of occurrence and the potential consequences using the following categories:

Current key risks are:

- **Economy** - Heightened economic or market uncertainty could impair long-term planning affecting revenue optimisation and growth.
- **Financial risk** - The risk that MOVE will not be able to meet its debt repayment obligations when they fall due.
- **Climate change and sustainability** - Physical climate impacts and related policy and/or market changes may disrupt our operations or impact demand for our services.
- **Execution of strategy** - Poor reputation; loss of revenue; loss of large customers; loss of business, loss-making contracts.
- **Cyber-security** - A cyber-attack could result in lost integrity or access to information, loss of control systems or a significant data privacy breach.
- **Health & Safety** - Events that could adversely affect employee health and wellbeing.

6.2 Health and safety

Staying safe, keeping others safe, and being responsible are fundamental to what MOVE is as an organisation. Operating the business in this way helps deliver on MOVE's goal of "No Harm to People, the Environment or Assets". Paying close attention to safety, wellbeing, sustainability, ethics and integrity go hand in hand with that goal.

The Board is committed to ensuring a high quality, safe and healthy environment for all of MOVE's people, visitors, partners and those in the community.

People safety is a key priority, one of MOVE's core values and an essential component across the business. MOVE is committed to developing, improving and reinforcing its safety culture, including by improving leadership capacity, simplifying tools and systems and requiring 'good catch' reporting.

Safety performance is tracked to identify patterns to help prevent incidents. "Health, Safety and Sustainability" results and reported data from each Business Unit and at a Group level, are reviewed at each National Health & Safety Committee meeting. The Committee is an executive group that meets every second month for the purposes of health and safety management across the Group. In addition, the Board receives monthly reports on the health and safety performance across the Group, including performance against plan, good catch reporting, progress with safety related initiatives and reviewing lead and lag indicators of performance.

MOVE continues to be a part of the Accident Compensation Corporation's Accredited Employer Program, completing its annual audit with a tertiary achievement. This signals that MOVE continues to achieve a clear history of established systems, processes and procedures which function actively in MOVE's workplace.

The Company's injury frequency rates provide a lag indicator of performance, with increased transparency and reporting introduced during the year.

	2020	2021	2022	2023	2024
Lost Time Injury Frequency Rate (LTIFR)	24.50	19.84	15.81	14.72	15.82
Total Recordable Injury Frequency Rate (TRIFR)	62.18	63.5	46.75	29.96	38.62

7. AUDITORS

7.1 External audit

For the year ended 30 June 2024, PricewaterhouseCoopers (PwC) was the external auditor of MOVE Group Limited. PwC was first appointed as auditor in 2017. The most recent Audit Partner rotation occurred in 2021, with the next rotation due no later than 2026.

The RAAC monitors the relationship and communications with the external auditors, and monitors ongoing independence, quality and performance. The RAAC also monitors audit partner rotation.

The RAAC pre-approves any non-audit work undertaken by PwC. The non-audit services in the year ended 30 June 2024 are set out on page 89. Those services were provided in accordance with the company's External Auditor Independence Policy and were assessed by the RAAC as not affecting PwC's independence. The fees paid for audit and non-audit services in FY24 are identified on page 89 of the Annual Report.

PwC has provided the MOVE Board with written confirmation that, in their view, they were able to operate independently during the year.

7.2 Attendance at Annual Meeting

The external auditors attend the Annual Shareholders Meeting and are available to answer questions from shareholders relevant to the audit.

7.3 Internal Audit

The internal audit function for MOVE's business needs a broad range of skills to be effective and comprehensive. There is also a requirement for expertise in a growing range of specialist skills such as IT audit; data mining; data analytics and in-depth knowledge of different regulatory regimes. MOVE outsources the majority of its Internal Audit function, which enables access to specialist expertise, innovations in the latest audit techniques and technology and the opportunity for benchmarking. MOVE has an Internal Audit Framework and Annual Plan which is overseen by the RAAC. The reports from the Internal Audits are presented to the RAAC which then monitors performance against the audit recommendations.

MOVE will continue to develop and further refine the options in the Internal Audit function to meet the future needs of the business.

8. SHAREHOLDER RIGHTS AND RELATIONS

8.1 Investor website

Easy access to financial, operational and governance information is available through the Investor Centre on company's website at www.movelogistics.com/investors.

8.2 Engagement with shareholders

The Board is committed to open and regular dialogue and engagement with shareholders. MOVE has developed an investor relations programme which includes regular dialogue with investors, analysts and investor meetings, and earnings announcements. The programme is designed to provide shareholders and other market participants the opportunity to obtain information, express views and ask questions.

Shareholders are actively encouraged to attend the Annual Meeting and may raise matters for discussion at this event. Shareholders are also able to vote by proxy ahead of meetings without having to physically attend those meetings. In 2023, MOVE held a hybrid meeting to allow shareholders to participate in person or online.

Shareholders are encouraged to communicate with the Company and its share registry electronically. Approximately 67% of MOVE's shareholders have opted in for email communications.

In addition to shareholders, MOVE has a wide range of stakeholders and maintains open channels of communication for all audiences in New Zealand and Australia, including brokers, the investing community and the New Zealand Shareholders' Association, as well as its employees, suppliers and customers.

8.3 Voting on major decisions

In accordance with the NZX Listing Rules, MOVE refers major decisions which may change the essential nature of MOVE's business to shareholders for approval. All voting by shareholders is undertaken by poll, upholding the 'one share, one vote' requirement of the NZX Listing Rules.

8.4 Equity offers

MOVE did not undertake any capital raising during FY24. Should MOVE consider raising additional capital, MOVE will structure the offer having regard to likely levels of shareholder participation and optimising and enhancing the ability to maximise the level of capital raised. Subject to these factors the Board will look to give all shareholders a proportionate opportunity to participate in any capital raising.

8.5 Notice of meeting

MOVE aims to provide at least 20 working days of the notice of the Annual Shareholders Meeting, which is posted on MOVE's website, announced to the NZX and ASX markets and sent to shareholders prior to the meeting each year. This goal was achieved in 2023.

Variance to NZX Corporate Governance Code

NZX Code Principle	NZX Code Recommendation	Key Difference	Status
Board Composition and Performance	2.5 The Board should set measurable objectives for achieving diversity	The Board has not set measurable objectives under the Policy	The Board considers that diversity outcomes can be achieved without measurable objectives
Remuneration	5.1 The Board should have a remuneration policy for directors	MOVE does not have a formal remuneration policy for Directors	The Board follows the guidelines of the NZX Corporate Governance Code and seeks to offer remuneration that attracts quality directors, with the right skills and experience and appropriately compensates them for their input and time. Directors' salaries are disclosed in the Annual Report on page 81.

Financial measures.

MOVE Logistics Group uses several non-GAAP measures when discussing financial performance. The Board and Management believes this provides a better reflection of the company's underlying performance.

GLOSSARY

EBITDA	Earnings before interest, tax, depreciation, amortisation excluding income and impairment from associates
Normalised EBITDA	EBITDA before non trading costs
Normalised EBT	Earnings before tax, share of associates and non-trading adjustments
Free cash flow	Pre-IFRS16 EBITDA excluding non-cash items plus movements in working capital, less net capital expenditure and lease & rent payments
Adjusted net operating cashflow	Operating cashflow including fixed rent and lease payment
Gearing	Net debt/(Net debt + Equity)
Net debt	interest bearing liabilities less cash and cash equivalents
Operating cash conversion	cash generated from operations as a %age of EBITDA less non-cash items
Working Capital Ratio	Current Assets excluding held for sale / Current Liabilities excluding borrowings, lease liabilities and held for sale
LTIFR	Lost time injury frequency rate

EBITDA RECONCILIATION	FY24 $M	FY23 $M
Net profit/(loss) before income tax (GAAP measure)	**(45.3)**	**(7.6)**
Add back:		
Share of loss of associates	-	.1
Restructuring and settlement costs	2.3	0.6
Share acquisition costs	-	0.1
Goodwill and asset impairment	17.3	1.0
EBT excluding non-trading items (non-GAAP measure)	**(25.7)**	**(5.8)**
Finance costs (net)	10.2	9.7
EBIT excluding non-trading items (non-GAAP measure)	**(15.4)**	**3.9**
Depreciation & Amortisation	43.0	43.5
EBITDA excluding non-trading items (non-GAAP measure)	**27.6**	**47.4**

CASHFLOW RECONCILIATION	FY24 $M	FY23 $M
Cash from operating activities	18.7	38.4
Lease principal payments	(29.5)	(27.3)
Operating cashflow less lease payments	**(10.8)**	**11.1**
Adjustments: loan interest/tax/insurance/gain on asset sales	5.8	3.1
Adjusted net operating cashflow	**(5.1)**	**14.2**

DIRECTORS' STATEMENT
FOR THE YEAR ENDED 30 JUNE 2024

The Directors of MOVE Logistics Group Limited are pleased to present the financial statements for MOVE Logistics Group Limited and its subsidiaries (together the Group) for the year ended 30 June 2024 contained on pages 41 to 76.

Financial statements for each financial year fairly present the financial position of the Group and its financial performance and cash flows for that period and have been prepared using appropriate accounting policies, consistently applied and supported by reasonable judgments and estimates and all relevant financial reporting standards have been followed.

Proper accounting records have been kept that enable, with reasonable accuracy, the determination of the financial position of the Group and facilitate compliance of the financial statements with the Financial Markets Conduct Act 2013.

Adequate steps have been taken to safeguard the assets of the Group to prevent and detect fraud and other irregularities.

The Directors hereby approve and authorise for issue the financial statements for the year ended 30 June 2024. They do not have the power to amend these financial statements after issue.

For and on behalf of the Board

Julia Raue - Chair
28 August 2024

David (Grant) Devonport - Director
28 August 2024

CONSOLIDATED STATEMENT OF PROFIT OR LOSS & OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2024

	NOTES	30 JUNE 2024 $000	30 JUNE 2023 $000
Revenue	7	293,866	343,873
Gains on disposal of assets		768	1,587
Lease income		1,028	1,539
Other income	7	5,996	675
Total Income		**301,658**	**347,674**
Transport costs		(131,101)	(145,311)
Employee costs		(110,122)	(117,040)
Rental / lease expenses		(3,325)	(4,602)
Other operating expenses		(29,479)	(33,373)
Depreciation of right of use assets		(32,144)	(29,451)
Other depreciation / amortisation expenses		(10,902)	(14,031)
Other non-operating expenses	5	(19,656)	(1,728)
Total Operating Expenses	8	**(336,729)**	**(345,536)**
Finance costs relating to lease liabilities		(8,551)	(7,418)
Other finance costs - interest on borrowing		(1,953)	(2,399)
Interest income on short term deposit		261	161
Operating loss before income tax		**(45,314)**	**(7,518)**
Share of (loss) of associates		-	(74)
Loss Before Income Tax		**(45,314)**	**(7,592)**
Income tax (expense)/credit	9	(1,850)	1,755
LOSS FOR THE YEAR FROM CONTINUING OPERATIONS		**(47,164)**	**(5,837)**
(Loss) / Profit attributable to:			
Owners of the company		(48,063)	(7,190)
Non-controlling interests		899	1,353
		(47,164)	**(5,837)**
Other comprehensive income:			
Comprehensive Income for the Period, Net of Tax		-	-
TOTAL COMPREHENSIVE LOSS FOR THE YEAR, NET OF TAX		**(47,164)**	**(5,837)**
Earnings per share attributable to the ordinary equity holders of the Company		**CENTS**	**CENTS**
Basic and diluted earnings per share for profit attributable to the ordinary equity holders of the company	11	(37.66)	(6.18)

The above consolidated Statement of Profit or Loss & Other Comprehensive Income should be read in conjunction with the accompanying notes.

CONSOLIDATED BALANCE SHEET

AS AT 30 JUNE 2024

	NOTES	30 JUNE 2024 $000	30 JUNE 2023 $000
ASSETS			
Current Assets			
Cash and cash equivalents	12.1	9,704	8,744
Inventories		178	219
Trade and other receivables	12.2	41,520	53,318
Tax receivable		179	-
Assets held for sale	20	1,929	-
Total Current Assets		**53,510**	**62,281**
Non-Current Assets			
Property, plant and equipment	13.1	54,989	82,048
Right of use assets	13.2	171,552	144,594
Intangible assets	13.3	1,705	14,843
Deferred Income tax asset	13.4	-	1,152
Other receivables		270	318
Total Non-Current Assets		**228,516**	**242,955**
TOTAL ASSETS		**282,026**	**305,236**
EQUITY			
Share capital	14	84,262	84,262
Other reserves		(505)	(615)
Accumulated losses		(60,334)	(12,271)
Equity attributable to owners of the parent		23,423	71,376
Non-controlling interest in equity		3,740	3,527
TOTAL EQUITY		**27,163**	**74,903**
LIABILITIES			
Current Liabilities			
Trade and other payables	12.3	31,119	33,852
Tax payable		-	121
Deferred revenue	7	439	341
Borrowings	12.5	26,665	3,708
Lease liability	13.2	30,263	25,793
Employee entitlements	12.4	8,765	11,023
Total Current Liabilities		**97,251**	**74,838**
Non-Current Liabilities			
Borrowings	12.5	-	20,615
Lease liability	13.2	154,362	129,603
Deferred revenue		-	3,000
Provisions for other liabilities and charges	13.5	3,250	2,277
Total Non-Current Liabilities		**157,612**	**155,495**
TOTAL LIABILITIES		**254,863**	**230,333**
TOTAL EQUITY & LIABILITIES		**282,026**	**305,236**

The above consolidated Balance Sheet should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2024

		ATTRIBUTABLE TO OWNERS OF THE COMPANY					
	NOTES	SHARE CAPITAL $000	RETAINED EARNINGS/ (ACCUM. LOSSES) $000	OTHER RESERVES $000	TOTAL $000	NON-CONTROLLING INTEREST $000	TOTAL EQUITY $000
Balance as at 1 July 2022		**75,188**	**(5,081)**	**88**	**70,195**	**2,798**	**72,993**
Comprehensive income							
(Loss)/Profit for the year		-	(7,190)	-	(7,190)	1,353	(5,837)
Other comprehensive income		-	-	-	-	-	-
Total comprehensive income		**-**	**(7,190)**	**-**	**(7,190)**	**1,353**	**(5,837)**
Cumulative translation adjustment		-	-	(673)	(673)	-	(673)
Transactions with owners:							
Employee share scheme		-	-	(30)	(30)	-	(30)
Issue of Ordinary Shares	14	9,074	-	-	9,074	-	9,074
Dividends		-	-	-	-	(624)	(624)
Balance as at 30 June 2023		**84,262**	**(12,271)**	**(615)**	**71,376**	**3,527**	**74,903**
Balance as at 1 July 2023		**84,262**	**(12,271)**	**(615)**	**71,376**	**3,527**	**74,903**
Comprehensive income							
(Loss)/Profit for the year		-	(48,063)	-	(48,063)	899	(47,164)
Other comprehensive income		-	-	-	-	-	-
Total comprehensive income		**-**	**(48,063)**	**-**	**(48,063)**	**899**	**(47,164)**
Cumulative translation adjustment		-	-	110	110	-	110
Transactions with owners:							
Dividends		-	-	-	-	(686)	(686)
Balance as at 30 June 2024		**84,262**	**(60,334)**	**(505)**	**23,423**	**3,740**	**27,163**

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

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2024

	NOTES	30 JUNE 2024 $000	30 JUNE 2023 $000
Cash flows from operating activities			
Receipts from customers and others		310,880	355,038
Interest received		261	161
Dividends received		4	3
Payments to suppliers and employees		(281,028)	(306,617)
Government subsidy received		18	114
Notional finance charge on NZ IFRS 16 leases	15.2	(8,551)	(7,418)
Interest paid		(1,911)	(1,950)
Income tax paid		(999)	(920)
Net cash generated from operating activities	15.1	**18,674**	**38,411**
Cash flows used in investing activities			
Purchase of property, plant and equipment		(1,844)	(19,132)
Proceeds from sale of property, plant and equipment		9,336	3,031
Purchase of intangible assets		(12)	(7)
Insurance income received	7	2,713	-
Government grant		-	3,000
Advances to associates		-	198
Net cash generated/(used) in investing activities		**10,193**	**(12,910)**
Cash flows from financing activities			
Repayment of borrowings	15.2	(4,200)	(3,755)
Proceeds from borrowings	15.2	6,500	-
Repayment of lease liability (NZ IFRS 16)	15.2	(29,521)	(27,318)
Dividends paid to shareholders / non-controlling interests		(686)	(624)
Net cash flow used in financing activities		**(27,907)**	**(31,697)**
Net increase/(decrease) in cash and cash equivalents		960	(6,196)
Cash and cash equivalents at beginning of year		8,744	14,940
Cash and cash equivalents as at 30 June		**9,704**	**8,744**

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

1.1. Reporting Entity

The core operations of MOVE Logistics Group Limited ("MOVE Logistics" or the "Company") and its subsidiaries (collectively "the Group") are in the New Zealand logistics sector. These include general transport, bulk liquids, heavy haulage, shipping, warehousing and distribution, freight forwarding and storage.

The Company is incorporated and domiciled in New Zealand, registered under the Companies Act 1993 and is a FMC Reporting Entity under part 7 of the Financial Markets Conduct Act 2013. The Company is dual listed with its primary listing of ordinary shares quoted in New Zealand on the NZX Main Board, and a secondary listing in Australia as a foreign Exempt Entity on the Australian securities exchange (ASX).

The registered office of the Company is at 24-30 Paraite Road, Bell Block, New Plymouth, New Zealand. The consolidated financial statements of the Company as at, and for the year ended 30 June 2024, comprise the Company and its subsidiaries (refer note 16.1), together referred to as the "Group".

1.2. Basis of Preparation

These financial statements have been prepared on a historical cost basis.

The preparation of financial statements in conformity with NZ IFRS requires the use of certain critical accounting estimates. It also requires Management to exercise its judgement in the process of applying the Group's accounting policies. The areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 4.

The consolidated financial statements have been prepared in accordance with the Financial Markets Conduct Act 2013 and the Companies Act 1993.

The principal accounting policies adopted in the preparation of the financial statements are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transaction and other events is reported. These policies have been consistently applied to all the periods presented, unless otherwise stated. To ensure consistency with the current period, comparable figures have been restated where appropriate.

1.3. Going Concern

As at 30 June 2024, the Group recorded an after tax loss attributable to owners of $48.1m including a $12.5m goodwill impairment and has a working capital deficit of $43.7m with loans and borrowings due for refinancing within the next twelve months of $26.7m.

In preparing these financial statements, the Directors have conducted a comprehensive assessment of certain events, conditions and related material uncertainties. Although the Directors have concluded that it is appropriate to prepare these financial statements on a going concern basis they have concluded that there are material uncertainties.

The material uncertainties arise primarily as a result of:
- Continued challenging economic environment and resulting operational underperformance
- A significant turnaround plan being implemented but not completed
- The risk that forecasted results are not met and as a result key terms of financing arrangements are not complied with

The following is the Directors analysis of all relevant material uncertainties:

Trading Performance

Economic Slowdown: The Group is facing severe impacts from a prolonged economic downturn. The slow economic growth has led to reduced consumer demand, lower revenues, and increased financial pressure on the Group's operations.

Operational Challenges: The Group has faced issues where the business was too slow to react to the economic downturn. This included ineffective execution of operational improvements particularly in Freight and Contract Logistics, resulting in inefficient resource allocation and loss of revenue and profit. This poor execution has largely driven the poor financial performance.

The Board has engaged external advisors to support the execution of the turnaround program, together with the appointment of an interim CEO who has the experience required to execute the plan (see below for details of the plan). The Group has also changed to a time charter ship for its Oceans trans-tasman operation which will result in reduced risks to operations.

Financial Position

Renewal of Debt Facility with ANZ and new Debtor Invoice Financing

The Group has been working with its existing bank and another proposed lender to secure financing on terms acceptable to the Group and note 12.5 provides details on the updated and new facilities. This will replace the current facility due to expire in March 2025. At this time the parties have agreed to a term sheet that provides the following:

- Refinanced ANZ Banking facilities to 31 August 2025
- New Debtor Invoice Financing with a limit of $21m however with shareholder approval the Group has the option to increase this to $25m
- Amended covenants to support turnaround program (which would be complied with based on forecast performance)

With the above facilities and in conjunction with prudent working capital management the Group is comfortable that it has sufficient cash and debt facilities available to meet its obligations and manage the Groups liquidity position appropriately.

Turnaround plan

To further address the risks the Group faces, a range of initiatives are underway, with certain activities at a well-progressed stage, albeit subject to material uncertainty with respect to time and outcomes. These initiatives include:

Cost Right-sizing: The Company is implementing a comprehensive cost reduction strategy, including operational efficiencies, and resourcing levels, to improve profitability and cash flow. Management is also exploring the sale of surplus assets to generate liquidity.

Revenue Growth: A key focus of the turnaround strategy is to enhance revenue growth by effectively converting the existing sales pipeline. Management is implementing a targeted approach to accelerate the conversion of high-potential leads and opportunities into confirmed sales.

Operational Optimisation and Restructuring: The Company is evaluating its operational structure and business model to streamline operations and focus on core competencies that drive profitability.

Conclusion

While the Group is confident in its ability to implement the turnaround plan successfully, manage the challenging current operating environment, achieve forecasted results and as a result operate within the financing terms and conditions proposed, the Directors reiterate that there are a number of material uncertainties related to unknown future events that are not fully within their control. These material uncertainties are related to events and conditions that may cast significant doubt on the Groups ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The financial statements do not include any adjustments that may be required if the Group is unable to continue as a going concern.

1.4. Statement of Compliance

The Group is a for-profit entity. Its financial statements have been prepared in accordance with, and comply with, New Zealand Generally Accepted Accounting Practice (NZ GAAP). They comply with New Zealand Equivalents to International Financial Reporting Standards and other applicable Financial Reporting Standards and Authoritive Notices, as appropriate for for-profit entities. The financial statements comply with International Financial Reporting Accounting Standards (IFRS Accounting standards).

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1. Consolidation

a. Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity, and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred and the equity interest issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement and the elimination of any balances arising between the Group and the acquiree.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer’s previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gain or loss arising from remeasurement is recognised in profit or loss.

Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition by acquisition basis, the Group recognises any non-controlling interest in the acquisition either at fair value or at the non-controlling interest’s proportionate share of the acquiree’s net assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group’s share of the identifiable net assets acquired, is recorded as goodwill.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently re-measured to fair value with changes in fair value recognised in profit or loss.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated Statement of Profit or Loss & Other Comprehensive Income, Statement of Changes in Equity and Balance Sheet respectively.

b. Assets held for sale

Non-current assets and disposal groups classified as held for sale are measured at the lower of carrying amount or fair value less costs to sell. Non-current assets and disposal groups are classified as held for sale if their carrying amount is expected to be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition and the sale of the asset (or disposal group) is expected to be completed within one year from the date of classification. Impairment losses on initial classification as held for sale and subsequent gain or loss on remeasurement is recognised in profit or loss. Once classified as held for sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

2.2. Foreign Currency Translation

a. Functional and presentation currency

Items included in the financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The financial statements are presented in New Zealand Dollars (rounded to thousands), which is the functional and the presentation currency of all companies in the Group except MOVE Oceans Singapore PTE Limited and TNL Australia Pty Limited, whose functional currencies are United States Dollars and Australian Dollars respectively.

b. Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

2.3. New Accounting Standards & Interpretations

The Group adopted the amendments of NZ IAS 1 for the first time in the current year. The amendments change the requirements of NZ IAS 1 with regard to disclosure of accounting policies. The amendment shifts the focus from 'significant accounting policies' to 'material accounting policy information'. This change is reflected in the financial statements.

2.4. Standards Issued But Not Yet Adopted

The new standards and interpretations that are issued but not yet effective as at the date of reporting are disclosed below. The Group intends to adopt these new and amended standards and interpretations if applicable when they become effective.

IFRS 18 Presentation and Disclosure in Financial Statements

This standard becomes effective for reporting periods beginning on or after 1 January 2027. IFRS 18 introduces new requirements on presentation within the Statement of Profit or Loss and Other Comprehensive Income, including specified totals and subtotals. It also requries disclosure of management defined performance measures and includes new requirements for aggregation and disaggregation of financial information on the basis of the identified 'roles' of the primary financial statements and notes.

3. FINANCIAL RISK MANAGEMENT

The Group's principal financial instruments comprise bank loans and overdrafts, cash, trade creditors and accruals and trade debtors. The main purpose of these financial instruments is to raise and provide working capital for the Group's operations.

This note explains the Group's exposure to financial risks and how these risks affect the Group's future financial performance.

Risk	Exposure arising from	Measurement
Credit risk	Cash and cash equivalents and trade receivables.	Aging analysis & credit ratings
Market risk - interest rate	Long term borrowing at variable rates	Sensitivity analysis
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecast

The Group's risk management is carried out by a central treasury department (Group Treasury) under policies approved by the Board of Directors. Group Treasury identifies, evaluates and manages financial risks in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, funding risk, interest rate risk, credit risk and use of derivative financial instruments and non-derivative financial instruments.

3.1. Credit Risk Management

In the normal course of business the Group incurs credit risk from trade debtors and transactions with financial institutions. The Group has a credit policy that it uses to manage this risk. As part of this policy limits on exposures with counter-parties have been set and approved by the Board of Directors and are monitored on a regular basis.

The Group has no significant concentrations of credit risk. The Group does not require any collateral or security to support financial instruments due to the quality of the financial institutions and trade debtors dealt with. The Group normally gives 30 or 60 days credit on its trade receivables. At 30 June the Group's credit risk exposure is equal to the carrying value of its financial assets.

	2024 $000	2023 $000
Trade and other receivables		
Trade receivables	38,742	50,374
Credit loss provision	(1,530)	(1,965)
Total trade receivables	**37,212**	**48,409**
Accrued revenue	2,005	2,934
Sundry receivables	400	176
Cash and short term bank deposits		
Bank with AA- credit rating	9,704	8,744

a. Impaired trade receivables
Individual receivables which are known to be uncollectible are written off by reducing the carrying amount directly. The other receivables are assessed collectively to determine whether there is objective evidence that an impairment has been incurred but not yet been identified. For these receivables the estimated impairment losses are recognised in a separate provision for impairment. The Group considers that there is evidence of impairment if any of the following indicators are present:

- significant financial difficulties of the debtor
- probability that the debtor will enter bankruptcy or financial reorganisation, and
- default or delinquency in payments.

Receivables for which an impairment provision was recognised are written off against the provision when there is no expectation of recovering additional cash.

Impairment losses are recognised in profit or loss within other expenses. Subsequent recoveries of amounts previously written off are credited against other expenses.

Movements in the provision for impairment of trade receivables that are assessed for impairment collectively are as follows:

	2024 $000	2023 $000
At 1 July	1,965	1,402
Underutilised provision	(395)	-
Provision for impairment recognised during the year	69	629
Provision for credit notes to revenue	-	(57)
Transfer from Asset held for Sale	-	20
Receivables written off during the year as uncollectible	(109)	(29)
At 30 June	**1,530**	**1,965**

The table below sets out information about the credit quality of trade receivables net of the expected credit loss provision:

	Current $000	1 -29 days overdue $000	30 - 59 days overdue $000	60+ days overdue $000	Total $000
30 June 2023					
Gross carrying amount	**44,644**	**3,323**	**1,066**	**1,341**	**50,374**
Baseline	435	68	154	984	1,641
Specific	28	4	46	246	324
Total expected credit loss rate	1.0%	2.2%	18.8%	91.7%	
Credit loss provision	**463**	**72**	**200**	**1,230**	**1,965**
30 June 2024					
Gross carrying amount	**33,089**	**4,132**	**659**	**862**	**38,742**
Baseline	255	161	256	465	1,137
Specific	-	-	-	393	393
Total expected credit loss rate	0.8%	3.9%	38.8%	99.5%	
Credit loss provision	**255**	**161**	**256**	**858**	**1,530**

Critical Estimates and Judgements

a. Credit loss provision
To measure expected credit losses, trade receivables have been grouped and reviewed on the basis of the number of days past due. The credit loss provision has been calculated by considering the impact of the following characteristics:

- The baseline loss rate takes into account the average write-off history of the Group over a two-year period as a predictor of future conditions and applies an increasing expected credit loss estimate by trade receivables aging profile.
- Specific credit loss provisions are made based on any specific customer collection issues that are identified. Collections and payments from our customers are continuously monitored and a credit loss provision is maintained to cover any specific customer credit losses anticipated.

The Group has performed an assessment of credit risk on its customer base taking into consideration the factors below:

- profile of the customer, i.e. corporate or individual customers
- region the customer is based in
- industry the customer operates within
- size and nature of the customer
- and, the Group's understanding of and experience with the customer

As a result of this assessment, the Group has assessed its baseline provision to $1,530,000 (2023: $1,965,000), to reflect the estimated financial impact of its assessment of the credit risk.

3.2. Interest Rate Risk

The Group's main interest rate risk arises from long term borrowing with variable rates which exposes the Group to cash flow interest rate risk. The Group adopts a policy of ensuring that where appropriate its exposure to changes in interest rates on borrowings is on a fixed rate basis by entering into interest rate swaps.

The Group currently has no interest rate swaps in place.

The Group does not hedge account so all market adjustments are recognised in the Statement of Profit or Loss & Other Comprehensive Income.

Sensitivity analysis
The effect of a 1% increase or decrease in the floating interest rates for the Group would be a decrease/increase in profit and equity of $267,000 (2023: $43,000).

3.3. Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. Due to the dynamic nature of the underlying businesses, the Group maintains flexibility in funding through having flexible funding lines available to them. Management monitors rolling forecasts of the Group's liquidity reserve, which comprises its undrawn borrowing facility and cash and cash equivalents (note 12.1) on the basis of expected cash flows.

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

	2024 $000	2023 $000
Expiring within one year (bank overdraft/flexible credit facility)	3,500	4,567
Expiring beyond one year (flexible credit facility)	-	15,000
Total	**3,500**	**19,567**

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances or the impact of discounting is not significant.

	Less than 1 year $000	Between 1 and 2 years $000	Between 2 and 5 years $000	Beyond 5 years $000	Total contractual cash flows $000	Carrying amount (assets)/ liabilities $000
2023						
Borrowings	5,263	20,871	–	–	26,134	24,323
Lease liabilities	32,658	26,478	61,750	68,596	189,482	155,396
Trade and other payables	33,852	–	–	–	33,852	33,852
Employee entitlements	11,023	–	–	–	11,023	11,023
Total	**82,796**	**47,349**	**61,750**	**68,596**	**260,491**	**224,594**
2024						
Borrowings	28,435	–	–	–	28,435	26,665
Lease liabilities	38,713	26,478	94,899	59,741	219,831	184,625
Trade and other payables	31,119	–	–	–	31,119	31,119
Employee entitlements	8,765	–	–	–	8,765	8,765
Total	**107,032**	**26,478**	**94,899**	**59,741**	**288,150**	**251,174**

The Group provides guarantees, these are detailed in note 17.

3.4. Capital Management

The Group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal structure to reduce the cost of capital.

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

The Group monitors capital on the basis of the gearing ratio and bank covenant compliance. The Group's gearing ratio at 30 June is as follows:

	2024 $000	2023 $000
Bank borrowings	26,665	24,323
Less: cash and cash equivalents	(9,704)	(8,744)
Net debt (excluding lease liabilities)	**16,961**	**15,579**
Equity	**27,163**	**74,903**
Gearing ratio	**38.4%**	**17.2%**

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. Other critical accounting estimates will be disclosed in the relevant notes.

a. Estimated impairment of goodwill
The Group tests annually whether goodwill has suffered any impairment. The recoverable amounts of cash-generating units have been determined based on the higher of value-in-use and fair value less costs of disposal calculations. These calculations require the use of estimates (refer note 13.3).

b. Held for Sale
In May 2024 the Group annouced its intention to undertake a sales process of the Atlas Wind vessel and pursue a charter model to align with the Group's asset light model. Judgements have been made to determine that the conditions of a held for sale asset have been met. Assets held for sale are measured at the lower of fair vale less costs to sell and carrying value, these calculations require the use of accounting estimates (refer note 20).

5. RECONCILIATION TO GAAP MEASURES

The Group results are prepared in accordance with New Zealand Generally Accepted Accounting Practice ("GAAP") and comply with both International Financial Reporting Standards ("IFRS") and the New Zealand equivalents to International Financial Reporting Standards ("NZ IFRS").

These financial statements include non-GAAP financial measures that are not prepared in accordance with IFRS. The non-GAAP financial measures used in this presentation are as follows:

- Adjusted EBITDA (a non-GAAP measure) represents profit or loss before income taxes from continuing operations (a GAAP measure), excluding interest income, interest expense, depreciation and amortisation, share of loss of associates, restructuring & settlement costs, asset impairments and acquisition related costs (non operating expenses) as reported in the financial statements.
- Adjusted EBIT (a non-GAAP measure) represents profit or loss before income taxes from continuing operations (a GAAP measure), excluding interest income, interest expense, share of loss of associates, restructuring & settlement costs, asset impairments and acquisition related costs (non operating expenses) as reported in the financial statements.
- Adjusted EBT (a non-GAAP measure) represents profit or loss before income taxes from continuing operations (a GAAP measure), excluding share of loss of associates, restructuring & settlement costs, asset impairments and acquisition related costs (non operating expenses) as reported in the financial statements.

The Group believes that these non-GAAP measures provide useful information to readers to assist in the understanding of the financial performance and position of the Group as they are used internally to evaluate the performance of business units and to establish operational goals. They should not be viewed in isolation, nor considered as a subsitute for measures reported in accordance with IFRS. Non-GAAP measures as reported by the Group may not be comparable to similarly titled amounts reported by other companies.

The following is a reconciliation between these non-GAAP measures and net profit after tax:

Reconciliation to GAAP measure	12 months to June 2024 $000	12 months to June 2023 $000
Loss Before Income Tax (GAAP Measure)	(45,314)	(7,592)
Add back:		
Share of loss of associates	-	74
Other non operating expenses		
- Goodwill impairment	12,493	1,027
- Asset impairment	4,800	-
- Restructuring & Settlement Costs	2,363	592
- Acquisition related costs	-	109
Adjusted EBT (non-GAAP measure)	(25,658)	(5,790)
Finance costs (net)	10,243	9,656
Adjusted EBIT (non-GAPP measure)	(15,415)	3,866
Depreciation & Amortisation	43,046	43,482
Adjusted EBITDA (non-GAAP measure)	27,631	47,348

6. SEGMENT INFORMATION

Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision Maker (CODM). The CODM is responsible for allocating resources and assessing performance of the operating segments.

The Group has made the decision that the eleven operating segments that form part of the reporting to the Group CEO can be aggregated into five reporting segments. Reportable segments have been determined by having regard to the nature of the services, the processes the various business units undertake to service customers, the allocation of capital, the type of customers serviced, and the nature of the distribution channels.

In addition to GAAP measures, the Group CEO also uses non-GAAP measures (EBITDA, EBIT and EBT) to assess the commercial performance of the segments. The revised reportable operating segments have been determined as:

INTERNATIONAL
This segment includes international freight forwarding and shipping agency services across a broad range of industries.

SPECIALIST
This segment provides transport and lifting solutions for oversized and large items.

FREIGHT
This segment provides nationwide general freight transport services with regional strength. It is able to transport a wide range of freight types.

CONTRACT LOGISTICS
This segment specialises in contracted solutions providing services for customers including warehouse and supply chain capability and delivery of bulk liquids.

CORPORATE
This segment includes our corporate services function.

The segment information for the year ended 30 June is as follows:

	International $000	Specialist $000	Freighting $000	Contract Logistics $000	Corporate $000	Total $000
Year ended 30 June 2023						
Total segment revenue	19,894	18,760	154,446	163,192	-	356,292
Inter-segment revenue	(133)	(28)	(8,449)	(3,809)	-	(12,419)
Revenue from external customers	**19,761**	**18,732**	**145,997**	**159,383**	**-**	**343,873**
EBITDA	2,220	4,324	9,306	34,403	(2,905)	47,348
Depreciation - tangible assets	973	2,244	4,541	3,620	245	11,623
Depreciation - ROU assets	247	878	10,746	17,422	158	29,451
Depreciation - intangible assets	3	87	4	1,745	569	2,408
EBIT	997	1,115	(5,985)	11,616	(3,877)	3,866
EBT	1,131	1,011	(9,370)	7,772	(6,334)	(5,790)
Assets	**35,347**	**21,388**	**111,193**	**134,675**	**2,633**	**305,236**
Liabilities	**16,901**	**4,834**	**84,939**	**97,919**	**25,740**	**230,333**
Capital expenditure including intangibles	**12,589**	**747**	**2,344**	**3,608**	**202**	**19,490**
Year ended 30 June 2024						
Total segment revenue	19,153	17,110	125,010	140,594	-	301,867
Inter-segment revenue	(32)	(62)	(4,307)	(3,600)	-	(8,001)
Revenue from external customers	**19,121**	**17,048**	**120,703**	**136,994**	**-**	**293,866**
EBITDA	(652)	3,633	582	27,411	(3,343)	27,631
Depreciation - tangible assets	1,357	1,957	3,556	3,171	204	10,245
Depreciation - ROU assets	371	977	12,018	18,606	172	32,144
Depreciation - intangible assets	3	75	3	304	272	657
EBIT	(2,383)	624	(14,995)	5,330	(3,991)	(15,415)
EBT	(2,172)	502	(18,589)	601	(6,000)	(25,658)
Assets	**23,760**	**19,320**	**106,286**	**132,847**	**(187)**	**282,026**
Liabilities	**12,026**	**4,752**	**88,433**	**121,230**	**28,422**	**254,863**
Capital expenditure including intangibles	**45**	**174**	**235**	**1,223**	**117**	**1,794**

Interest income and expense are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

Sales between segments are eliminated on consolidation. The amounts provided to the CODM with respect to segment revenue are measured in a manner consistent with that of the financial statements.

Revenues of approximately $52,000,000 (2023: $53,000,000) are derived from a single external customer which exceeds 10% or more of the entity’s revenue. These revenues are attributed to the Contract Logistics segment.

7. REVENUE & OTHER SOURCES OF INCOME

Revenue comprises the fair value of the consideration received or receivable for the sale of services in the ordinary course of the Group's activities. Revenue is shown net of GST, rebates and after eliminating sales within the Group.

a. Sale of services
Freight Services
The Group performs transportation services. Revenue is recognised over the time of delivery, being from the time of acceptance of the goods to delivery to the final destination.

Warehousing Services
The logistics function provides warehousing and storage services. Revenue from providing these services is recognised in the accounting period in which the services are rendered. Some contracts include multiple deliverables. However, these are easily identifiable and are accounted for as separate performance obligations.

Trading Services
The Group performs freight forwarding, trans tasman shipping and agency services. Revenue is recognised over the time of delivery, being from the time of acceptance of the job to completion of the shipment. Revenue is recognised for agency and freight forwarding on a net basis after disbursements as the Group are acting as an agent for the customer.

For fixed priced contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided. This is because the customer receives and uses the benefits of the service simultaneously.

Customers are invoiced on a daily, weekly or monthly basis and consideration is payable when invoiced. There are no significant financing arrangements for any of the Group's revenue streams. The Group does not offer any refunds or warranties.

The Group derives the following types of revenue:

	2024 $000	2023 $000
Freight	217,245	269,884
Warehousing	56,841	53,365
Trading	19,780	20,624
Total Revenue	**293,866**	**343,873**

Timing of revenue recognition	June 2024 $000	June 2023 $000
Over time	293,866	343,873
At a point in time	-	-
Total Revenue	**293,866**	**343,873**

b. Interest income
Interest income is recognised on a time-proportion basis using the effective interest method.

c. Dividend income
Dividend income is recognised when the right to receive payment is established.

d. Lease income
Lease income from operating leases where the Group is a lessor is recognised as rental income on a straight-line basis over the lease term.

e. Financing component
The Group does not expect to have any contracts where the period between the transfer of the promised service to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

f. Contract liability
The Group recognises a contract liability (deferred revenue) when the Group has recognised consideration for performance obligations yet to be fulfilled. The opening balance has been recognised in revenue in the current year. In the current year, there was $341,000 (2023: $521,000) of revenue recognised relating to contract liabilities at the prior year end. The average timing of satisfaction of performance obligation in relation to the payment of the contract liability is between 1 and 5 days. Management expects that 100% of the revenue (transaction price) allocated to unsatisfied performance obligations as of 30 June 2024 will be recognised as revenue during the next reporting period ($439,000).

g. Government grants
Grants from the Government are recognised at their fair value where there is reasonable assurance that the grant will be received, and the Group will comply with the attached conditions.

Wage subsidy grants of $18,000 (2023: $114,000) are included in the 'other income' line item. There are no unfulfilled conditions or other contingencies attached to these grants.

h. Other income
Included within other income is insurance recovery income of $2.7m (2023: Nil) which was received in relation to an engine failure on the Atlas Wind Ship. Also included within other income is one off fleet rental income in relation to a contract exit transition period of $2.4m (2023: Nil).

8. OPERATING EXPENSES BY NATURE

	2024 $000	2023 $000
Transport costs [1]	131,101	145,311
Employee costs (note 8.1)	110,122	117,040
Property lease expenses	754	595
Operating lease expenses	2,571	4,007
Trading and warehousing expenses	7,650	9,898
Communications/Technology	6,289	6,205
Occupancy costs	7,156	7,398
Travel and accommodation	2,748	3,568
Bad debts	(28)	369
Foreign exchange gain	(264)	(363)
Remuneration paid to principal auditors (PwC)		
Assurance services		
Audit and review of financial statements, including associated disbursements	345	352
Audit of financial statements MOVE Oceans Singapore - PwC Singapore	26	-
Non Assurance Services - Training Material	1	-
Donations	15	6
Directors fees	515	448
Depreciation and amortisation	43,046	43,482
Non operating expenses (refer note 5)	19,656	1,728
Share based payments	-	15
Other expenses	5,026	5,477
Total operating expenses	**336,729**	**345,536**

[1] Includes costs relating to transportation including road user charges (RUC), fuel, tyres, repairs and maintenance, owner driver and subcontractor costs.

8.1. Employee Costs

a. Superannuation benefits
The Group operates a defined contribution superannuation scheme. The scheme is funded through employee and Group contributions to a trustee-administered fund. The Group has no further payment obligations once contributions have been paid. Contributions are recognised as an employee benefits expense when they are due.

MOVĒ Freight Limited has a historic defined contribution company superannuation scheme that has been operating for a number of years. The Company has contribution rates from 4% - 6%.

Members contribute a minimum of 4% of their salary/wage and can go as high as 15%. The Company contributions are vested to the member at the rate of 20% per year of service with the Company i.e. 100% after five years of service.

b. Other employee benefits
Liabilities for wages and salaries, including non-monetary benefits and accumulating sick leave are expected to be settled within 12 months. They are measured at the amounts expected to be paid when the liabilities are settled.

c. Long service leave
The liabilities for long service leave and annual leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the end of the reporting period of high-quality corporate bonds with terms and currencies that match, as closely as possible, the estimated future cash outflows. Re-measurement as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

d. Profit-sharing and bonus plans
The Group recognises a liability and an expense for bonuses and profit-sharing based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

	2024 $000	2023 $000
Wages, salaries & leave costs	93,004	99,636
Superannuation fund contributions	2,502	2,615
Other employee related costs	14,616	14,789
Total	**110,122**	**117,040**

9. INCOME TAX EXPENSE

The tax expense for the year comprised current and deferred tax. Tax is recognised in the profit or loss component of the Statement of Profit or Loss & Other Comprehensive Income except to the extent that it relates to items recognised directly in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or equity respectively.
The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income.

	2024 $000	2023 $000
Current tax on loss for the year	(470)	(676)
Adjustments in respect to prior years	(5)	261
Deferred tax current year	-	2,170
Deferred tax reversal from prior year	(1,375)	-
	(1,850)	**1,755**

The prima facie income tax expense on pre-tax accounting profit from operations reconciles to the income tax expense in the financial statements as follows:

	2024 $000	2023 $000
Loss from operations before tax	(45,314)	(7,592)
Add back:		
Share of loss of associates	-	74
	(45,314)	**(7,518)**
Prima facie tax receivable at 28%	12,688	2,105
Tax effects of:		
Expenses not deductible	(3,608)	(651)
Effect of tax rates in foreign juristrictions	(119)	40
Deferred Tax not recognised	(10,806)	-
Prior year adjustment	(5)	261
Income tax (expense)/credit	**(1,850)**	**1,755**

Imputation credits

	2024 $000	2023 $000
Imputation credits available for use in subsequent periods	4,044	3,884

10. DIVIDENDS PAID AND PROPOSED

Dividends to the company shareholders are recognised in the Group's financial statements in the period in which the dividends are declared. Intercompany dividends are eliminated on consolidation.

No dividends have been declared by the company or recognised in the current year (2023: nil).

11. EARNINGS PER SHARE

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is computed based on the weighted average number of ordinary shares outstanding during the period. Diluted EPS is computed based on the weighted average number of ordinary shares plus the effect of dilutive potential ordinary shares outstanding during the period. At balance date, the effects of the potential ordinary shares were antidilutive. The potential ordinary shares include the share options.

	12 months to 30 June 2024	12 months to 30 June 2023
	$000	**$000**
Loss attributable to the owners for the year	(48,063)	(7,190)
Weighted average number of shares	127,614,019	116,370,142
	Cents	**Cents**
Basic & diluted earnings per share	(37.66)	(6.18)

12. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Group classifies its financial assets at amortised cost. The classification depends on the purpose for which the financial assets are held. Management determines the classification of its financial assets at initial recognition.

Financial assets are included in current assets, except for those with maturities greater than 12 months after the reporting date which are classified as non-current assets. The Group's financial assets comprise 'Trade and other receivables' and 'Cash and cash equivalents' in the Balance Sheet. Financial assets that are stated at amortised cost are reviewed individually at balance date to determine whether there is objective evidence of impairment. Any impairment losses are recognised in the consolidated Statement of Profit or Loss and Other Comprehensive Income.

This note provides information about the Group's financial instruments, including:
- An overview of all financial instruments held by the Group
- Specific information about each type of financial instrument
- Information about determining the fair value of the instruments, including judgements and estimations of uncertainty involved.

The Group holds the following financial instruments:

		AMORTISED COST	
Financial Assets	**Notes**	**2024 $000**	**2023 $000**
Cash and cash equivalents	12.1	9,704	8,744
Trade and other receivables[1]	12.2	39,617	51,519
Total		**49,321**	**60,263**

[1] excluding non financial assets

		FINANCIAL LIABILITIES AT AMORTISED COST	
Financial Liabilities	**Notes**	**2024 $000**	**2023 $000**
Trade Payables[1]	12.3	29,235	32,778
Employee entitlements	12.4	8,765	11,023
Borrowings	12.5	26,665	24,323
Total		**64,665**	**68,124**

[1] excluding non-financial liabilities

The Group's exposure to various risks associated with the financial instruments is discussed in note 3. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial assets mentioned above, other than for trade and other receivables where the maximum credit risk is the balance before impairment, being $41,520,000 (2023: $53,318,000).

12.1. Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, deposits held on call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the Balance Sheet.

Cash and cash equivalents include the following for the purpose of the cash flow statement:

	2024 $000	2023 $000
Cash	9,704	9,177
Bank overdrafts	-	(433)
Total	**9,704**	**8,744**

12.2. Trade and Other Receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for expected credit loss.

The Group assesses on a forward looking basis the expected credit losses associated with trade receivables carried at amortised cost. The Group applies the simplified approach permitted by NZ IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. Impairment of trade receivables is recognised in profit or loss.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable has been impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the original effective interest rate.

	2024 $000	2023 $000
Trade receivables	38,742	50,374
Trade receivables with related parties	-	-
Less expected credit loss (refer note 3.1(a))	(1,530)	(1,965)
Net trade receivables	**37,212**	**48,409**
Accrued revenue	2,005	2,934
Sundry receivables	400	176
Financial assets at amortised cost	**39,617**	**51,519**
Prepayments	1,903	1,799
Total trade and other receivables	**41,520**	**53,318**

Trade receivables are generally due for settlement within 30 to 60 days.

12.3. Trade and Other Payables

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

	2024 $000	2023 $000
Trade payables	20,024	20,790
Trade payables related parties	–	–
GST payable	1,884	1,074
Lease incentive	59	86
Accrued expenses	9,152	11,902
Total	**31,119**	**33,852**

Trade payables are unsecured and are usually paid within 30 to 60 days of recognition.

12.4. Employee Entitlements

	2024 $000	2023 $000
Leave provision	5,910	7,393
Salary and wage accruals	2,855	3,630
Total	**8,765**	**11,023**

12.5. Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost using the effective interest method. Any borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Borrowing costs are expensed as incurred, unless they relate to the acquisition, construction or production of a qualifying asset in which case the borrowing costs are capitalised.

The ANZ Bank Limited (ANZ) facilities include a $7.5m flexible credit facility ($1m undrawn at 30 June 2024), an overdraft facility of $2.5m, a term loan of $20.2m and bank guarantee's totalling $8.7m (refer note 17).

	2024 $000	2023 $000
Non-Current		
Secured loan ANZ	–	20,615
	–	**20,615**
Current		
Secured loan ANZ	26,665	3,708
	26,665	**3,708**
Total secured borrowings	**26,665**	**24,323**

On 22 February 2024 the ANZ formally reset the financial covenants as below out to 31 March 2025

- EBITDA actual > 85% of EBITDA Forecast on a YTD basis
- Net capital expenditure restricted to $1.9 millon in FY24 and $3.2 million in FY25
- Guarantor coverage Assets of >85%
- Guarantor coverage EBITDA of >90%

During the year to 30 June 2024 these were fully complied with.

Post year end as a result of the expiry of the existing financing arrangement with ANZ in March 2025 and the FY24 loss the Group sought and obtained an amended funding arrangement to allow flexibility and support in its turnaround plan.

The new facility introduces a debtor invoice financing partner in addition to an amended ANZ arrangement. The new debtor invoice financing facility limit of $21m (up to $25m with shareholder approval) will be used to repay ANZ current facilities by $15.5m with any remaining amount used to fund working capital required in the execution of the turnaround. The amended ANZ facilities include a term loan of $12.2m, $2.5m overdraft, bank guarantees totalling $8.7m, quarterly repayments of $1.25m re-commencing from March 2025 and amended quarterly financial covenants as below:

- EBITDA actual > 85% of EBITDA Forecast on a YTD basis
- Capital expenditure restricted to $1m in FY25
- Total ANZ exposure not greater than 50% of Property Plant and Equipment value at all times post introduction of debtor invoice financing

The Group is forecasting compliance with the amended financial covenants for at least 12 months from the date of signing the financial statements. Accordingly, and in line with note 1.3 the consolidated financial statements are prepared on a going concern basis.

13. NON-FINANCIAL ASSETS AND LIABILITIES

This note provides information about the Group's non-financial assets and liabilities, including specific information about each type of non-financial asset and non-financial liability:

- Property, plant and equipment (note 13.1)
- ROU assets and lease liabilities (note 13.2)
- Intangible assets (note 13.3)
- Deferred tax balances (note 13.4)
- Provisions for other liabilities and charges (note 13.5)

Impairment of non-financial assets
Goodwill, indefinite-life intangible assets and intangible assets that are not yet ready for use are tested annually for impairment. Assets that are subject to depreciation and amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to dispose and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets, other than goodwill, that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

13.1. Property, Plant and Equipment

All property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Depreciation on assets is calculated using the diminishing value (DV) or straight-line (SL) method.

	Years	Depreciation rate	Method
Plant and equipment - leasehold improvements	1 - 16	2.5% - 50%	SL/DV
Motor vehicles - trucks	0.5 - 14	-	SL
Motor vehicles - trailers	0.5 - 18	-	SL
Plant and equipment	1 - 30	7.5% - 67%	SL/DV
Motor vehicles - other	1 - 25	13% - 30%	SL/DV
Office equipment	1.5 - 14	8% - 67%	SL/DV
Furniture and fittings	0.5 - 14	4% - 67%	SL/DV
Leased assets	1 - 14	-	SL
Land and buildings		0% - 30%	DV
Ship	5	-	SL

The assets' useful lives are reviewed, and adjusted if appropriate, at each reporting date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Gains on disposal of assets' in the Statement of Profit or Loss & Other Comprehensive Income.

	Land and buildings $000	Motor vehicles $000	Office equipment and F&F $000	Plant and equipment $000	Ship $000	Work in progress $000	Total $000
At 1 July 2022							
Cost	556	134,679	5,561	26,977	-	1,370	169,143
Accumulated depreciation	(277)	(72,247)	(4,338)	(15,272)	-	-	(92,134)
Transfers to assets classified as held for sale	-	(16,308)	(13)	(2,868)	-	(59)	(19,248)
Net book amount	**279**	**46,124**	**1,210**	**8,837**	**-**	**1,311**	**57,761**
Year ended 30 June 2023							
Transfers from assets classified as held for sale	-	16,308	13	2,868	-	59	19,248
Additions	-	1,564	385	1,706	8,543	7,285	19,483
Disposals	(1)	(2,013)	(4)	(111)	-	(15)	(2,144)
Transfers	-	1,807	72	2,246	-	(4,125)	-
Depreciation charge	(5)	(8,337)	(376)	(2,083)	(822)	-	(11,623)

	Land and buildings $000	Motor vehicles $000	Office equipment and F&F $000	Plant and equipment $000	Ship $000	Work in progress $000	Total $000
Foreign currency adjustment	-	-	-	5	(682)	-	(677)
Closing net book amount	**273**	**55,453**	**1,300**	**13,468**	**7,039**	**4,515**	**82,048**
At 1 July 2023							
Cost	547	124,205	5,490	29,401	7,877	4,515	172,035
Accumulated depreciation	(274)	(68,752)	(4,190)	(15,933)	(838)	-	(89,987)
Net book amount	**273**	**55,453**	**1,300**	**13,468**	**7,039**	**4,515**	**82,048**
Year ended 30 June 2024							
Additions	-	116	152	313	(26)	1,225	1,780
Disposals	-	(8,172)	(40)	(274)	-	(3,895)	(12,381)
Transfers	(69)	1,121	70	551	132	(1,805)	-
Depreciation charge	(4)	(6,609)	(380)	(2,084)	(1,168)	-	(10,245)
Impairment	-	-	-	(235)	(4,037)	-	(4,272)
Transfers to assets classified as held for sale	-	-	-	-	(1,970)	-	(1,970)
Foreign currency adjustment	-	-	-	1	30	(2)	29
Closing net book amount	**200**	**41,909**	**1,102**	**11,740**	**-**	**38**	**54,989**
At 30 June 2024							
Cost	200	98,267	4,118	25,761	-	38	128,384
Accumulated depreciation	-	(56,358)	(3,016)	(14,021)	-	-	(73,395)
Closing net book amount	**200**	**41,909**	**1,102**	**11,740**	**-**	**38**	**54,989**

13.2. Right Of Use (ROU) Assets and Lease Liabilities

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments, less any lease incentives receivable and
- variable lease payments that are based on an index or a rate.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.

Right of use assets are measured at the amount equal to the lease liability, adjusted by the amount of any lease incentives received or restoration costs estimated. There were no onerous lease contracts that would have required an adjustment to the right of use assets at the date of initial application. These assets are subsequently depreciated using the straight-line method.

Lease liabilities are measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate. The weighted average lessee's incremental borrowing rate applied to the lease liabilities is 4.93% (2023: 4.66%).

The Group uses a build up approach that starts with a risk free interest rate adjusted to reflect changes in credit risk for leases held by the Group and then makes specific adjustments for lease terms.

During the year, the Group applied the following practical expedients:

- the accounting for operating leases with a remaining lease term of less than 12 months as short-term leases
- the use of historical experience in determining the lease term where the contract contains options to extend or terminate the lease

The recognised right of use assets relate to the following types of assets:

Right of use assets	2024 $000	2023 $000
Opening net book value 1 July	144,594	150,381
Transfers from assets classified as held for sale	-	2,733
Additions	38,829	14,118
Disposals	(6,522)	(7,170)
Modifications to leases	26,795	13,983
Depreciation for the period		
- Property	(20,677)	(19,207)
- Motor vehicles	(10,834)	(9,659)
- Other	(633)	(585)
Closing net book value 30 June	**171,552**	**144,594**
Cost	294,102	253,839
Accumulated depreciation	(122,550)	(109,245)
Net book value at 30 June	**171,552**	**144,594**
Property	129,529	112,841
Motor vehicles	41,006	30,238
Other	1,017	1,515
Total right of use assets	**171,552**	**144,594**

Lease liabilities	$000
Opening lease liabilities at 1 July 2023	**155,396**
Additions	38,829
Interest for the period	8,551
Lease payments made	(38,072)
Disposals	(6,874)
Modifications	26,795
Lease liabilities at 30 June 2024	**184,625**

Lease liabilities maturity analysis	Minimum lease payment $000	Interest $000	Present value $000
Within one year	38,713	8,450	30,263
One to five years	121,377	20,200	101,177
Beyond five years	59,741	6,556	53,185
Total	**219,831**	**35,206**	**184,625**
Current lease liabilities	38,713	8,450	30,263
Non-current lease liabilities	181,118	26,756	154,362
Total	**219,831**	**35,206**	**184,625**

Lease liabilities	2024 $000	2023 $000
At 30 June		
Current lease liabilities	30,263	25,793
Non-current lease liabilities	154,362	129,603
Total	**184,625**	**155,396**

Lease related expenses included in the Consolidated Statement of Profit & Loss & Other Comprehensive Income:

	2024 $000	2023 $000
For the year ended 30 June		
Depreciation	32,144	29,451
Short term lease	3,325	4,602
Interest on leases	8,551	7,418
Total	**44,020**	**41,471**

13.3. Intangible Assets

a. Goodwill

Goodwill represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired. Goodwill on acquisitions of subsidiaries is included in 'Intangible assets' in the Balance Sheet. Goodwill on acquisitions of associates is included in 'Investments in associates' in the Balance Sheet and is tested for impairment as part of the overall balance. Separately recognised goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination on which the goodwill arose.

b. Computer software and Software-as-a-service (SaaS) arrangements

Acquired computer software is capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised, using the diminishing value method at a rate of 48% and recognised in the profit or loss. Costs associated with maintaining computer software programmes are recognised as an expense when incurred.

SaaS arrangements are service contracts providing the Company with the right to access the cloud provider's application software over the contract period. Costs incurred to configure or customise, and the ongoing fees to obtain access to the cloud provider's application software, are recognised as operating expenses when the services are received.

Some of these costs incurred are for the development of software code that enhances or modifies, or creates additional capability to, existing on-premise systems and meets the definition of and recognition criteria for an intangible asset. These costs are recognised as intangible software assets and amortised over the useful life of the software on a straight-line basis. The useful lives of these assets are reviewed at least at the end of each financial year, and any change accounted for prospectively as a change in accounting estimate.

c. Customer contracts and lists

Acquired customer contracts and lists are recognised at their fair value at the date of acquisition and are subsequently amortised on a straight-line basis over the appropriate contract term. Amortisation expense is recognised in the profit or loss.

	Goodwill $000	Computer software $000	Customer lists $000	Work in Progress $000	Total $000
At 1 July 2022					
Cost	15,217	5,198	10,505	34	30,954
Transfer to held for sale	–	–	(255)	–	(255)
Accum. amortisation and impairment	(555)	(3,693)	(8,393)	–	(12,641)
Net book amount	**14,662**	**1,505**	**1,857**	**34**	**18,058**
Year ended 30 June 2023					
Transfer from held for sale	–	–	255	–	255
Additions	–	7	–	–	7
Disposals	–	(42)	–	–	(42)
Transfers	–	34	–	(34)	–
Amortisation charge	–	(764)	(1,644)	–	(2,408)
Impairment	(1,027)	–	–	–	(1,027)
Closing net book amount	**13,635**	**740**	**468**	**–**	**14,843**
At 1 July 2023					
Cost	13,635	5,060	1,681	–	20,376
Accum. amortisation and impairment	–	(4,320)	(1,213)	–	(5,533)
Net book amount	**13,635**	**740**	**468**	**–**	**14,843**
Year ended 30 June 2024					
Additions	–	14	–	–	14
Disposals	–	(2)	–	–	(2)
Amortisation charge	–	(282)	(375)	–	(657)
Impairment	(12,493)	–	–	–	(12,493)
Closing net book amount	**1,142**	**470**	**93**	**–**	**1,705**
At 30 June 2024					
Cost	1,142	2,070	373	–	3,585
Accum. amortisation and impairment	–	(1,600)	(280)	–	(1,880)
Closing net book amount	**1,142**	**470**	**93**	**–**	**1,705**

The Group has classified its goodwill into the following cash-generating units (CGUs):

	2024 $000	2023 $000
Alpha Customs Limited	776	776
MOVE Logistics & Warehousing Limited	–	12,492
TNL International Limited	170	170
TNL International Australia Pty Limited	196	197
Total	**1,142**	**13,635**

The Group tests goodwill for impairment using the higher of value in use calculations with cash flow projections based on a five-year period and the fair value less costs to sell. Management has prepared an upside, downside and base scenario for each CGU. Each of these include the Board approved cash flow projections with cashflows beyond this extrapolated using the assumptions. The final value in use calculations for each CGU apply an assessed probability weighting to the three scenarios.

As part of the impairment assessment , MOVE Logistics and Warehousing Limited goodwill of $12,493,000 has been fully impaired as a result of an overall decrease in sales and the loss of four key customer contracts (combined impact of $28m in sales per annum). The impairment charge is recognised in the non operating expenses in the statement of Profit or Loss and Other Comprehensive Income. No other class of assets have been impaired. Management has concluded that there are no other impairments for any other of the CGUs at 30 June 2024.

13.4. Deferred Income Tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Temporary differences arise from the following:

Deferred tax asset/ (liabilities)	Opening balance $000	Recognised in profit or loss $000	Prior year adjustment $000	Transfer of liabilities to held for sale $000	Closing balance $000
2023					
Property, plant and equipment	(5,388)	859	367	(1,686)	(5,848)
Right of use assets	(42,880)	2,696	-	-	(40,184)
Lease liability	45,498	(1,947)	-	8	43,559
Provisions and accruals	2,919	21	52	92	3,084
Tax losses	-	541	-	-	541
Total deferred income tax	**149**	**2,170**	**419**	**(1,586)**	**1,152**
2024					
Property, plant and equipment	(5,848)	2,870	7	-	(2,971)
Right of use assets	(40,184)	(7,850)	-	-	(48,034)
Lease liability	43,559	7,446	-	-	51,005
Provisions and accruals	3,084	(3,080)	(4)	-	-
Tax losses	541	(761)	220	-	-
Total deferred income tax	**1,152**	**(1,375)**	**223**	**-**	**-**

Significant management judgement has been exercised to determine that future taxable profits for the Group are beyond a reliable forecast horizon and that no deferred tax asset should be recognised.

A deferred tax asset of $10.8m (net) (2023: Nil) has been derecognised in the currrent year. The unrecognised deferred tax asset is comprised of tax losses of $6,994,000 and net timing differences $3,812,000.

13.5. Provisions for Other Liabilities and Charges

Provisions for other liabilities and charges are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligations at the end of the reporting period.

	Make good lease provision $000	Other provisions $000	Total $000
At 1 July 2022	2,266	-	2,266
Additional provisions	7	-	7
Utilised / released to profit or loss	(16)	-	(16)
Reverse transfer from liabilities classified as held for sale	20	-	20
At 30 June 2023	**2,277**	**-**	**2,277**
At 1 July 2023	2,277	-	2,277
Additional provisions	-	1,000	1,000
Utilised / released to profit or loss	(27)	-	(27)
At 30 June 2024	**2,250**	**1,000**	**3,250**

a. Information about individual provisions estimates

Make good lease provision

The Group is required to restore the leased premises of its depot and warehouses to their original condition at the end of the respective lease terms. A provision has been recognised for the estimated expenditure required.

14. SHARE CAPITAL

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax from the proceeds.

	30 June 2024		30 June 2023	
	Shares	$000	Shares	$000
Issued & paid-up capital - ordinary shares				
Balance at the beginning of the period	127,614,019	84,262	116,385,129	75,188
Shares issued - Convertible note	-	-	11,228,890	9,074
Balance at the end of the period	**127,614,019**	**84,262**	**127,614,019**	**84,262**

15. CASH FLOW INFORMATION

15.1. Cash Generated From Operations

	2024 $000	2023 $000
Reported loss after tax	(47,164)	(5,837)
Non-cash items		
Gain on lease modification	(352)	(711)
Depreciation expense	42,389	41,074
Amortisation expense	657	2,408
Bad debts	28	369
Amortisation of bank fees	42	42
Non cash movements on convertible note	-	433
Impairment of investment in associates	-	3
Foreign exchange losses on operating activities	(264)	(363)
Non operating expenses	17,293	1,027
Share based payments	-	(30)
Cumulative translation adjustment	123	3
	12,752	**38,418**
Impact of changes in working capital		
Tax receivable / deferred tax	851	(2,675)
Trade and other receivables	11,915	9,068
Creditors and accruals/employee entitlements	(3,793)	(5,122)
Creditors relating to purchase of PPE	61	(352)
Inventories	41	(116)
	21,827	**39,221**
Items classified as investing or financing activities		
Profit on disposal of property, plant and equipment	(440)	(880)
Insurance income received	(2,713)	-
Loss for associates	-	70
Net cash flow from operating activities	**18,674**	**38,411**

15.2. Net Debt Reconciliation

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented.

	2024 $000	2023 $000
Cash and cash equivalents	9,704	8,744
Lease liability - repayable within one year	(30,263)	(25,793)
Borrowings - repayable within one year (including overdraft)	(26,665)	(3,708)
Lease liability - repayable after one year	(154,362)	(129,603)
Borrowings - repayable after one year	-	(20,615)
Net debt	**(201,586)**	**(170,975)**
Cash and liquid investments	9,704	8,744
Liability - incremental borrowing rate	(184,625)	(155,396)
Borrowings - fixed interest rates	-	(20,000)
Borrowings - variable interest rates	(26,665)	(4,323)
Net debt	**(201,586)**	**(170,975)**

	Liabilities from financing activities					
	Convertible note $000	Borrowings $000	Leases $000	Subtotal $000	Cash/bank overdraft $000	Total $000
Net debt as at 30 June 2022	**(7,792)**	**(28,037)**	**(159,731)**	**(195,560)**	**14,940**	**(180,620)**
Cash flows	-	3,755	34,736	38,491	(6,196)	32,295
Lease additions	-	-	(14,118)	(14,118)	-	(14,118)
Other non-cash movement	7,792	(41)	(16,283)	(8,532)	-	(8,532)
Net debt as at 30 June 2023	**-**	**(24,323)**	**(155,396)**	**(179,719)**	**8,744**	**(170,975)**
Cash flows	-	(2,300)	38,072	35,772	960	36,732
Lease additions	-	-	(38,829)	(38,829)	-	(38,829)
Other non-cash movement	-	(42)	(28,472)	(28,514)	-	(28,514)
Net debt as at 30 June 2024	**-**	**(26,665)**	**(184,625)**	**(211,290)**	**9,704**	**(201,586)**

16. INTEREST IN OTHER ENTITIES

16.1. Subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2.1.

All subsidiaries results up to 30 June 2024 have been incorporated in the consolidated financial statements.

Subsidiary	Shareholding 30 June 2024	Shareholding 30 June 2023	Balance date	Country of Incoporation	Principal activity
MOVE Freight Limited	100%	100%	30 June	New Zealand	Transport operator
MOVE Fuel Limited	100%	100%	30 June	New Zealand	Transport operator
Alpha Custom Services Limited	60%	60%	30 June	New Zealand	International freight forwarder
Pacific Asset Leasing Limited	100%	100%	30 June	New Zealand	Asset leasing
MOVE International Limited	100%	100%	30 June	New Zealand	Shipping agent and logistics
MOVE Logistics & Warehousing Limited	100%	100%	30 June	New Zealand	Warehousing and distribution
Southern Fleet Leasing Limited	100%	100%	30 June	New Zealand	Asset leasing
TNL International Limited	50%	50%	30 June	New Zealand	International freight forwarder
Appian Transport Limited	100%	100%	30 June	New Zealand	Non trading
Global Logistics Group Limited	100%	100%	30 June	New Zealand	Non trading
MOVE Specialist Lifting and Transport Limited	100%	100%	30 June	New Zealand	Heavy Haulage
MOVE Investments Limited	100%	100%	30 June	New Zealand	Corporate services
MOVE Liquid Logistics Limited	100%	100%	30 June	New Zealand	Non trading
MOVE Oceans Singapore PTE Limited	100%	100%	30 June	Singapore	Trans Tasman Shipping
MOVE Oceans Limited	100%	-	30 June	New Zealand	Trans Tasman Shipping
TNL International (Australia) Pty Limited	40%	40%	30 June	Australia	International freight forwarder

17. CONTINGENCIES

Bank Guarantee
The Group provides (via ANZ Bank) the below guarantees

	2024 $000	2023 $000
Bank guarantees - property	8,579	7,039
Bank guarantees - fuel purchases	-	4,500
Bank guarantees - other	75	75
Total	**8,654**	**11,614**

18. CAPITAL COMMITMENTS

Capital expenditure contracted for at the reporting date but not yet incurred is as follows:

	2024 $000	2023 $000
Trucks and trailers	307	6,077
Other assets	-	16
Ship new build	-	6,000 [1]
Total	**307**	**12,093**

[1] contract for build cancelled.

19. RELATED-PARTY TRANSACTIONS

19.1. Transactions with Key Management

a. Key management compensation

Key management includes Directors, the CEO and his direct reports:

	2024 $000	2023 $000
Salaries, short term and post employee benefits	2,965	2,870
Superannuation benefits	98	83
Directors fees	515	448

19.2. Transactions with Other Related Parties

The following transactions occurred with related parties:

	2024 $000	2023 $000
Sales and purchases of goods and services		
Sales of services to associates	-	3
Purchases of services from associates	-	130
Purchases from entities controlled by key management employees	83	-

	2024 $000	2023 $000
Outstanding balances arising from sales and purchases of services		
Trade receivables from associates	-	2
Trade payables to associates	-	22
Trade payables to entities controlled by key management employees	50	52

20. DISCONTINUED OPERATIONS AND NON-CURRENT ASSETS HELD FOR SALE

In May 2024, the Board approved and annouced its intention to sell the Atlas Wind vessel owned by its subsidiary company MOVE Oceans Singapore PTE Ltd which operates in the International segment. The vessel and plant and equipment used on the vessel will be sold to allow for a charter of a larger vessel to better service the needs of customers as well as align with the Groups asset light business model. The vessel and plant and equipment has been classified as Assets held for sale under IFRS 5 - Non Current Assets Held for Sale and Discontinued Operations. Entities are required to measure non-current assets and liabilities held for sale at the lower of their carrying value and fair value less costs to sell. As a result of this assessment the vessel has been recorded at $1.9m in the Consolidated Balance Sheet and an impairment of $4.3m has been recorded in the Statement of Profit or Loss & Other Comprehensive Income.

As at year end there has been no offer accepted for the sale of the asset. The Group expects to dispose of the vessel within the next 12 months.

21. EVENTS AFTER THE REPORTING DATE

On 9th August 2024 the group signed a confidential settlement relating to an alleged claim from FY24. The claim has been resolved resulting in instalment payments scheduled for FY25 and FY26.

Following the resignation of the Group CEO on 12 July 2024, the Group appointed Paul Milllward as Interim CEO effective 4th September 2024.

Post year end the Group obtained credit approval for a new funding arrangement with existing banking partner ANZ and a new debtor invoice financing partner (refer note 12.5).

pwc

Independent auditor's report

To the shareholders of Move Logistics Group Limited

Our opinion

In our opinion, the accompanying consolidated financial statements of Move Logistics Group Limited (the Company), including its subsidiaries (the Group), present fairly, in all material respects, the financial position of the Group as at 30 June 2024, its financial performance and its cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS) and International Financial Reporting Standards Accounting Standards (IFRS Accounting Standards).

What we have audited

The Group's consolidated financial statements comprise:

- the consolidated balance sheet as at 30 June 2024;
- the consolidated statement of profit or loss and other comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand) (ISAs (NZ)) and International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

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

Independence

We are independent of the Group in accordance with Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners (including International Independence Standards) (New Zealand)* (PES 1) issued by the New Zealand Auditing and Assurance Standards Board and the *International Code of Ethics for Professional Accountants (including International Independence Standards)* issued by the International Ethics Standards Board for Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our firm provides access to training material through an on-line platform. The provision of the access to training materials has not impaired our independence as auditor of the Group.

Material uncertainty relating to going concern

We draw attention to Note 1.3 in the financial statements, which indicates that the Group incurred a net loss before tax for the year of $45.3m (2023 $7.6m) and had net current liabilities of $43.7m as at 30 June 2024. Net current liabilities include $26.7m of borrowings that is due for repayment in March 2025.

As stated in note 1.3 to the financial statements, if the Group were unable to achieve its turnaround plan and forecasts going forward, it may not be able to operate in compliance with proposed revised financing terms. These events or conditions, along with other matters as set forth in note 1.3, indicate the existence of material uncertainties that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

PricewaterhouseCoopers, PwC Centre, Level 4, 60 Cashel Street, Christchurch Central, PO Box 13244, Christchurch 8141, New Zealand T: +64 3 374 3000, F: +64 3 374 3001, pwc.co.nz

pwc

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material uncertainty related to going concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Description of the key audit matter	How our audit addressed the key audit matter

Impairment of Goodwill
 	
As disclosed in note 13.3 of the financial statements, during the year ended 30 June 2024, the Group lost a number of significant contracts which resulted in a decrease to annual revenue for the Move Logistics and Warehousing cash generating unit ('CGU') of $28m.
 	
This CGU included a goodwill balance of $12.5m which was recognised on the acquisition of Move Logistics Limited.
 	
An annual impairment assessment for indefinite lived intangible assets is required in accordance with NZ IAS 36.
 	
Management estimated the recoverable amount using the higher of the two valuation approaches, being fair value less costs of disposal and value in use. The significant estimates and judgement relate to the future forecasts.
 	
This resulted in an impairment loss of $12.5 million against the carrying amount of goodwill as at 30 June 2024, resulting in a nil value for the CGU.
 	
This is considered a key audit matter due to the size of the impact on the closing net book value of goodwill and the significant level of management estimation and judgement applied in performing the impairment assessment.
	Our procedures included the following:
	
	• obtaining the impairment model prepared by management for the Move Logistics and Warehousing CGU and understanding the processes undertaken to prepare the forecasts and the assumptions applied;
	• understanding the controls that management have in relation to the impairment assessment of goodwill and evaluating their design;
	• considering management's assessment of the respective CGUs in the Group and the allocation of corporate assets in the CGUs;
	• testing the mathematical accuracy of the model used, including that the recoverable amount calculated was lower than the carrying amount of the CGU;
	• considering the impact of the loss of the key customer contracts on the forecasts;
	• engaging our auditor's expert to assist us in assessing and challenging whether the assumptions used in the model are reasonable. The key areas assessed included:
	  ○ the valuation methodology used; and
	  ○ the reasonableness of the discount rate; and
	• auditing the disclosures in note 13.3 of the consolidated financial statements to ensure that they are compliant with the requirements of the relevant accounting standards.

pwc

Our audit approach

Overview

Overall group materiality: $1.5 million, which represents approximately 0.5% of revenue.

We chose revenue as the benchmark because, in our view, it is the benchmark against which the performance of the Group is most commonly measured by users, and is a generally accepted benchmark.

Full scope audits were performed for 4 of 14 entities in the Group based on their financial significance;

Specified audit procedures and analytical review procedures were performed on the remaining entities.

As reported above, in addition to the matter described in the Material uncertainty related to going concern section, we have one key audit matter, being:

- Impairment of Goodwill

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall Group materiality for the consolidated financial statements as a whole as set out above. These, together with qualitative considerations, helped us to determine the scope of our audit, the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate, on the consolidated financial statements as a whole.

How we tailored our group audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

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

pwc

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

When we read the other information not yet received, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Directors and use our professional judgement to determine the appropriate action to take.

Responsibilities of the Directors for the consolidated financial statements

The Directors are responsible, on behalf of the Company, for the preparation and fair presentation of the consolidated financial statements in accordance with NZ IFRS and IFRS Accounting Standards, and for such internal control as the Directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the consolidated financial statements

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

A further description of our responsibilities for the audit of the consolidated financial statements is located at the External Reporting Board's website at:

https://www.xrb.govt.nz/assurance-standards/auditors-responsibilities/audit-report-1/

This description forms part of our auditor's report.

Who we report to

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

The engagement partner on the audit resulting in this independent auditor's report is Maxwell John Dixon. For and on behalf of:

PricewaterhouseCoopers

Chartered Accountants

28 August 2024

Christchurch

ADDITIONAL STATUTORY INFORMATION

REMUNERATION

REMUNERATION OF DIRECTORS

The total pool of Directors' Fees available to non-executive Directors for the year ended 30 June 2024 was $750,000, which was approved by shareholders at the 2017 Special Meeting of Shareholders. Of this, $514,500 was paid to non-executive Directors in FY24.

The table below sets out the total of the remuneration and the value of other benefits received by each Director during the financial year to 30 June 2024. The Board Charter provides that no sum is paid to a Director upon retirement or cessation of office.

Director	Board Fees	Risk Assurance and Audit Committee Fees	Governance and Remuneration Committee Fees	Consultancy Services	Total Remuneration FY24	Current Director or Date Appointed or Resigned
Lorraine Witten	131,736	-	-	-	131,736	Current
Julia Raue	72,514	-	-	-	72,514	Current
Grant Devonport	71,250	9,500	-	-	80,750	Current
Mark Newman	71,250	-	9,500	-	80,750	Current
Lachlan Johnstone	23,750	-	-	-	23,750	Appointed 1 March 2024
Gregory Whitham	23,750	-	-	-	23,750	Appointed 8 March 2024
Gregory Kern	23,750	-	-	50,000*	73,750	Appointed 8 March 2024
Christopher Dunphy	52,500	-	-	-	52,500	Resigned 28 March 2024
Danny Chan	25,000	-	-	-	25,000	Resigned 25 October 2023
Total	**495,500**	**9,500**	**9,500**	**50,000**	**564,500**	

*Kern Group Pty Ltd who is a related party to Gregory Kern was engaged in June 2024 to provide turnaround management services for the Group.

EMPLOYEE REMUNERATION

Executive remuneration framework

MOVE's executive remuneration policies and practices are designed to attract, retain and motivate high calibre people.

The Board has reviewed executive remuneration with the assistance of external independent advice. Executive remuneration comprises a fixed component.

CEO/EXECUTIVE DIRECTOR REMUNERATION DISCLOSURE

The CEO/Executive Director's remuneration as at 30 June 2024 consisted of a base salary only. The CEO/Executive Director's remuneration is reviewed annually by the Governance and Remuneration Committee and approved by the Board.

		Fixed Remuneration			Pay for Performance	Total earned during FY
	Executive Director / CEO	Salary	Benefits*	Subtotal	STI earned in FY	Total Remuneration
FY24	Craig Evans	646,824	26,365	673,189	n/a	673,189
FY23	Craig Evans	246,808	9,560	256,368	n/a	256,368

* Benefits include company car and Kiwisaver employer contributions

Craig Evans was appointed to the role of CEO on 2 February 2023. Craig Evans does not have any short term or long term incentive components as part of his remuneration.

Employee Remuneration

The number of employees of the Company (not being Directors of the Company) who received remuneration and other benefits in their capacity as employees during the year ended 30 June 2024 that in value was or exceeded $100,000 per annum is set out in the table below. The remuneration amounts include all monetary amounts and benefits actually paid during the year, including the face value of any long- term incentives that vested during the year (which for FY24 was nil).

Remuneration	No. of Employees
$100,000 - $109,999	65
$110,000 - $119,999	70
$120,000 - $129,999	58
$130,000 - $139,999	47
$140,000 - $149,999	21
$150,000 - $159,999	10
$160,000 - $169,999	5
$170,000 - $179,999	7
$180,000 - $189,999	4
$190,000 - $199,999	3
$200,000 - $209,999	6
$210,000 - $219,999	1
$230,000 - $239,999	2
$250,000 - $259,999	1
$300,000 - $309,999	1
$310,000 - $319,999	1
$350,000 - $359,999	1
$360,000 - $369,999	1
$410,000 - $419,999	1
$670,000 - $679,999	1

DISCLOSURES

DIRECTORS

The following persons were Directors of MOVE Logistics Group Limited as at 30 June 2024:

Director	
Julia Raue	Independent Chair
Lorraine Witten	Independent Director
Grant Devonport	Independent Director
Mark Newman	Independent Director
Lachlan Johnstone	Independent Director
Gregory Whitham	Director
Gregory Kern	Director

Danny Chan retired as a Director at the 2023 annual shareholders meeting. Chris Dunphy stepped down from the Board on 28 March 2024.

DISCLOSURE OF INTERESTS BY DIRECTORS

In accordance with Section 140(2) of the Companies Act 1993 the Company maintains an interests register in which Directors interests are recorded. The following are disclosures of interest by Directors holding office at 30 June 2024 that are recorded in the interests register.

Director	Name of Business or Entity	Nature of Activities of that Business or Entity	Nature and Extent of Your Interest
Lorraine Witten	Rakon Limited	Global technology	Chair and shareholder
	vWork Limited	Software	Director and shareholder
	Simply Security Limited	Security guard services	Chair
	Mercury NZ Limited	Energy generation and retail	Director (appointed 1 Sept)
Mark Newman	C and M Newman Trustee Limited	Family Trust	Director
Grant Devonport	BoudiWoudi SMSF	Self-Managed Superannuation Fund	Manager/Beneficiary

Director	Name of Business or Entity	Nature of Activities of that Business or Entity	Nature and Extent of Your Interest
Julia Raue	Jade Software Corporation Limited	Data and Software	Director (ceasing on 30 June 2024)
	Southern Cross Medical Care Society	Health and Insurance	Director
	Southern Cross Healthcare Limited	Health and Insurance	Director
	Southern Cross Benefits Limited	Health and Insurance	Director
	ROWDY Consulting Limited	Management consultancy services	Director and shareholder
	Southern Cross Health Trust	Health and Insurance	Trustee
	New Zealand Global Women	Non-government organisation	Trustee
	Ports of Auckland Limited	Port operator	An associated person is in a senior management position
	Jeeps Investments Limited	Family investment company	Director and shareholder
Mark Newman	Reihana Land Holdings Limited		Director
Lachlan Johnstone	Wholesale Frozen Foods Limited		Director and shareholder
	Maimere Properties Limited		Director and shareholder
	Jenkins Group Limited	Investment Holding company	Director
	Jenkins Freshpac Systems Limited	Commercial printing	Director
	Waimaha Farms Limited	Farming	Director
	Centreport Properties Limited	Investment	Director
	Centreport Captive Insurance Limited		Director
	Centreport Limited	Port operator	Director
	A.C.N. 612 288 623 Pty Limited		Director

Director	Name of Business or Entity	Nature of Activities of that Business or Entity	Nature and Extent of Your Interest
Gregory Kern	Greg Kern & Co Pty Ltd		Director
	Kern Consulting Group Pty Limited		Director
	Kern Finance Pty Limited		Director
	Kern Financial Services Limited		Director
	Kern Group (Licensing) Pty Limited		Director
	Kern Group (Logistics) Pty Limited		Director
	Kern Group Horse Syndicates Pty Limited		Director
	Kern Group Investments Pty Limited		Director
	Kern Group NZ Limited	Financial services	Director
	Kern Group Pty Limited		Director
	Kern Private Capital Pty Limited		Director
Gregory Whitham	Taranaki Air Ambulance Trust		Trustee
	Taranaki Regenerative Agriculture Charitable Trust		Trustee
	Goldie Vaults Limited	Gold, silver	Shareholder
	JRV Jervois		Shareholder
	K&S Transport		Shareholder
	Lindsay Transport		Shareholder
	Qube Holdings Limited	Logistics	Shareholder
	Avada Group Limited	Traffic management	Shareholder
	Tangahoe Valley Partnership		Partner
	Mohakatino Forestry Partnership		Partner
	Onaero Forestry Partnership		Partner
	Hooker Bros 2019 Limited		Shareholder and Director

No entries were made in the interests register of any subsidiary companies during the year ended 30 June 2024.

DIRECTORS' SHARE DEALINGS

In accordance with the Companies Act 1993, between 1 July 2023 and 30 June 2024 the Board received the following disclosures from Directors of acquisitions of relevant interests in shares issued by the Company and details of such dealings were entered in the Company's interests register.

Director	Transaction	Number of Securities	Price per Security	Date
Christopher Dunphy	Purchase of Shares – On-market	10,000	$.0750	1 September 2023
Grant Devonport	Purchase of Shares – On-market	50,000	$0.600	5 September 2023
Christopher Dunphy	Purchase of Shares – On-market	10,000	$.0700	6 September 2023
Christopher Dunphy	Purchase of Shares – On-market	25,000	$0.650	8 September 2023
Grant Devonport	Purchase of Shares – On-market	10,000	$0.610	6 November 2023
Grant Devonport	Purchase of Shares – On-market	20,000	$0.580	14 November 2023
Grant Devonport	Purchase of Shares – On-market	20,000	$0.520	29 February 2024
Christopher Dunphy	Purchase of Shares – On-Market	500,000	$0.49	05 March 2024
Grant Devonport	Purchase of Shares – On-market	20,000	$0.530	7 & 18 March 2024

As noted in the Company's annual report for FY22, on 12 July 2021 Christopher Dunphy entered a call option deed with certain founder shareholders (or interests associated with them) of the Company where he may, at his discretion, acquire up to 5 million ordinary shares in the Company over a 36-month term from those founder shareholders. Under this call option 2 million shares may be acquired at a price of $1.00 per share, 2 million shares may be acquired at a price of $1.20 per share and 1 million shares may be acquired at a price of $1.50 per share. James Ramsay (who served as a Director during FY22 and retired 23 November 2021) was one of the founder shareholders. James granted a call option over 1 million shares that he held. This call option has not been exercised in full or part during FY23 and expired on 12 July 2024.

DIRECTORS' SHAREHOLDINGS INTERESTS

As at 30 June 2024 the Directors of the Company had the following relevant interests in the Company's shares.

Director	Ordinary Shares
Lorraine Witten	139,308
Gregory Whitham	9,023,227
Mark Newman	832,679
Grant Devonport	252,679

USE OF COMPANY INFORMATION

There were no notices from Directors of the Company pursuant to section 145 of the Companies Act 1993 requesting to use Company information received in their capacity as Directors that would not otherwise have been available them.

SUBSIDIARY COMPANY DIRECTORS

The following persons held office as Directors of subsidiary companies as at 30 June 2024. Employee directors of subsidiary companies appointed by the Group do not receive director's fees, remuneration or other benefits in their capacity as directors. The remuneration and other benefits of such employees, received as employees, are included in the relevant bands for remuneration disclosed under Employee Remuneration on page 82.

Company	Directors						
MOVE Investments Limited	Julia Raue	Grant Devonport	Lachlan Johnstone	Mark Newman	Lorraine Witten	Gregory Whitham	Gregory Kern
Alpha Customs Services Limited	Craig Evans	Anthony Browne	Clayton Imbs				
Appian Transport Limited	Craig Evans	Lee Banks					
Global Logistics Group Limited	Craig Evans	Lee Banks					
MOVE International Limited	Craig Evans	Lee Banks	Anthony Browne				
MOVE Logistics & Warehousing Limited	Craig Evans	Lee Banks					
Pacific Asset Leasing Limited	Craig Evans	Lee Banks					
MOVE Fuel Limited	Craig Evans	Lee Banks					
Southern Fleet Leasing Limited	Craig Evans	Lee Banks					
MOVE Freight Limited	Craig Evans	Lee Banks					
MOVE Specialist Lifting & Transport Limited	Craig Evans	Lee Banks					
TNL International Limited	Craig Evans	John Lowden	Anthony Browne	Shayne Miers			
MOVE Oceans Limited	Craig Evans	Lee Banks	Anthony Browne				
MOVE Oceans Singapore PTE Limited	Craig Evans	Anthony Browne	Siti Noraida Binte Mohamed Noordin				
MOVE Liquid Logistics Limited	Craig Evans						

SPREAD OF SECURITY HOLDERS

As at 31 July 2024:

Size of Shareholding	Number of Holders	Total Shares Held	% of Shares
1-1000	917	236,402	.19%
1001-5000	385	1,060,283	.82%
5001-10000	199	1,551,393	1.22%
10001-50000	229	5,189,171	4.07%
50001-100000	43	3,406,927	2.67%
100001 or more	75	116,169,843	91.03%
	1,848	**127,614,019**	**100.00%**

TOP 20 SHAREHOLDERS

The names and holdings of the twenty largest registered shareholders in the Company as at 31 July 2024 were:

	Total Shares Held	% of Shares
JPMORGAN Chase Bank	24,387,933	19.11%
Gregory Peter Whitham	9,023,227	7.07%
Kevin Garnet Smith	7,324,280	5.74%
James Ramsay & Nerida Joy Ramsay & Ramsay Family Trustee Limited	7,051,278	5.53%
Kaylene Joy Stewart & Sr Taranaki Trustees Limited	6,894,279	5.40%
Anacacia Pty Limited	6,867,960	5.38%
Custodial Services Limited	6,712,992	5.26%
Accident Compensation Corporation	6,052,770	4.74%
Citicorp Nominees Pty Limited	3,854,313	3.02%
Citibank Nominees (Nz) Ltd	3,784,605	2.97%
James Ramsay & Nerida J Ramsay & Ramsay Family Trustee Ltd	3,612,902	2.83%
David Gregory Carr & Lynette Maree Duncan	3,538,001	2.77%
New Zealand Depository Nominee	3,207,037	2.51%
Yvonne Yu Hua Chen	2,738,754	2.15%
Leveraged Equities Finance Limited	1,597,383	1.25%
Glenn Arthur Duncraft	1,350,000	1.06%
Wairahi Investments Limited	1,100,000	0.86%
Selenium Corporation Limited	957,724	0.75%
Rangatira Limited	817,307	0.64%
C AND M Newman Trustee Limited	773,694	0.61%

SUBSTANTIAL PRODUCT HOLDERS

The following substantial product holder information is given pursuant to section 293 of the Financial Markets Conduct Act 2013 and is based on substantial product holder notices filed with the Company during FY24 and the Company's share register as at 30 June 2024. As at 30 June 2024, details of the substantial product holders in the Company and their relevant interests in the Company's ordinary shares are shown in the table below. The total number of voting securities (fully paid ordinary shares) of the Company as at 30 June 2024 was 127,614,019.

	Number of Shares
NAOS Asset Management Limited	22,540,086
James Ramsay, Nerida Joy Ramsay & Ramsay Family Trustee Limited	10,664,180
Gregory Peter Whitham	9,023,227
Kevin Garnet Smith	7,324,280
Castle Point Funds Management Limited	7,236,674
Larry William Stewart & Kaylene Joy Stewart & Sr Taranaki Trustees Limited	6,944,279
Anacacia Pty Limited	6,942,960

OTHER INFORMATION

Auditor's Fees

PwC has continued to act as auditor of MOVE Logistics Group Limited.

During the year ended 30 June 2024, the amount payable by MOVE Logistics Group Limited to PwC as audit and review fees was $371,000. The amount of fees payable to PwC for non-audit work during the year ended 30 June 2024 was $1,000. This is detailed in Note 8 of the Financial Statements.

Donations

The Company and its subsidiaries made donations totalling $15,000 during the year ended 30 June 2024.

NZX Waivers

There were no waivers granted by NZX or relied on by the Company in the 12 months preceding 30 June 2024.

NZX Powers

The NZX has not publicly exercised any of its powers under rule 9.9.3 of the Listing Rules in relation to the Company in FY24.

Credit Rating Status

The Company does not hold a credit rating.

REGISTERED OFFICE AND ADDRESS FOR SERVICE
24-30 Paraite Road, Bell Block, New Plymouth | 0800 845 5494 | movelogistics.com

AUDITORS
PricewaterhouseCoopers, PwC Centre, Level 4, 60 Cashel Street, Christchurch

BANKERS
ANZ Bank, 23-29 Albert Street, Auckland

SOLICITORS
Duncan Cotterill, Level 2, Chartered Accountants House, 50 Custom House Quay, Wellington

SHARE REGISTRAR
Link Market Services Limited, Deloitte Centre, 80 Queen St, Auckland