



ANNUAL REPORT

2019-2020



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LETTER TO THE MINISTER FOR INFRASTRUCTURE, PLANNING AND LOGISTICS

The Hon Eva Lawler MLA
Minister for Infrastructure, Planning and Logistics
GPO Box 3146
Darwin NT 0801

Dear Minister Lawler

RE: AUSTRALASIA RAILWAY CORPORATION ANNUAL REPORT

I have pleasure in presenting the 2019/2020 Annual Report of the AustralAsia Railway Corporation.

The report details the activities and operations of the Corporation for the year ending 30 June 2020, in accordance with the provisions of section 32(2) of the AustralAsia Railway Corporation Act.

There is no additional information attached to the report that is required to be presented under section 32(1) of the Act, as there were no directions, objections, confirmations or reasons given under Section 19 of the Act during the period to which the report relates.

Yours faithfully



Alastair Shields
Chairman

23 November 2020





Contents

Letter to the Minister for Infrastructure, Planning and Logistics	1
Chairman's Overview	4
Business Overview	7
Board Members	8
Board Members' Report	10
Auditor's Independence Declaration	12
Board Members' Declaration	12
Dashboard	13
Financial Statements	14
Independent Auditor's Report	34
Legislation	35

Chairman's Overview



The 2019/20 year was a year of significant change for the AustralAsia Railway Corporation with the retirement of our longstanding Chief Executive Officer, our Operator with a change of name and ownership, and the corridor with the final agreement to commence light rail replacement works. Additionally, like all sectors of the Australian economy, rail has been impacted by the COVID-19 pandemic. Reduced consumer demand has resulted in lower intermodal freight levels and border restrictions have challenged rail operations and services. Hardest hit has been the tourism sector, with all Ghan services cancelled for the second half of the 2019/20 year.

CHIEF EXECUTIVE OFFICER

The Corporation's Chief Executive Officer, Brendan Lawson, retired on 30 May 2020 after working with the Corporation since establishment. Brendan played a key role in the delivery of our nation building railway project, re-establishing the Northern Territory as a strategic freight and logistics hub for Australia into Asia and beyond. Brendan has also diligently managed the Concession Deed and obligations of the Operator post-construction to ensure our vital asset is properly maintained, managed and delivers the economic prosperity that both South Australia and the Northern Territory expect. I want to take this opportunity to thank Brendan on behalf of the Corporation Board for his extensive contribution to the development of the Northern Territory through this and many other

projects, along with his commitment to managing the railway corridor and operator Deeds during the many challenging years post-construction. Brendan has agreed to continue to assist the Corporation on an ad hoc basis for technical matters, which we very much appreciate.

With every end there is also a new beginning, and I would like to welcome our new Chief Executive Officer, Mr Sam Burke. Sam was appointed to the role on 31 May 2020 on the recommendation of the Ministers of South Australia and the Northern Territory. Sam's transition to the role comes after more than 18 months of shadowing Brendan in the role and I am very confident that the Corporation is in safe hands moving forward. Sam is also the General Manager of the Darwin Waterfront Corporation and has a career in major projects, executive government and legal practice.

ONE RAIL AUSTRALIA

Our Concession Holder and Railway Operator has a new name and ownership structure. Genesee & Wyoming Australia is now One Rail Australia following an announcement in August 2019 that US parent company Genesee & Wyoming Inc had been acquired by Brookfield Consortium. Brookfield owns Australian below rail and terminal operations and, to avoid any competition concerns from the ACCC, determined not to acquire Genesee & Wyoming Australia assets. Existing 48.9% interest holders of Genesee & Wyoming Australia, Macquarie Infrastructure and Real Assets (MIRA) and

Dutch pension fund PGGM, determined to acquire the remaining 51.1 % stake and renamed the company One Rail Australia.

The Corporation is pleased that the new owners are focussing on the domestic market and investing in the growth of the One Rail Australia assets. The existing management team have also been maintained, including Chief Executive Officer Luke Anderson, who has worked positively and productively with the Corporation since his appointment. The Corporation has facilitated the sale transaction through the Concession Deed and looks forward to this new chapter.

LIGHT RAIL REPLACEMENT

Part of the executed Concession Deed amendments relate to the final agreement with One Rail Australia to achieve an early replacement of the light rail sections of track in the corridor south of Alice Springs. Agreement has been reached to bring forward the replacement of the light rail sections of the corridor, as part of a realignment of the timing for a number of prescribed maintenance tasks that One Rail Australia are required to perform under the Concession Deed. Replacement of these light rail sections of the corridor will allow One Rail Australia to lift some ongoing speed restrictions on the track, and work will commence in 2020

and be completed by 2022. Once complete, the entire rail corridor will be in world-class condition, noting that (other than the current issues with the light rail sections) the line has track quality index readings as good as when first constructed and a list of 600 defects across the corridor have been reduced to just one in the last year.

COVID-19

The COVID-19 pandemic required a shut-down of all non-essential activities in early Q3 of the 2019/20 year. Our Rail Operator worked quickly to establish itself as an exempt entity under the Chief Health Officer Directions to ensure critical intermodal activities to and from the Northern Territory. At the height of the “panic buying” in supermarkets, a minor derailment of an intermodal service to Darwin carrying Coles’ supplies resulted in some white knuckles. However, the service ended up arriving only hours late and stock was in stores on time with anxious customers none the wiser. A credit to the Operator and its hard working crews. Other than supermarket supplies, intermodal levels have been soft as a result of low consumer demand in the Northern Territory during COVID-19, particularly in the normally-peak dry season.

Tourism operations on the line have completely ceased for the second half of 2019/20. The

operator of the Ghan Passenger Service had spent much of 2018/19 enhancing access arrangements for the corridor to allow a second weekly Ghan service from Adelaide to Darwin in the peak tourist season. All of this was lost to the COVID-19 pandemic and the focus now turns to a slow recovery in 2020/21.

On a positive note, One Rail Australia have demonstrated their capacity and competency with the Australian Defence Force following successful equipment transports by rail last year. All involved should be congratulated and it is welcome news that a long term transport contact has now been agreed between the parties. Defence logistics was always part of the original rail feasibility and this is an excellent start to resuming this again.

CORRIDOR

The Corporation continues to manage matters impacting the railway corridor including granting of services and access easements to facilitate new projects, and protection of landholder entitlements to the use of the land for the purpose of operating the railway both now and into the future.

The Sun Cable project, which is the world’s largest solar generation farm and HVDC cable from a site near Tennant Creek to Singapore,



represents an exciting opportunity for the corridor and the Northern Territory. The Corporation is continuing to work closely with the Northern Territory Major Projects group to facilitate feasibility work and commercial negotiations.

The Corporation continues to work with the Northern Territory and One Rail Australia on the development of the Katherine Agribusiness Hub near the rail terminal, a significant regional economic enabler which reflects the important location and production potential of Katherine.

I would like to again record my thanks and appreciation for the tireless efforts of the Corporation's former Chief Executive Officer, Mr Brendan Lawson. I would also like to thank and recognise the ongoing work of our Board Members, Mr Mike Wilde and Mr Timothy Materne (South Australia) and Mr Andrew Kirkman (Northern Territory). We are very lucky to have experienced Board Members who are always generous with advice and assistance for the Corporation.

A handwritten signature in blue ink that reads 'Alastair Shields'. The signature is fluid and cursive, written in a professional style.

Alastair Shields
Chairman

Business Overview

Aggregate Volumes

The combined total of 1.9 million tonnes of freight transported in 2019-20 is consistent with the volumes in the 2018/19 year.

Business performance categorised as Intermodal, Bulk Products and Passenger Train Access was as follows:

INTERMODAL

There have been no changes to the number of trains per week operating between Adelaide and Darwin. Rail retains an estimated 76% market share, with ~85% of the contestable market for intermodal freight on the corridor ex SA.

ORA has seen a continued decrease in volumes over previous years driven by:

- (i) The impact of COVID-19 border restrictions in late Q1 2020 impacting volumes heading North for the peak Dry Season in the Northern Territory; and
- (ii) General decline in Northern Territory population growth resulting in less demand, hence lower volumes heading North.

No changes are planned for either the current number or configuration of services.

Intermodal tonnes decreased 1% from 751,555 tonnes in 2018/19 to 747,187 tonnes in 2019/20.

Of the 747k tonnes, 726,252 tonnes was General Freight, 9,240 tonnes was Automotive and 11,695 tonnes was Specials, Uranium and Project movements.

One Rail Australia have worked closely with both the Northern Territory and Commonwealth Governments, following on from last year's success in converting the Australian Defence Force's (ADF) equipment movements back onto rail, executing a long term contract securing their commitment to this reliable and economical form of transport.

One Rail Australia and the Corporation continue to work with relevant parties on developing logistics options for Oil and Gas development, freight and terminal based opportunities, and this continues to be a key strategy for business development for the operator and economic benefit for the Corporation.

BULK PRODUCTS

Bulk minerals traffic.

Tonnages are marginally lower at 1.1 million tonnes, representing a decrease of 0.1 million tonnes from the previous year levels of 1.2 million tonnes.

OZ Minerals concentrate volume to Tennant Creek was 58,828 tonnes as at 30 June 2020,

a decrease of ~9.7k tonnes from 2018/19 as a result of lower customer demand in Mt Isa. New customer Australian Ocean Logistics (AOL) began hauling volumes from Mirrida siding to the Port of Adelaide, currently running one consist and three trains per week.

Bulk Liquids

Bulk Liquid tonnes have increased to 19,781 tonnes in financial year 2019/20, up 43% on previous year volumes.

PASSENGER TRAIN ACCESS

Great Southern Rail has negotiated a second train path to enable a return of the Ghan passenger service to twice per week at peak times of the year, following the COVID-19 shutdown. In normal operating conditions the business relies upon access to a high standard of track condition to provide its premier experiential offerings.

The Light Rail Replacement program will greatly enhance the experience for future travellers. The Corporation also continues to work with One Rail Australia and the Northern Territory Government to support a proposal to separate the Freight and Passenger terminal access at Katherine and to further explore opportunities to enhance experiences along the corridor.

Board Members



ALASTAIR SHIELDS

B.Bus (Acctg). LLB, EMPA

Appointed 2 September 2014

Alastair is Chair of the AustralAsia Railway Corporation, Chair of the Racing Commission

(NT), and Chief Executive Officer of the Darwin Waterfront Corporation. He is also the Northern Territory Government representative on the Joint Management Board for Kakadu National Park. Alastair also provides specialist consulting services.

Alastair was born and educated in Darwin and has more than 35 years of public sector experience in the Northern Territory, most of it at the Northern Territory Department of the Attorney General and Justice and its predecessors. In the period 2013 to 2017, Alastair held a number of Chief Executive Officer roles for Northern Territory Government agencies.

Alastair has been involved in commercial negotiations for many major projects in the Northern Territory, including the AustralAsia Railway. He has qualifications in Law and Accounting from the Charles Darwin University, and a Masters in Public Administration from ANZSOG. In 2007, he was awarded Australian Government Lawyer of the Year by the Australian Corporate Lawyers Association.



BRENDAN LAWSON Dip.CE, FIEAust, PSM

Appointed CEO 6 October 2004

Resigned 30 May 2020

Brendan Lawson is the Chief Executive Officer of the AustralAsia Railway Corporation. Mr Lawson is a civil engineer with a background in construction of transport infrastructure and has been associated with the AustralAsia Railway Project since 1996. Previous roles with the Northern Territory Government involved managing a range of preconstruction activities for the Railway, project management of Darwin's East Arm Port, Project Administrator of the Darwin Waterfront Development and the Darwin Marine Supply Base.



SAMUEL BURKE

Appointed CEO May 31 2020

Sam Burke is the Chief Executive Officer of the AustralAsia Railway Corporation. Sam was raised and educated in the Territory and is passionate about business growth, major projects and tourism development. Previous roles include as a commercial and litigation lawyer, prosecutor with the Northern Territory Director of Public Prosecutions, Ministerial advisor and Chief of Staff, and Executive Director of Northern Territory Major Projects. Sam is currently also the General Manager of the Darwin Waterfront Corporation, which is co-located with the AustralAsia Railway Corporation in Darwin. The Darwin Waterfront Precinct enjoys an average 1.2 million visits every year and Sam's role with the Corporation has broad responsibilities, including as Project Administrator for the Darwin Convention Centre PPP and management of the Stokes Hill Wharf.



MR TIM MATERNE

Appointed 25 November 2019

Tim is Special Counsel Commercial Litigation at the South Australian Crown Solicitor's Office, Tim represents the South Australian Government in major and complex litigation, managing a portfolio including construction, insolvency, IP, environmental and insurance-based disputes. Prior to working for Government Tim was a partner in a boutique legal firm, specialising in marine and transport insurance and utilities law.



MIKE WILDE

Appointed 28 July 2016

Mike Wilde is the Manager, Network Planning in the South Australian Department Of Planning, Transport and Infrastructure (DPTI). Prior to joining DPTI, Mr Wilde spent over 32 years in the rail freight industry with experience in business development, customer service delivery, and operations planning roles. This includes 15 years in freight activities on the Alice Springs and Darwin corridors, holding senior management positions with FreightLink and as a board member for the Tarcoola to Darwin corridor maintenance joint venture.



ANDREW KIRKMAN

Appointed 14 October 2015

Andrew was appointed as the Chief Executive of the Department of Infrastructure, Planning and Logistics in September 2016.

With more than 20 years experience in the Northern Territory Public Sector, Andrew has previously held positions as the Chief Executive of the Department of Transport and as Deputy Chief Executive and Executive Director in the Department of Housing.

In addition to key roles in the AustralAsia Railway Corporation, Department of the Chief Minister and NT Treasury, he has worked in finance and commercial roles in the private sector, locally in the mining industry and overseas on public private partnerships.

Andrew holds tertiary qualifications in business and is a Certified Practising Accountant.

Board Members' Report

The Board Members present their report on the accounts for the financial year ended 30 June 2020.

Members

The following persons held office as Members of the AustralAsia Railway Corporation (“the Corporation”) Board during the year and up to date of this report:

- Alastair Shields (Appointed 2 September 2014)
- Brendan Lawson (Resigned 30 May 2020) - former Board Member
- Andrew Kirkman (Appointed 14 October 2015)
- Mike Wilde (Appointed 28 July 2016)
- Timothy Materne (Appointed 25 November 2019)
- Samuel Burke (Appointed 31 May 2020)

Further details on Members are provided at Note 13 to the financial statements and member profiles at page 8 and 9 of the Annual Report.

Principal Activities

The functions of the Corporation are specified in the *AustralAsia Railway Corporation Act 1996 (NT)*.

The Corporation was created to facilitate the completion of the AustralAsia Railway on behalf of the Northern Territory and South Australian Governments and subsequent to completion, to monitor operations of the railway throughout the fifty year concession period to ensure obligations and responsibilities of the Concession Holder and Governments under the Concession Deed are met.

Ministerial Directions

No ministerial directions were received by the Corporation under Sections 18 or 19 of the *AustralAsia Railway Corporation Act 1996 (NT)* for the financial year ended 30 June 2020.

Review of Operations and Significant Changes during the Financial Year

The Corporation’s role is to monitor operations to ensure responsibilities under the Concession Deed and the statutory obligations pursuant to the *AustralAsia Railway Corporation Act 1996 (NT)* are met. The Concession Deed covers the rights, responsibilities and obligations of the Concession Holder and Governments throughout the fifty year concession period from 2004.

Significant responsibilities of the Corporation include ensuring that the rail infrastructure, including the \$427.5 million (valued at cost) of Corporation owned infrastructure, is maintained in a ‘fit for purpose’ state by the Concession Holder throughout the Concession Period and that secure title over the rail corridor is held throughout this time.

The Corporation also provides advice and assistance to the Northern Territory and South Australian Governments on AustralAsia Railway matters.

In August 2019, Genesee & Wyoming Australia’s (GWA) parent company, Genesee & Wyoming Inc. (GWI), announced that it had agreed to be acquired by Brookfield Infrastructure and GIC. As part of this acquisition, GWI divested its 51 % interest in Genesee & Wyoming Australia (including GWA (North) Pty Ltd) to existing 49 % holder Macquarie Infrastructure and Real Assets (MIRA) and leading Dutch pension fund manager PGGM. The sale transaction concluded on 15 February 2020 and newly named

entity One Rail Australia (ORA) was formed. The Corporation is pleased with the continuity of management teams under ORA and the new ownership structure has had no material impact on operations. The year has continued to focus on relationships and reporting regimes with the Concession Holder to ensure that both ORA and the Corporation meet their responsibilities in accordance with the Concession Deed.

Activities during the year resulted in the Corporation recording an operating deficit of \$2.98 million (2019: Deficit \$3.28 million). This operating deficit resulted from depreciation charges of \$2.95 million to the accounts, reflecting use of the Corporation's \$427.5 million (valued at cost) rail infrastructure assets. Operating deficits do not affect the operations of the Corporation, with Governments providing the necessary resources to ensure the going concern of the entity.

Matters Subsequent to the End of the Financial Year

At the date of this report there is no matter or circumstance which has arisen since 30 June 2020 that has significantly affected or may significantly affect:

- a. the operations in the financial year subsequent to 30 June 2020, of the Corporation; or
- b. the results of those operations; or
- c. the state of affairs in financial year subsequent to 30 June 2020, of the Corporation.

Likely Developments and Expected Results of Operations

In accordance with contractual agreements resulting from operations during past financial years, the Corporation expects to continue to receive operational grants and payments towards operational expenditure during the 2019-20 financial year, and perform any other services necessary to monitor operations of the AustralAsia Railway on behalf of the Northern Territory and South Australian Governments.

Auditor

The independent audit firm of BDO Audit (NT) continued as auditor in accordance with Section 27 of the *AustralAsia Railway Corporation Act 1996 (NT)* and Section 327 of the *Corporations Act 2001*.

Auditor's Independence Declaration

A copy of the auditor's independence declaration, as required under Section 307C of the *Corporations Act 2001*, is set out on page 12.

This report is made in accordance with a resolution of the Board Members.

ALASTAIR SHIELDS
Chairman
26 October 2020

SAMUEL BURKE
Acting Chief Executive Officer
26 October 2020

DECLARATION OF INDEPENDENCE BY C TAZIWA TO THE BOARD MEMBERS OF AUSTRALASIA RAILWAY CORPORATION

As auditor of AustralAsia Railway Corporation for the year ended 30 June 2020, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of AustralAsia Railway Corporation during the period.



Casmel Taziwa
Audit Partner
BDO Audit (NT)

Darwin, 27 October 2020

BDO Audit (NT) ABN 45 826 259 206 is a member of a national association of independent entities which are all members of BDO Australia Ltd ABN 77 050 110 275, an Australian company limited by guarantee. BDO Audit (NT) and BDO Australia Ltd are members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.

Board Members' Declaration


The Board Members declare that:

1. The financial statements and accompanying notes;
 - a) are in accordance with the *Corporations Act 2001* and comply with Australian Accounting Standards (including Australian Accounting Interpretations); and
 - b) give a true and fair view of the Corporation's financial position as at 30 June 2020 and of its performance for the period ended on that date.
2. In the opinion of the Board Members, there are reasonable grounds to believe that the Corporation will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board Members.



ALASTAIR SHIELDS
Chairman
26 October 2020



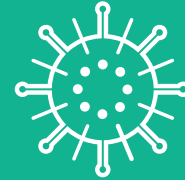
SAMUEL BURKE
Chief Executive Officer
26 October 2020

Dashboard

1 The Concession holders Railway Operator has a new name and ownership structure; One Rail Australia.

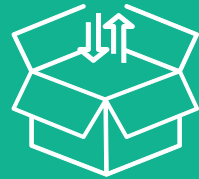


The Ghan suspended operations on March 22 due to border closures. The 1st post Covid train departed Adelaide for Darwin on 30 August 2020.



2

3 A total of 1.9 million tonnes of freight was transported over the corridor in 2019-20, consistent with 2018-19.



Total Property Plant & Equipment carrying amount is \$370m.



4

Financial Statements 19/20



Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2020

	Note	2020 \$'000	2019 \$'000
Income			
Income from Ordinary Activities		302	302
Other Income		19	22
Total Income	3	321	324
Expenses			
Employee Expenses		209	191
Depreciation and Amortisation		2,953	3,300
Other Expenses	4	135	112
Total Expenses		3,297	3,603
Deficit for the Year		(2,976)	(3,279)
Other Comprehensive Income			
Other Comprehensive Income for the Year		-	-
Total Other Comprehensive Income		-	-
Total Comprehensive Deficit for the Year		(2,976)	(3,279)

The Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the notes to the financial statements.

Statement of Financial Position

As at 30 June 2020

	Note	2020 \$'000	2019 \$'000
Current Assets			
Cash and Cash Equivalents	5	612	614
Trade and Other Receivables	6	-	2
Total Current Assets		612	616
Non Current Assets			
Property, Plant and Equipment	7	370,102	373,056
Total Non-Current Assets		370,102	373,056
TOTAL ASSETS		370,714	373,672
Current Liabilities			
Trade and Other Payables	8	43	24
Total Current Liabilities		43	24
Non-Current Liabilities			
Net Loans	9	-	-
Total Non-Current Liabilities		-	-
TOTAL LIABILITIES		43	24
NET ASSETS		370,672	373,648
Equity			
Accumulated Funds		370,672	373,648
TOTAL EQUITY		370,672	373,648

The Statement of Financial Position should be read in conjunction with the notes to the financial statements.

Statement of Changes in Equity

For the year ended 30 June 2020

	Note	2020 \$'000	2019 \$'000
Accumulated Funds			
Balance at 1 July		373,648	376,927
Deficit for the Period		(2,976)	(3,279)
Other Comprehensive Income for the year		-	-
Total Comprehensive Deficit for the year		(2,976)	(3,279)
BALANCE AT 30 JUNE 2020		370,672	373,648

The Statement of Changes in Equity should be read in conjunction with the notes to the financial statements.

Statement of Cash Flows

For the year ended 30 June 2020

	Note	2020 \$'000	2019 \$'000
Cash Flows from Operating Activities			
Grants and Subsidies Received		302	302
Net Payments for Goods and Services		(324)	(305)
Interest Received		5	10
Other Income		15	13
Net Cash Provided by Operating Activities	10	(2)	20
Net Increase in Cash and Cash Equivalents		(2)	20
Cash and Cash Equivalents at the Beginning of the Financial Year		614	594
Cash and Cash Equivalents at the End of the Financial Year	5	612	614

The Statement of Cash Flows should be read in conjunction with the notes to the financial statements.

Notes to the Financial Statements for the year ended 30 June 2020

1. General Information

The AustralAsia Railway Corporation (“the Corporation”) is a statutory authority, incorporated in Australia and operating within Darwin, Northern Territory, Australia.

Principal place of business:

Level 5 Hospitality
7 Kitchener Drive, Darwin NT 0800

Postal address:

GPO Box 1449, Darwin NT 0801

The Corporation was established to facilitate the completion of the AustralAsia Railway on behalf of the Northern Territory and South Australian Governments and subsequent to completion, to monitor operations of the railway throughout the fifty year concession period (which commenced in 2004) to ensure obligations and responsibilities of the Concession Holder and Governments under the Concession Deed are met.

2. Significant Accounting Policies

Statement of Compliance

The financial statements are general purpose financial statements and have been prepared to fulfil the Corporation’s reporting requirements under the *AustralAsia Railway Corporation Act 1996 (NT) and the Corporations Act 2001*. The accounting policies used in the preparation of these financial statements are consistent with those of previous years unless stated otherwise, and in the opinion of the Board Members are appropriate to meet the needs of the AustralAsia Railway Corporation.

The general purpose financial statements have been prepared in accordance with the Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board and the requirements of the *Austra/Asia Railway Corporation Act 1996 (NT) and the Corporations Act 2001*.

The financial statements comprise AustralAsia Railway Corporation financial statements as an individual reporting entity. For the purposes of preparing the financial statements, the Corporation is a not-for-profit entity.

These financial statements are presented in Australian dollars, which is the Corporation’s functional and presentation currency. The financial statements were authorised for issue by the Board Members on 26 October 2020.

a) Basis of Preparation

The general purpose financial statements have been prepared on an accrual basis using historical cost, except for the revaluation of certain non-current assets and financial instruments that are measured at re-valued amounts or fair values, as explained in the accounting policies below. Cost is based on the fair values of the consideration given in exchange for assets.

The Corporation is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors’ Reports) Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to ‘rounding off’. All amounts are presented in Australian dollars and have been rounded off in accordance with that ASIC Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar. Figures in the financial statements and notes may not equate due to rounding.

b) Critical Accounting Estimates and Judgements

The Board Members evaluate estimates and judgements incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data.

Key Estimates - Impairment

The Corporation assesses impairment at each reporting date by evaluating conditions specific to the Corporation that may lead to impairment of assets. Where an impairment indicator exists during the year, the recoverable amount of the asset is assessed by management and impairment losses are recognised in profit and loss where an asset's carrying value exceeds its recoverable amount. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Where it is not possible to estimate recoverable amount for an individual asset, recoverable amount is determined for the cash generating unit to which the asset belongs.

c) New and Revised Accounting Standards

The effects of all relevant new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are effective for the current annual reporting period have been evaluated.

The following new and revised accounting standards and interpretations were effective for the first time in 2019-20:

AASB 15 Revenue from contracts with a customer/ AASB 1058 Income for not for-profit entities

AASB 15 Revenue from contracts with customers (AASB 15) supersedes AASB 111 Construction contracts, AASB 118 Revenue and related interpretations and applies, with limited exceptions, to all revenue arising from contracts with customers. Under AASB15 revenue from agreements that are enforceable, have sufficiently specific performance obligations and transfer goods or services to the customer or third party beneficiary will be recognised when or as performance obligations are satisfied.

AASB 15 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when assessing contracts with their customers.

AASB 1058 Income for not-for-profit entities (AASB 1058) clarifies and simplifies income-recognition requirements that apply to not-for-profit entities and replaces most of the not-for-profit provisions under AASB 1004 Contributions. AASB 1058 applies to transactions where the consideration to acquire an asset is significantly less than fair value principally to enable the entity to further its objectives, and where volunteer services are received.

In contrast with previous standards such as AASB 1004, AASB 1058 allows deferral of income from capital grants where there is an enforceable contract with sufficiently specific performance obligations and the agreement does not require the entity to transfer the asset to other parties. For such capital grants, the funding received is initially deferred in an unearned revenue liability and subsequently recognised as revenue as or when the entity satisfies obligations under the agreement.

Under AASB 1058, the entity will continue to recognise volunteer services only when the services would have been purchased if they had not been donated, and the fair value of those services can be measured reliably. This treatment is consistent with treatment in prior years.

The application of the above new standard has no material impact on the Corporation's financial report. The Corporation's accounting policy for its main source of revenue has been amended to conform with the new standard.

AASB 16 Leases

AASB 16 Leases (AASB 16) supersedes AASB 117 Leases and relevant interpretations and introduces significant changes to lessee accounting by removing the distinction between operating and finance leases. For lessees with operating leases, a right-of-use asset has now been recognised on the balance sheet together with a lease liability at the lease commencement, for all leases except for leases with a term of less than 12 months or where the underlying assets are of low value. In contrast to lessee accounting, the requirements for lessor accounting have remained largely unchanged and has not had a significant impact for leases where the agency is the lessor.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the re-measurement of the lease liability as an adjustment to the right-of-use asset.

The new Standard has been applied using the modified retrospective approach. Prior periods have not been restated.

The Corporation has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

The application of the above new standard has no material impact on the Corporation's financial report. The Corporation's accounting policy for its operating leases has been amended to conform with the new standard.

AASB 2016-8 Amendments to Australian accounting standards - Australian implementation guidance for not-for-profit entities (AASB 9 Financial instruments)

AASB 2016-8 is effective for the first time in 2019-20 and will require non-contractual receivables arising from statutory requirements to apply the initial recognition and measurement requirements of AASB 9. The requirements of AASB 2016-8 are largely consistent with existing recognition and measurement practices of the Corporation and is therefore not expected to have a material impact.

Several other amending standards and AASB interpretations have been issued that apply to the current reporting periods, but are considered to have no impact on public sector reporting.

Standards and interpretations issued but not yet effective

No Australian accounting standards have been early adopted for 2019-20.

Several other amending standards and AASB interpretations have been issued that apply to future reporting periods but are considered to have limited impact on public sector reporting.

AASB 1059 Service concession arrangement

AASB 1059 Service concession arrangements: Grantors (AASB 1059) is effective for annual reporting periods beginning on or after 1 January 2020 and will be reported for the first time in 2020-21.

AASB 1059 addresses the accounting for arrangements that involve an operator providing public services related to a service concession asset on behalf of a public sector grantor for a specified period of time and managing at least some of those services. This standard also applies a new control concept to the recognition of service concession assets and related liabilities.

Where a transaction meets the definition of a service concession arrangement, a service concession asset and liability will be recognised on the balance sheet and valued in accordance with the new standard.

The Corporation will adopt the modified retrospective approach on transition to the new standard with 1 July 2019 as the date of initial application being the beginning of the comparative period in financial reports prepared for 2020-21. Impacts of the new standard under this approach are as follows:

- recognise service concession asset at current replacement cost as at 1 July 2019
- recognise financial liability at fair value as at 1 July 2019 for the contractual obligation to deliver cash or another financial asset to the operator
- recognise any unearned revenue liability from the receipt of a service concession asset under the grant of a right to the operator model. This is initially measured at current replacement cost of the service concession asset as at 1 July 2019 adjusted to reflect the remaining period of the service concession arrangement relative to the total period of the arrangement, less the fair value of the financial liability
- recognise any net adjustments to the amounts of assets and liabilities to accumulated funds as at 1 July 2019.

The public-private partnership arrangements in relation to the Corporation is currently under review to determine if AASB 1059 applies and the potential impacts on transitioning to AASB 1059. The assets and related liabilities relating to these arrangements are currently recorded on the balance sheet, however, the Corporation is still conducting an assessment on the impact of transitioning to AASB 1059 where an arrangement is assessed as falling under AASB 1059.

Several other amending standards and AASB interpretations have been issued that apply to future reporting periods but are considered to have limited impact on public sector reporting.

d) Going Concern Basis

The ongoing operations of the Corporation are reliant on continued funding by the Northern Territory and South Australian Governments.

e) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- (i) where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or
- (ii) for receivables and payables which are recognised inclusive of GST.

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

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

f) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Corporation expects to be entitled

in exchange for those goods or services. Performance obligations may be completed at a point in time or over time.

Corporation revenue from ordinary activities comprises grants received from the Northern Territory and South Australian Governments.

g) Government Grants

Grants revenue is recognised at fair value exclusive of the amount of GST. Until 30 June 2019, grant revenue and other non-reciprocal contributions were recognised as revenue when the Corporation obtains control over the asset comprising the contribution, which was normally obtained on receipt.

From 1 July 2019, where a grant agreement is enforceable and has sufficiently specific performance obligations for the Corporation to transfer goods or services to the grantor or a third party beneficiary, the transaction is accounted for under AASB 15. In this case, revenue is initially deferred as a contract liability when received in advance and recognised as or when the performance obligations are satisfied.

Where grant agreements do not meet criteria above, it is accounted for under AASB 1058 and income is recognised on receipt of funding except for capital grants revenue received for the purchase or construction of non-financial assets to be controlled by the Corporation. Capital grants with enforceable contracts and sufficiently specific obligations are recognised as an unearned revenue liability when received and subsequently recognised progressively as revenue as or when the Corporation satisfies its obligations under the agreement. Where a non-financial asset is purchased, revenue is recognised at the point in time the asset is acquired and control transfers to the Corporation.

Government appropriation and grants are recognised in the profit or loss at the time of their receipt.

h) Income Tax

The Corporation is exempt from income tax as per the Income Tax Assessment Act 1936.

i) Cash and Cash Equivalents

For the purpose of the Statement of Cash Flows and Statement of Financial Position, cash and cash equivalents includes cash on hand and cash held in the Corporation's bank account.

j) Financial Instruments

The Corporation applied AASB 9 for the first time in 2018-19. AASB 9 Financial Instruments replaces AASB 139 Financial Instruments: Recognition and Measurement for annual periods beginning on or after 1 January 2018. The nature and effect of the adoption of this accounting standard are described below.

Classification and measurement

Financial instruments have been reclassified into one of three measurement bases - amortised cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL). The classification of these instruments is based on the Corporation's business model for managing the financial assets and the contractual terms of the cash flows.

The Corporation's debt instruments are comprised of receivables, and loan receivables. As these assets are held to collect contractual cash flows that are solely payments of principal and interest, and are measured at amortised cost.

The Corporation has not designated any financial liabilities as at fair value through profit or loss. There are no changes in classification and measurement for the Corporation's financial liabilities.

Impairment of Financial Assets

The Corporation assesses at the end of each reporting period whether there is any objective evidence that a financial asset or group of financial assets is impaired. Objective evidence includes significant financial difficulty of the issuer or obligor; a breach of contract such as default or delinquency in payments; the lender granting to a borrower concessions due to economic or legal reasons that the lender would not otherwise do; it becomes probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for the financial asset; or observable data indicating that there is a measurable decrease in estimated future cash flows.

The amount of the impairment allowance for financial assets carried at cost is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the current market rate of return for similar financial assets.

Available-for-sale financial assets are considered impaired when there has been a significant or prolonged decline in value below initial cost. Subsequent increments in value are recognised in other comprehensive income through the available-for-sale reserve.

Derecognition of Financial Assets

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

Non-Derivative Financial Liabilities

The Corporation initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities are recognised initially on the trade date at which the Corporation becomes a party to the contractual provisions of the instrument.

The Corporation derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

The Corporation classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest rate method.

Other financial liabilities comprise loans and borrowings, debt securities issued, bank overdrafts and trade and other payables. Bank overdrafts that are repayable on demand and form an integral part of the Corporation's cash management are included as a component of cash and cash equivalents for the statement of cash flows.

k) Trade and Other Receivables

Trade and other receivables are recognised at fair value less any allowance for impairment losses. Collectability of receivables is assessed on an ongoing basis. Debts which are known to be uncollectible are written off. The allowance for impairment losses represents the amount of receivables the Corporation estimates are likely to be uncollectible and are considered doubtful.

Trade receivables are generally settled within 30 days.

l) Property, Plant and Equipment

The property, plant and equipment of the Corporation comprises of railway infrastructure. Railway infrastructure represents the Corporation's share of the \$1.1 billion total of new rail infrastructure located between Alice Springs and Darwin completed in 2004.

The Corporation values land, buildings and infrastructure assets in accordance with the Australian Accounting Standard AASB 116 Property, Plant & Equipment and annually reviews the carrying balances of its assets in accordance with Accounting Standards to ensure any impairment loss is appropriately recorded.

Railway infrastructure is recorded at the cost of acquisition, being the purchase consideration determined at the date of acquisition plus costs incidental to the acquisition.

Plant and equipment acquired are recorded at the cost of acquisition, being the purchase consideration determined at the date of acquisition plus costs incidental to the acquisition.

Depreciation is provided on property, plant and equipment (excluding Earthworks and Capping Layer). Depreciation is calculated on a straight line basis so as to write off the net cost of each asset over its expected useful life.

The following useful lives are used in the calculation of depreciation:

<i>Railway Infrastructure</i>	
Culverts and Bridges	50 years
Yards and Freight Handling Facilities	50 years
Signalling	15 years



The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period, with the effect of any changes recognised on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Corporation. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

m) Borrowings

Loans are initially recognised at the fair value of the consideration received less directly attributable transaction costs. Interest expense is recognised on an accrual basis (refer Note 9). No interest was payable on loans for either financial period.

n) Trade and Other Payables

Liabilities for trade creditors and other amounts are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Corporation. These amounts are unsecured and are usually settled within normal trading terms of 30 days.

o) Employee/Member Benefits

The Corporation reimburses the Northern Territory Government for the relevant proportion of employee annual leave, leave bonuses, long service leave, Superannuation Guarantee Levy and other employee benefits.

p) Comparative Amounts

Comparative information has been reclassified and restated where necessary to be consistent with disclosures in the current reporting format.

q) Commitments

Disclosures in relation to capital and other commitments are shown at note 14 and are consistent with the requirements contained in AASB 101. Commitments are those contracted as at 30 June 2020 where the amount of the future commitment can be reliably measured.



r) Services Received Free of Charge

During the 2020 financial year the Corporation received advisory services from officers of the Northern Territory and South Australian Governments at no charge. These amounts are not readily determined and are considered immaterial.

s) Impact of COVID 19

For most of the entities, the COVID-19 crisis has led to more variability and uncertainty underlying the preparation of the financial statements. Fortunately, the Corporation has not identified any write-offs, postponements or waivers, or expected credit or impairment losses due to COVID-19.

The most challenging area of consideration from the COVID-19 crisis is impairment of assets and the supportable estimates of future cash flows. Although current estimates suggest limited volatility in cash flows projections and growth rates there is increased volatility as a result of the outbreak is still evolving.

3. Income	2020 \$'000	2019 \$'000
<i>Income from Ordinary Activities</i>		
<i>Operating Grants and Other Contributions</i>		
Northern Territory Government	152	152
South Australian Government	150	150
<i>Other Income</i>		
Interest on Cash Balances	4	10
Other Income	15	12
Total Income	321	324

4. Other Expenses

Audit Fees (auditors received no other benefits)*	9	9
Other Operational Costs	126	103
Total Other Expenses	135	112

*Audit fees payable for services provided for the 2019-20 financial statement audit is \$9,400

5. Cash and Cash Equivalents

Cash at Bank	612	614
Total Cash and Cash Equivalents	612	614

6. Trade and Other Receivables

Current		
Goods and Services Tax Recoverable	-	2
Total Trade and Other Receivables	-	2
Consisting of:		
Government Agencies	-	2

Receivables are all current and are neither due nor impaired. The Corporation does not hold any financial assets whose terms have been renegotiated, but would otherwise be past due or impaired. No collateral is held as security for any of the trade or other receivables balances. The Corporation considered adoption of AASB 9 to receivables to have no impact on reporting.

7. Property, Plant and Equipment

	2020 \$'000	2019 \$'000
Infrastructure Assets		
Earthworks and Capping Layer		
At Cost	270,917	270,917
Total Earthworks and Capping Layer	270,917	270,917
Culverts and Bridges		
At Cost	127,662	127,662
Less: Accumulated Depreciation	(41,915)	(39,362)
Total Culverts and Bridges	85,746	88,300
Freight Handling and Signalling		
At Cost	28,920	28,920
Less: Accumulated Depreciation	(15,481)	(15,081)
Total Freight Handling and Signalling	13,439	13,839
Total Property, Plant and Equipment	370,102	373,056

Reconciliations

Reconciliations of the carrying amounts for each class of property, plant and equipment are set out below:

	2020 \$'000	2019 \$'000
Earthworks and Capping Layer		
Carrying Amount at Beginning of Year	270,917	270,917
Carrying Amount at End of Year	270,917	270,917
Culverts and Bridges		
Carrying Amount at Beginning of Year	88,300	90,853
Depreciation	(2,553)	(2,553)
Carrying Amount at End of Year	85,746	88,300
Freight Handling and Signalling		
Carrying Amount at Beginning of Year	13,839	14,586
Depreciation	(400)	(746)
Carrying Amount at End of Year	13,439	13,839
Total Property, Plant and Equipment	370,102	373,056

8. Trade and Other Payables

Current

Trade Payables	43	24
Total Trade and Other Payables	43	24

Consisting of:

Government Agencies	6	1
External Bodies	37	23

9. Other Financial Liabilities

	2020 \$'000	2019 \$'000
Net Loans		
Loan from Northern Territory Government	25,000	25,000
Loan from South Australia Government	25,000	25,000
Total Loans from Governments	50,000	50,000
Loans to the Concession Holder	(50,000)	(50,000)
Net Loans	-	-

The Corporation received loans from the Northern Territory and South Australian Governments totalling \$50 million for the purpose of on lending to the Concession Holder. With the acquisition of the concession to One Rail Australia in February 2020, One Rail Australia has accepted responsibility to repay these loans on the same terms as applied to the Consortium (the original Concession Holder). Repayment of loans to Government is conditional upon receipt of loan repayments from the Concession Holder.

Therefore, the loan liability of \$50 million has been netted off against the loan asset of \$50 million in the statement of financial position. The full amount of \$50 million was drawn down by the original Concession Holder and is not repayable until the completion of the 50 year concession period. Interest on the loan is triggered only after significant cumulative profits are earned by the Concession Holder and these are not anticipated in the short to medium term. Interest on the loan to the Concession Holder is secured over the assets of the Concession Holder.

10. Notes to the Statement of Cash Flows

Reconciliation of operating deficit for the period to net cash flows from operating activities:

	2020 \$'000	2019 \$'000
Operating Deficit	(2,976)	(3,279)
<u>Non-Cash Items</u>		
Depreciation and Amortisation	2,953	3,300
<u>Changes in Assets and Liabilities</u>		
(Increase) Decrease in Receivables	1	-
(Increase) Decrease in Prepayments	-	3
Increase (Decrease) in Payables	20	(4)
Net Cash from Operating Activities	(2)	20

11. Financial Instruments

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Corporation manages its capital to ensure that it will be able to continue as a going concern. Financial instruments held by the Corporation include cash and deposits, receivables, payables, loan receivables and loans payables.

Financial instruments

Financial assets and liabilities are recognised on the Statement of Financial Position when the Corporation becomes a party to the contractual provisions of the financial instrument.

Due to the nature of operating activities, certain financial assets and financial liabilities arise under statutory obligations rather than a contract. Such financial assets and liabilities do not meet the definition of financial instruments as per AASB 132 Financial Instruments Presentation.

These include statutory receivables arising from taxes including GST and penalties. Exposure to interest rate risk, foreign exchange risk, credit risk, price risk and liquidity risk arise in the normal course of activities.

(a) Categories of Financial Instruments

The carrying amounts of the Corporation's financial assets and liabilities by category are disclosed in the table below

2019-20 Categorisation of Financial Instruments			
Fair Value through Profit and Loss	Designated at Fair Value	Financial Assets – Amortised Cost	Total
	\$'000	\$'000	\$'000
Cash and Cash Equivalents	-	612	612
Receivables ¹	-	-	-
Loans Receivable	-	50,000	50,000
Total Financial Assets	-	50,612	50,612
Payables ¹	-	43	43
Loans Payable	-	50,000	50,000
Total Financial Liabilities	-	50,043	50,043

1. Total amounts disclosed here exclude statutory amounts

2018-19 Categorisation of Financial Instruments

Fair Value through Profit and Loss	Designated at Fair Value	Financial Assets – Loans & Receivables	Total
	\$'000	\$'000	\$'000
Cash and Cash Equivalents	-	614	614
Receivables ¹	-	2	2
Loans Receivable		50,000	50,000
Prepayments	-	-	-
Total Financial Assets		50,616	50,616
Payables	-	24	24
Loans Payable	-	50,000	50,000
Total Financial Liabilities		50,024	50,024

From 1 July 2019, the Corporation classifies its financial assets in the following measurement category:

- those to be measured subsequently at fair value (through the profit or loss), and
- those to be measure at amortised cost.

Loans and Receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Financial Liabilities at Amortised Cost

Financial instrument liabilities measured at amortised cost include all advances received, finance lease liabilities and borrowings. Amortised cost is calculated using the effective interest method.

Impairment of Financial Assets

Financial assets are reviewed at each balance sheet date to determine whether there is objective evidence of impairment. A financial asset or group of financial assets is impaired and impairment losses are incurred if there is objective evidence of impairment, resulting from one or more loss events that occurred after initial recognition that indicates that it is probable that the entity will be unable to collect all amounts due. The carrying amount of a financial asset identified as impaired is reduced to its estimated recoverable amount.

Financial assets or financial liabilities at fair value through profit or loss

Financial instruments are classified as at FVTPL when the instrument is either held for trading or is designated as at FVTPL. Financial instruments classified as at FVTPL are initially and subsequently measured at fair value. Gains or losses on these assets are recognised in the net result for the year.

b) Financial Risk Management Objectives

The Board has overall responsibility for the determination of risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the management team. The Corporation's risk management policies and objectives are therefore designed to minimise the potential impacts of these risks on the results of the Corporation where such impacts may be material. The Board receives an appropriate number of reports per annum from the Chief Executive Officer through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets.

c) Interest Rate Risk

Interest rate risk is the risk of financial loss and/or increased costs due to adverse movements in the values of financial assets and liabilities as a result of changes in interest rates.

The Corporation has minimal exposure to interest rate risk with the exception of cash at bank. The exposure to interest rate risk on financial assets and financial liabilities is set out in the following table.

	2020 \$'000	2019 \$'000
Variable Rate Instrument		
Financial Assets	612	614

d) Credit Risk

Credit risk is the risk that the other party to a financial instrument will fail to discharge their obligation resulting in the Corporation incurring a financial loss. Credit risk arises from cash assets and deposits with financial institutions, as well as credit exposures to the Corporation's outstanding receivables and committed transactions. For banks and financial institutions, only independently rated parties with a minimum rating of "A" are accepted.

The maximum exposure to credit risk by class of recognised financial assets at the end of the reporting period is equivalent to the carrying value and classification of those financial assets (net of any provisions) as presented in the statement of financial position.

There is no collateral held by the Corporation securing trade and other receivables.

Trade and other receivables that are neither past due or impaired are considered to be of high credit quality. Aggregates of such amounts are as detailed at Note 6.

e) Liquidity Risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk by continuously monitoring forecast and actual cash flows and is funded by the Northern Territory and South Australian Government as required.

f) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The primary market risk that the Corporation is exposed to is interest rate risk.

g) Net Fair Value

The carrying amount of financial assets and financial liabilities recorded in the financial statements approximates their respective net fair values apart from the following provided below;

	2020		2019	
	Total Carrying Amount \$000	Net Fair Value Level 3 \$000	Total Carrying Amount \$000	Net Fair Value Level 3 \$000
Financial Assets and Liabilities				
Loans Receivable	50,000	36,622	50,000	30,949
Borrowings and Advances	(50,000)	(36,622)	(50,000)	(30,949)
Total Financial Assets and Liabilities	-	-	-	-

The fair value of the loan receivable and borrowings is estimated by discounting the remaining contractual maturity at the current Commonwealth Bond rate. Refer to Note 9 for the further information on right of set-off.

i) Maturity Analysis

The following tables detail the Corporation's remaining contractual maturity for commitments relating to its financial assets and liabilities:

2020	Carrying Amount \$'000	1 Year or Less \$'000	2 to 5 Years \$'000	Over 5 Years \$'000
Financial Assets				
Loans to Concession Holder	50,000	-	-	50,000
Total Financial Assets	50,000	-	-	50,000
Financial Liabilities				
Payables	43	43	-	-
State/Territory Govt Loans	50,000	-	-	50,000
Total Financial Liabilities	50,043	43	-	50,000
2019	Carrying Amount \$'000	1 Year or Less \$'000	2 to 5 Years \$'000	Over 5 Years \$'000
Financial Assets				
Receivables	2	2	-	-
Prepayments	-	-	-	-
Loans to Concession Holder	50,000	-	-	50,000
Total Financial Assets	50,002	2	-	50,000
Financial Liabilities				
Payables	24	24	-	-
State/Territory Govt Loans	50,000	-	-	50,000
Total Financial Liabilities	50,024	24	-	50,000

12. Related Parties

AustralAsia Railway Corporation is a statutory authority and operates within Darwin. Related parties of the Corporation include:

- the Portfolio Minister and key management personnel (KMP) because they have authority and responsibility for planning, directing and controlling the activities of the Corporation directly;
- spouses, children and dependants who are close family members of the Portfolio Minister or KMP;
- all public sector entities that are controlled and consolidated into the whole of government financial statements; and
- any entities controlled or jointly controlled by KMP's or the Portfolio Minister or controlled or jointly controlled by their close family members.

Key Management Personnel (KMP)

Key management personnel of the AustralAsia Railway Corporation are those persons having authority and responsibility for planning, directing and controlling the activities of the Corporation. These include the Minister for Infrastructure, Planning and Logistics, the Chief Executive Officer and the 4 members of the Board Directors of the AustralAsia Railway Corporation as listed on page 10.

Remuneration of Key Management Personnel

The details below excludes the salaries and other benefits of Minister for Infrastructure, Planning and Logistics as the Minister's remunerations and allowances are payable by the Department of the Legislative Assembly and consequently disclosed within the Treasurer's Annual Financial Statements

The aggregate compensation of key management personnel of the Corporation is set out below:

	2019-20	2018-19
	\$000	\$000
Short-term benefits	207	149
Post-Employment Benefits	22	21
Total	229	170

Short-term benefits as stated above incorporate the part-time services of the Chief Executive Officer. These benefits are paid on a reimbursement basis as the Corporation's personnel are employed by the Northern Territory Government.

Related party transactions

Significant transactions with government related entities includes funding received from the Northern Territory Government and South Australian Government in the form of grant funding. The Corporation also transacts with other government entities, however these are not individually significant.

The following table provides quantitative information about related party transactions entered into during the year with all other Northern Territory Government controlled entities.

2020

Related Party	Revenue from related parties year \$'000	Payments to related parties year \$'000	Amounts owed by related parties year \$'000	Amounts owed to related parties year \$'000
All NT Government departments	162	103	-	6
SA Government department	150	-	-	-

2019

Related Party	Revenue from related parties year \$'000	Payments to related parties year \$'000	Amounts owed by related parties year \$'000	Amounts owed to related parties year \$'000
All NT Government departments	162	70	1	1
SA Government department	150	-	-	-

Outside of normal citizen type transactions with the Territory, there were no related party transactions that involved key management personnel and their close family members. No provision has been required, nor any expense recognised, for impairment of receivables from related parties.

All other transactions that have occurred with KMP and their related parties have been minor or domestic in nature. In this context, transactions are only disclosed when they are considered material in influencing the financial statements.

13. Details of Board Members

Members Remuneration

The number of Members of the Corporation whose income from the Corporation falls within the following bands:

	2020 \$'000	2019 \$'000
\$0	4	4
\$1 to \$79,999	1	1

Apart from the Chair which is paid from the Corporation, all current Board Members are Northern Territory or South Australian public servants and are remunerated by their respective jurisdictions.

Meetings of Board Members

There were 4 scheduled meetings for the 2019-20 financial period attended by:

Member	Scheduled Meetings	Out of Session Meeting	Eligible to Attend	Meetings Attended
Alastair Shields	4	0	4	4
Brendan Lawson	4	0	4	2
Andrew Kirkman	4	0	4	4
Mike Wilde	4	0	4	4
Timothy Materne	4	0	3	3
Samuel Burke	4	0	1	1

Election and Continuation in Office of Board Members

The date of appointment of members:

Member	Initial Date of Appointment
Alastair Shields	2 September 2014
Brendan Lawson	6 October 2004
Andrew Kirkman	14 October 2015
Mike Wilde	28 July 2016
Timothy Materne	25 November 2019
Samuel Burke	31 May 2020

Brendan Lawson resigned from the board on the 30 May 2020

14. Commitments

There are no commitments other than those quantified within the financial statements as at 30 June 2020.



15. Contingent Liabilities

Guarantees and indemnities provided under contracts to which the Corporation is a party are ultimately underwritten by the Governments of the Northern Territory and/or South Australia. The Corporation has provided a number of indemnities under the project documents according to a risk allocation structure agreed with the Concession Holder and other parties to the project documents.

Principally, the Corporation has granted indemnities to ensure that title to the railway corridor is secure for the construction and operation of the railway infrastructure. These indemnities cover risks related to native title, claims under the Aboriginal Land Rights Act, undisclosed interests on the corridor, environmental contamination, heritage and sacred sites, and environmental assessment processes. For all of these risks, the Corporation has undertaken extensive work to secure appropriate title and to minimise the likelihood of any problems arising. The contingent liabilities arising from these indemnities are unquantifiable, though there is a low probability that they will arise.

The project documents provide for the early termination of the concession arrangement by the Concession Holder in certain circumstances that would give rise to the payment of an Early Termination Amount. The Early Termination Amount will be calculated by reference to the market value of the Project as at the date of termination. In return for making the Early Termination Amount payment, ownership of the railway infrastructure will return to the Corporation.

There is an extensive risk management regime in place for all events that would give rise to an Early Termination Amount payment. In particular, the Corporation has specified periods to cure the event that would give rise to the termination. For all of these events, the cure is within the control of either the Corporation and/or the NT/SA Governments. During the cure period, the Corporation provides an indemnity to the Concession Holder for any losses it suffers as a result of the event that the Corporation/ Governments are seeking to cure.

The contingent liabilities arising from all of the above guarantees and indemnities are unquantifiable, but expected to be immaterial. However, for all of the events that would give rise to the liabilities, the Corporation has comprehensive risk management procedures in place. Accordingly, although the prospects of any one of the contingent liabilities eventuating is considered to be minimal, the Corporation has established contract management procedures to deal with possible eventualities should they arise.

16. Supplementary Information

Distributions

No dividends or distributions were paid or proposed during the financial period ended 30 June 2020.

Number of Employees

The Corporation reimbursed the Northern Territory Government for an average of 4 part time employees contracted to the Corporation during the financial year.

Indemnifying Officers

No indemnities have been given or agreed to be given or insurance premiums paid or agreed to be paid by the Corporation, during or since the end of the financial year, to any person who is or has been an officer or auditor of the Corporation.

Segments

The Corporation operates solely in Australia to monitor the operations of the AustralAsia Railway on behalf of the Northern Territory and South Australian Governments.

17. Events Subsequent to Balance Date

No events have arisen between the end of the financial year and the date of this report that require adjustment to, or disclosure in these financial statements, other than those disclosed herein.



Independent Auditor's Report



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INDEPENDENT AUDITOR'S REPORT

To the members of Australasia Railway Corporation

Opinion

We have audited the financial report of Australasia Railway Corporation (the Corporation), which comprises the statement of financial position as at 30 June 2020, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial report, including a summary of significant accounting policies, and the directors' declaration.

In our opinion the accompanying financial report of Australasia Railway Corporation has been prepared in accordance with the *Corporations Act 2001 and Australasia Railway Corporation Act 1996 (NT)*, including:

- (i) Giving a true and fair view of the Corporation's financial position as at 30 June 2020 and of its financial performance and cash flows for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

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

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

Other information

The directors are responsible for the other information. The other information comprises the information in the Corporation's annual report for the year ended 30 June 2020, but does not include the financial report and our auditor's report thereon.

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

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent

with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Responsibilities of management and directors for the Financial Report

Management is responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards, the *Corporations Act 2001 and Australasia Railway Corporation Act 1996 (NT)* and is appropriate to meet the needs of members.

Management's responsibility also includes such internal control as management determines is necessary to enable the preparation and fair presentation of a financial report that is free from material misstatement, whether due to fraud or error.

In preparing the financial report, management is responsible for assessing the Corporation'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 management either intends to liquidate the Corporation or to cease operations, or has no realistic alternative but to do so.

The directors are responsible for overseeing the Corporation's financial reporting process.

Auditor's responsibilities for the audit of the Financial Report

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

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf

This description forms part of our auditor's report.

BDO Audit (NT)

C Taziwa
Audit Partner

Darwin, 27 October 2020

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Legislation

The AustralAsia Railway Corporation was established by the AustralAsia Railway Corporation Act (NT) which was assented to on 7 January 1997, and commenced on 25 August 1997. The legislation is supported by the complementary enactment of the Alice Springs to Darwin Railway Act 1997 (SA).

The AustralAsia Railway Corporation Act (NT) has been amended by:

- AustralAsia Railway Corporation Amendment Act 1998
- AustralAsia Railway Corporation Amendment Act 2000
- AustralAsia Railway Corporation Amendment Act No. 2 2000
- AustralAsia Railway Corporation Amendment Act 2001
- AustralAsia Railway (Special Provisions) Regulations 2000
- Corporation Reform (Consequential Amendments NT) Act 2001

The Northern Territory and South Australian Governments have also passed additional supporting legislation that ensures an efficient interface between various pieces of South Australian and Northern Territory legislation and the processes involved in constructing and operating the AustralAsia Railway.

In the Northern Territory, the legislation includes:

- AustralAsia Railway (Special Provisions) Act 1999
- AustralAsia Railway (Special Provisions) Amendment Act 2000
- AustralAsia Railway (Special Provisions) Amendment Act (No. 2) 2000
- AustralAsia Railway (Third Party Access) Act 1999
- AustralAsia Railway (Special Provisions) Amendment Act 2003
- AustralAsia Railway (Third Party Access) Amendment Act 2003
- AustralAsia Railway (Special Provisions) Amendment Act 2004

In South Australia, the legislation includes:

- Alice Springs to Darwin Railway Act 1997
- Alice Springs to Darwin Railway (Financial Commitment) Amendment Act 1999
- AustralAsia Railway (Third Party Access) Act 1999
- Alice Springs to Darwin Railway (Miscellaneous) Amendment Act 2000
- Alice Springs to Darwin Railway (Financial Commitment Amendment) Act 2001







ANNUAL REPORT 2019-2020

AustralAsia Railway Corporation | ANNUAL REPORT 2019 - 2020

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