AROWANA

Arowana International Limited

1H, FY2018 Results Presentation

27 February 2018

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Executive Overview

1H, FY2018 Business Unit Overview

Enterprise Office	Operating Companies	Funds Management
Board	vivopower	AROWANA FUNDS MANAGEMENT
Leadership	EDVENTURE CO	AROWANA AUSTRALIAN SPECIAL INCOME OPPORTUNITIES FUND
Team	THERMOSCAN FOR ASSET, FOR LIFE	AROWANA[1] CONTRARIAN VALUE FUND
Arowana University		AROWANA AUSTRALASIAN SPECIAL SITUATIONS FUND (in realisation mode)
Other		

1. Formerly Arowana Australasian Value Opportunities Fund Limited. Name change to Contrarian Value Fund Limited (ASX: CVF) was approved by shareholders at the Company's Annual General Meeting held on 29 Nov 2017.

1H, FY2018 Executive Summary | Strong revenue growth across all business units

Revenue growth delivered across all business units	• Statutory operating revenue up 54% to $31.6m; underlying consolidated group revenue up 64% to $31.3m • Statutory EBIT down to $11.0m loss; underlying consolidated group EBIT down to $8.9m loss • EBIT result reflects decrease in VivoPower half-year contribution and growth opex investment in education and funds management
Balance sheet reflects investment in DDLS and solar projects	• Group net cash position as at 31 December 2017 of $13.3m (versus $18.4m as at 30 June 2017) • Change in net cash primarily reflects further investment in solar projects and opex outflows to fund growth across business units • Underlying NTA of $0.50 per share; statutory NTA of $0.23 per share
VivoPower revenue growth due to strong Aevitas contribution	• VivoPower grew revenues by 54% due to strong contribution from the Aevitas business unit, offset by lower solar development fees • VivoPower's statutory EBIT loss of ($5.7m) reflects decreased solar development fee revenue offset by the contribution from Aevitas • AWN continues to hold 60.9% shareholding and 2 out of 5 board seats including the Non-Executive Chair position
EdventureCo platform established with DDLS acquisition	• Completed transformational acquisition of DDLS Australia, the largest ITC training company in the Asia Pacific in December 2017 • As a result, the new education platform will deliver in excess of A$45m in annual revenues (on a pro-forma run rate basis) • Cost optimisation initiatives across both DDLS and existing Everthought Education businesses ahead of schedule and targets
Dividend policy change to reflect growth focus	• Dividend policy to be changed to be annual payments (targeting at least same level of annual dividends as prior year) • Rationale is that this is more reflective of growth focus and profile of the company (it is not a yield / income play) • Furthermore, it saves on administration cost and time to execute on two small dividend payments each year

In the last 12 months, strong revenue growth has been delivered across all business units and a transformational platform acquisition in education has been consummated

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1H, FY2018 Statutory Results Overview

Period Ended	31 Dec 2017	31 Dec 2016	vs PCP [1,2] (%)	Comments
All figures in A$m				
Operating Revenue	31.6	20.5	*54*	Due to contribution from VivoPower's Aevitas unit, Thermoscan, EdventureCo and AFM
Interest Income	0.1	1.8	*(92)*	Interest income from Aevitas convertible notes now eliminated due to acquisition
Total Income	31.8	22.4	*42*	Strong year-on-year revenue growth across all business units
Other Income	(0.3)	8.3	*nmf*	Prior period included non-recurring gains on sale of investments
EBITDA	(8.6)	9.9	*nmf*	Reduced solar development profits offset by strong rebound in Aevitas profits and continued opex investment into Arowana Funds Management and EdventureCo divisions
EBIT	(11.0)	9.6	*nmf*	Increase in D&A due to amortisation of acquired intangibles in operating companies
PBT	(11.3)	11.3	*nmf*	Includes net interest expense re: bridging finance
Tax	(3.1)	4.3	*nmf*	Primarily represents taxable losses generated by VivoPower during the period
NPAT	(8.2)	7.0	*nmf*	
EPS	(3.9) cents	3.9 cents	*nmf*	
DPS (paid)	0.3 cents	0.3 cents	-	
NTA per share [3]	22.9 cents	33.7 cents	*(32)*	Refer Appendices for breakdown of statutory and underlying NTA

1. PCP represents "previous corresponding period"
2. *nmf* represents "no meaningful comparison"
3. Given VivoPower International and its subsidiaries (including VivoPower Australia and Aevitas Group) are consolidated into AWN, the NTA per share does not reflect AWN's 60.9% shareholding in VivoPower International, the $24.3m shareholder loan to VivoPower International PLC and its $26.2m Aevitas hybrid securities holdings (please see Underlying NTA in the appendices)

NOTE: Numbers may not compute exactly due to rounding

1H, FY2018 Statutory Balance Sheet Overview

As at		31 Dec 2017	30 Jun 2017	vs PCP (%)
All figures in A$m				
Shares on Issue	#m	158.2	158.2	-
Cash	A$m	13.3	18.4	*(28)*
Net Cash (Net Debt)	A$m	7.4	12.6	*(41)*
NTA / Share	$ / share	0.23	0.33	*(30)*

- Shares on issue remains unchanged since 1 July 2017
- Cash balance has decreased from $18.4m at 30 June 2017 to $13.3m as at 31 December 2017:
  - Detailed cash movement breakdown is set out in the Appendices
  - The decrease in the cash balance primarily reflects further investment in solar projects and operating cash outflows to fund growth across business units, offset by investment proceeds received from the redemption of the Group's investment in Evolution Group Holdings
- Debt (primarily representing the Group's drawdown on bridge finance facilities) is in line with the prior period
- NTA per share has declined since 30 June 2017:
  - Detailed NTA per share breakdown is set out in the Appendices
  - Decrease primarily due to shift in value from cash and other liquid investments to intangibles following the acquisition of operating subsidiaries
  - Acquisition of DDLS Australia Pty Ltd has resulted in a decrease in net tangible assets due to deferred consideration payable to the vendor and the acquisition of its deferred income liabilities

1H, FY2018 Underlying Results Overview

Period Ended	31 Dec 17	31 Dec 16	vs PCP (%)	Comments
All figures in A$000s				
VivoPower International	24,019	15,552	54	Increase due to contribution of Aevitas (acquired 29 Dec 2016) offset by decrease in solar project developer fees
EdventureCo	4,529	1,186	*282*	Includes part-year contribution from acquisition of DDLS (acquired 5 Dec 2017)
Thermoscan	1,445	1,297	*11*	Strong growth supported by effective client retention program
Arowana Funds Management	992	699	*42*	Includes early redemption uplift on disposal of Evolution Group Holdings convertible notes, but not accrued performance fees
Enterprise Office	286	339	*(16)*	
Total Revenue	**31,271**	**19,073**	**64**	
VivoPower International	(2,969)	11,101	*nmf*	Decrease in solar project developer fees due to uncertainty resulting from Trump panel tariff proposals
EdventureCo	(1,199)	284	*nmf*	Reflects investment in leadership team to accommodate transformational DDLS platform acquisition
Thermoscan	470	335	*40*	Management focus on improved utilisation rates
Arowana Funds Management	7	(171)	*nmf*	Primarily due to recognition of early redemption uplift on realisation of Evolution investment as noted above
Enterprise Office	(2,832)	(1,992)	(42)	Increase in overhead to support continued international expansion and further build-out of Funds Management team
Total EBITDA	**(6,523)**	**9,557**	***nmf***	
VivoPower International	(4,425)	11,100	*nmf*	Representing amortisation of intangibles (customer contracts etc) following acquisition of Aevitas
EdventureCo	(2,000)	142	*nmf*	Depreciation on fixed assets and amortisation on acquired intangibles (course fees & student contracts)
Thermoscan	421	267	*58*	Reflects depreciation of fleet
Arowana Funds Management	7	(171)	*nmf*	No allocation of depreciation to this business unit
Enterprise Office	(2,897)	(2,013)	*(44)*	Depreciation on fixed assets and amortisation on brand name
Total EBIT	**(8,894)**	**9,325**	***nmf***	
Realised FX gains	93	833	*(89)*	Realised FX gains relating to ordinary course of business
Interest Income	143	1,847	*(92)*	Primarily represents interest earned on securities in the AASSF I portfolio (Evolution)
Interest Expense	(522)	(169)	*(209)*	Includes interest incurred within operating companies and also on bridging finance
Net Interest Income	(379)	1,678	*nmf*	
Total underlying PBT	**(9,180)**	**11,836**	***nmf***	
Tax benefit / (expense)	3,123	(4,308)	*nmf*	
Underlying Group NPAT	**(6,057)**	**7,528**	***nmf***	

1. Divisional EBIT excludes any internal management fees
2. Includes adjustments to exclude the impact on non-recurring items (refer 'Reconciliation of Statutory to Underlying Results' on page 9 of this presentation for further detail).
3. Numbers may not compute exactly due to rounding

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1H, FY2018 Reconciliation of Statutory to Underlying Results

Half-year ended 31 December 2017	EBIT	EBITDA
All figures in A$000s		
Statutory reporting basis	**(10,966)**	**(8,594)**
VivoPower International		
Reverse unrealised foreign exchange gains	(79)	(79)
Reverse non-cash provision for impairment on the Group's investment in VivoPower Philippines	767	767
Normalisation of non-recurring restructuring expenditure	634	634
EdventureCo		
Reverse one-off proceeds received from a confidential legal settlement	(364)	(364)
Normalisation of non-recurring restructuring expenditure	54	54
Enterprise Office		
Reverse unrealised foreign exchange losses	449	449
Normalisation of project costs (principally related to the impending launch of ASIOF)	704	704
Unallocated		
Realised foreign exchange gains not allocated to business units	(93)	(94)
Underlying reporting basis	**(8,894)**	**(6,523)**

1. Numbers may not compute exactly due to rounding

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1H, FY2018 Commentary: Enterprise Office

Advisory Board and board of directors	• A Non-Executive Director with global experience in the artificial intelligence space is to be appointed shortly • Appointed Dr Tara Swart, a world leading neuroscientist, leadership and performance coach to Advisory Board • Board and Advisory Board KPIs and performance objectives completed and to be rolled out from 1 July 2018
Executive leadership and team composition	• Art Russell appointed as group CFO based in London (and seconded to VivoPower International PLC) in Nov 2017 • Continued focus on building up operating engineering and artificial intelligence capabilities (within lean budget parameters) • Changed key recruitment criteria from focus on reputation and relationships to courage (grit), character and creativity
Arowana University (AU) capability	• Commenced build out of artificial intelligence, algorithm and machine learning knowledge base • Commenced revision and update of Arowana Growth Enterprise Model (GEM) manual, our scaling up guidebook • Strategic relationship with DDLS established with a view to rolling out and monetising AU courses through DDLS platform
Branding, marketing, PR & IR	• Rollout of new brand and logo completed in August 2017 • Strategic digital marketing plan has been developed and execution has commenced across digital platforms • Improved PR and IR engagement initiatives are also being executed upon
International B Corp accreditation	• Impact Investing remains one of the fastest growing areas of asset management, with UK/Europe & US family offices leading • B Corp accreditation is increasingly becoming a pre-requisite for impact investment capital allocators • B Corp has largely completed its comprehensive and intensive due diligence and is now in the final stages of evaluation

The Arowana Enterprise Office is the "nerve centre" of Arowana International and we will be further investing in leadership development, personnel, technology and risk management so that it can better help our business units to scale up rapidly

FY2018 Enterprise Priorities

VivoPower International	Deliver on FY2018 forecasts and drive investor relations
EdventureCo	Scale up platform (with transformational acquisition) and secure strategic partnerships
Arowana Funds Management	Scale up to achieve total FUM of A$200m
Co-Investment Partnerships	Secure Australian and international strategic co-investment partnerships (for existing businesses)
Artificial Intelligence Unit	Complete build out of in-house and outsourced capabilities (note: change from Data Analytics unit)
Enterprise Office	Complete marketing and branding upgrade and secure B Corp accreditation

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Operating Companies Division

1H, FY2018 Commentary: Operating Companies Division

VIVOPOWER INTERNATIONAL

International solar power business that has its HQ in London

Geographic coverage across Australia, Asia, UK and USA

AWN maintains a 60.9% shareholding

EDVENTURECO

Everthought – existing building & construction training business

DDLS – Asia Pacific's largest ICT (information and communications technology) training business

AWN controls with 100% shareholding

THERMOSCAN INSPECTION

Australian based thermography company HQ in Brisbane

Leader in its field with operations and clients nationally

AWN controls with 100% shareholding

1H, FY2018 Commentary: VivoPower International

	Statutory half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2016	Underlying % change 1H FY2018 vs 1H FY2017
All figures in A$000's				
Revenue	24,019	24,019	15,552	54%
EBITDA	(4,290)	(2,969) [1]	11,101	nmf
EBIT	(5,747)	(4,425) [1]	11,100	nmf

- Results for the previous period above reflect part period contribution only from VivoPower Australia and Aevitas which became wholly-owned subsidiaries of VivoPower International on 29 December 2016
- Leadership changes effectuated with Carl Weatherley White appointed group CEO in September 2017 and Art Russell appointed group CFO in November 2017 (on secondment from Arowana International)
- Rapid growth in CY2016 led to growing pains pressures on systems, people and processes manifesting in CY2017, as well as an increase in operating costs over budget; the new leadership team has focussed on improving team morale and alignment, faster decision making, a more organised operating rhythm (through better leadership on institutionalising Rockefeller Habits), lean cost management and improved accounting and reporting processes
- Following the change of leadership, VivoPower also executed a strategic shift to a global solar power developer, co-owner, producer and operator model in which it will develop, co-own and operate solar projects. VivoPower will partner with developers and providers of long-term capital, rather than acquiring solar projects from third party developers and transferring them to long-term owners under the previous build, transfer, operate or "BTO" model
- Aevitas delivered strong revenue and EBITDA growth significantly ahead of budget expectations due to growing momentum in the solar farm and data centre generation electrical and power services business units, as well as general infrastructure related activity in NSW, Australia
- This helped to offset slower solar development revenues in the US due to Trump solar panel tariff uncertainty in the US (this has subsequently been resolved with the industry expecting Swanson's Law cost curve decline to resume its downward path this calendar year, after the short term tariff blip)
- VivoPower remains in strategic discussions with potential investors for the 1.8GW ISS solar development pipeline in the US

1. Includes adjustments to exclude the impact of non-recurring items

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1H, FY2018 Commentary: EdventureCo

	Statutory half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2016	Underlying % change 1H FY2018 vs 1H FY2017
All figures in A$000's				
Revenue	4,893	4,529	1,186	282%
EBITDA	(890)	(1,199) [1]	284	nmf
EBIT	(1,691)	(2,000) [1]	142	nmf

- EdventureCo is Arowana's education platform brand encompassing Everthought College of Construction (the existing building and construction training business) and DDLS (the largest information and communications technology learning provider in Australia and the Asia Pacific)
- Arowana has been executing a buy-and-build strategy to scale up EdventureCo, having acquired 4 businesses to date in sectors with strong employment demand and/or fee for service provision
- Results above reflect 6 month contribution from Everthought Education entities and a 26 day contribution from DDLS (acquired on 5 December 2017) with ongoing opex investment in the leadership team and shared services that provide a platform for scaling up
- DDLS is 100% fee for service and has a historic 3 year average annual revenue of $37.1m[2], EBITDA of $2.0m[2] and EBIT of $1.3m[2]
- At time of writing, the onboarding and integration of DDLS has been successfully completed ahead of schedule with operational engineering and optimisation initiatives already delivering in excess of $1.5m in annualised cost savings (almost 100% of budget) with more identified
- Everthought has expanded its Brisbane campus facility to cater for international student demand, which is expected to drive ongoing growth in international student enrolments, offsetting continued softness in domestic demand

1. Includes adjustments to exclude the impact of non-recurring items
2. SOURCE: ASX announcement 'EdventureCo acquisition of DDLS', lodged by Arowana International Limited (ASX: AWN) on 6 December 2017

NOTE: References to "underlying" information is to non-IFRS financial information prepared in accordance with ASIC Regulatory Guide 230 (Disclosing non-IFRS financial information) issued in December 2011. Non-IFRS financial information has not been subject to audit or review

1H, FY2018 Commentary: Thermoscan

THERMOSCAN
FOR ASSET, FOR LIFE

All figures in A$000's	Statutory half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2016	Underlying % change 1H FY2018 vs 1H FY2017
Revenue	1,445	1,445	1,297	11%
EBITDA	470	470 [1]	335 [1,2]	40%
EBIT	421	421 [1]	267 [1,2]	58%

- Increase in revenue and earnings primarily due to management's focus on improving utilisation rates, including the introduction of a more effective client retention pipeline process and a targeted increase in the number of strata site clients which can be serviced more efficiently
- The business is also benefiting from multiple business development initiatives which are bearing fruit
- Completion of the Australian Building Management Accreditation during the period has materially increased job pipeline
- The business continues to generate strong positive cashflow with debtor days decreasing from 56 days at 30 June to 50 days at 31 December
- Focus for remainder of FY2018 is to expand territory coverage, service capabilities (including solar inspection with drones) and maximise technician utilisation which will deliver revenue and EBIT growth

1. Excludes any internal management fee charges
2. Includes adjustments to exclude the impact of non-recurring items

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Funds Management Division

Arowana Funds Management: Performance driven AUM growth and profitability

Vehicle	AUM	Comments
AROWANA CONTRARIAN VALUE FUND	A$86.0m at Dec 17 [1] *(A$68.9m at Dec 16)*	▪ Strong performance since Jan 2015 IPO (with total NTA return of 47.5%) achieved despite holding average cash balance of 51.3% since inception
AROWANA AUSTRALASIAN SPECIAL SITUATIONS FUND	A$45.7m at Dec 17 *(A$45.7m at Dec 16)*	▪ Strong performance from inception (1 Aug 2014) to early closing (on 1 Jan 2017) of 21.4% IRR has driven AUM growth ▪ Fund currently in harvest mode; winding-up mechanics are in progress
AROWANA AUSTRALIAN SPECIAL INCOME OPPORTUNITIES FUND	Founders class raising in progress	▪ Fund will focus on direct lending to lower-middle market businesses, leveraging the capability and pipeline of the broader Arowana platform and investment team ▪ Founding limited partners capital commitments in excess of A$20m already secured, with a founders class close expected prior to the end of March 2018 and a first close targeted for 30 June 2018

1. SOURCE: Unaudited Net Tangible Asset Release as at 31 December 2017, lodged by Contrarian Value Fund Limited (ASX: CVF) on 12 January 2018

1H, FY2018 Commentary: Funds Management Division

All figures in A$000's	Statutory half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2017	Underlying half-year ended 31 Dec 2016	Underlying % change 1H FY2018 vs 1H FY2017
Revenue	992	992 [1]	699 [1,2]	42%
EBITDA	7	7 [1]	(171) [1,2]	nmf
EBIT	7	7 [1]	(171) [1,2]	nmf

- Statutory and underlying EBIT and EBITDA for the year includes the receipt of a $600k early redemption uplift upon realisation of AASSF's $3 million investment in Evolution Group Holdings
- The increase in underlying EBIT and EBITDA in comparison with the prior period is due to the $600k early redemption uplift noted above offset by a decrease in management fees following the early close and winding-up of AASSF
- Strong out-performance of the ACVF portfolio against the relevant benchmark for the six-month period to 31 December 2017 has also resulted in an unrealised performance fee of $1,357,828 which is not reflected in the YTD results. Crystallisation of the performance fee remains subject to both ACVF's underlying portfolio value at 30 June 2018 and the relevant performance hurdle for the year then ended

1. Excludes any internal management fee charges
2. Includes adjustments to exclude the impact of non-recurring items

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1H, FY2018 Commentary: ACVF

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CONTRARIAN VALUE FUND

Period ended		31 Dec 2017	31 Dec 2016	vs PCP (%)
FUM (A$m)	Funds Under Management	86.0	68.9	24.8%
Fund Performance (%) (inception to 31 December 2017)	ACVF	47.5%	14.7%	n/a
	ASX/S&P200 Accumulation index	28.2%	13.8%	n/a
Portfolio (A$m) (at market value)	ASX /NZ listed securities	48%	48%	n/a
	International listed securities	23%	4%	n/a
	Cash	29%	48%	n/a

- As at 31 December 2017, the Arowana Contrarian Value Fund Limited (ACVF) had total FUM of **$86.0m** (2016: $68.9m)
- Net portfolio return from inception to 31 December 2017 was **+47.5%** versus the ASX/S&P200 accumulation index **+28.2%** for the same period
- The ACVF portfolio has outperformed the index despite maintaining average cash balance of 51.3% since inception
- Out-performance is attributable to the strong performance of the invested capital portion of the portfolio

1H, FY2018 Commentary: AASSF I

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AUSTRALASIAN SPECIAL SITUATIONS FUND

Period ended		31 Dec 2017 [1]	31 Dec 2016	vs PCP (%)
FUM (A$m)	Funds Under Management	45.7	45.7	-
Fund Capital (A$m)	Committed	32.0	32.0	-
	Called & Invested	30.0	30.0	-
Fund Performance (%) (inception to close)	AASSF I	21.4%	21.4%	nmf
Portfolio (A$m) (at cost or market value)	VivoPower International shares (at 31 Dec 2016 valuation)	16.4	16.4	n/a
	VivoPower Aevitas exchangeable securities (at 31 Dec 2016 valuation)	26.2	26.2	n/a
	Other Net Assets (at cost)	3.1	3.1	n/a

- As at 31 December 2017, the Arowana Australasian Special Situations Fund I (AASSF I) had FUM of **$45.7m** (2016: $45.7m)
- Gross portfolio internal rate of return (IRR) from inception (1 August 2014) to close was **21.4%**
- Fund currently in harvest mode; winding-up mechanics in progress and to be completed by 31 March 2018

1. Fund realisation effective 1 January 2017 and figures reported therefore reflect those at closing (valuation date 31 December 2016)

Appendices

Underlying Financial Information

Explanation of underlying financial performance and position

Underlying financial information represents profit and loss information derived from the unaudited management accounts for the relevant operating entities in respect of the half-year ended 31 December 2017 and 31 December 2016 respectively adjusted as follows:

- To exclude non recurring revenue and cost items

References to "underlying" information is to non-IFRS financial information prepared in accordance with ASIC Regulatory Guide 230 (Disclosing non-IFRS financial information) issued in December 2011.

Non-IFRS financial information has not been subject to audit or review.

Cash Movement Breakdown

AWN Cash Reconciliation	A$	Comments
Cash @ 30 June 2017	18,397,134	As per audited balance sheet at 30 June 2017
Cash @ 31 December 2017	13,340,582	As per reviewed balance sheet at 31 December 2017
Total Cash Movement	**(5,056,552)**	
Employment expenses	(16,121,170)	Group employee expenses for all consolidated entities
Other net operating cashflows	7,281,614	Includes net interest paid, non-recurring items and regular operating revenue and expenses
Solar projects	(1,462,080)	Additional investment in ISV JV, offset by net cash inflow from NC 31 & NC 47 projects
Acquisition of DDLS	2,749,811	Net cash acquired on acquisition of DDLS Australia Pty Ltd
Redemption of EGH notes	3,600,000	Proceeds received from the early redemption of Evolution Group Holdings convertible notes
Other net investing activities	(489,031)	Net acquisition of fixed assets
Net proceeds from borrowings	97,508	Proceeds from loans (bridging finance) and hire purchase proceeds net of loan repayments
Dividend payment	(474,512)	FY2017 final dividend of 0.3 cents per share
FX movement	(238,692)	USD bank accounts forex movement
Total Cash Movement	**(5,056,552)**	

NOTE: Breakdown above is unaudited and classifications are based on management accounts

Statutory NTA Breakdown

NTA Breakdown	A$	Comments
Group Cash	13,340,582	Includes cash held by VivoPower International PLC
VivoPower Development LLC Shareholding	18,402,207	At equity accounted valuation, representing investment in early stage US solar projects
NC-31 and NC-47 Projects	25,566,510	VivoPower International US solar projects
AASSF I Investments:		AASSF I is the Arowana Australasian Special Situations Fund I
▪ Viento (VIE) Shareholding	384,618	At equity accounted valuation
Net Working Capital	(16,642,246)	Receivables less payables and provisions
PPE	4,781,561	At cost (net of depreciation)
Other Assets	2,531,793	At cost (including Amaroo Solar Project fixed assets classified as held-for-sale)
Other Liabilities	(6,212,808)	Non-current employee provisions and deferred consideration re: business combinations
Borrowings	(5,934,003)	Bridge finance, bank loan and Thermoscan & VVPR finance leases
Net Tangible Assets ($)	**36,218,214**	**Excludes goodwill, intangibles and tax assets**
Total Shares on Issue (#)	**158,170,799**	**As at 31 December 2017**
NTA per share (cents)	**22.9 cents**	**As at 31 December 2017**

Alternative valuation approach is Sum of the Parts incorporating net cash, investments and applying earnings based multiples to the Operating Companies and the Funds Management division, net of Enterprise Office costs

Underlying NTA Breakdown

NTA Breakdown	A$	Comments
Group Cash [1]	10,253,762	
Investment in VivoPower International PLC	30,400,942	60.9% of issued capital at 31 December 2017 valuation [2]
VivoPower Aevitas Exchangeable Securities	26,235,726	At redemption value
USD Loans Receivable	24,349,056	From VivoPower International PLC at 31 December 2017
AASSF I Investments:		AASSF I is the Arowana Australasian Special Situations Fund I
▪ Viento (VIE) Shareholding	384,618	At equity accounted valuation
Net Working Capital [1]	(7,012,430)	Receivables less payables and provisions
PPE [1]	2,972,975	At cost (net of depreciation)
Other Assets [1]	1,420,063	At cost
Other Liabilities [1]	(5,755,159)	Non-current employee provisions and deferred consideration re: business combinations
Borrowings [1]	(4,470,885)	Bridge finance and Thermoscan finance leases
Net Tangible Assets ($)	**78,778,668**	**Excludes goodwill, intangibles and tax assets**
Total Shares on Issue (#)	**158,170,799**	**As at 31 December 2017**
NTA per share (cents)	**49.8 cents**	**As at 31 December 2017**

Alternative valuation approach is Sum of the Parts incorporating net cash, investments and applying earnings based multiples to the Operating Companies and the Funds Management division, net of Enterprise Office costs

1. Excluding assets and liabilities of VivoPower International PLC and its controlled entities
2. The valuation implied by the market transaction price of USD $2.90 per share.

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Questions and Answers