Notes to the Financial Statements

For the year ended 31 March 2006

1. Segment information

The Group operates in one industry, namely the development and manufacture of electronic components for timing reference and frequency control in GPS and Microwave Communications.

The Group operates from one geographic segment being New Zealand. For sales by geographic regions refer to note 2.

2. Operating revenue	Gro	Par	Parent	
Trading revenue by region	2006	2005	2006	2005
	(\$000s)	(\$000s)	(\$000s)	(\$000s)
Asia	40,217		40,217	
North America	23,270		23,270	
Europe				
Others	2,784		2,784	
	74,309		74,309	

	Gre	oup	Par	ent
Operating revenue	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)
Continuing activities				
Trading revenue	74,309		74,309	
Dividends				
Interest	62		61	
Other Income				
Total revenue from continuing activities	74,371		74,370	
Discontinued activities				
Gain on liquidation of Australian subsidiary				
Total revenue from discontinued activities	-		-	
Total operating revenue	74,371		74,370	

Discontinued activities

In the previous financial year, the Australian subsidiary, Rakon Australia (Pty) Limited was liquidated. There was no trading revenue from that entity for the year ended 31 March 2005. The liquidation resulted in \$11,000 gain to the Group in the previous financial year. There were no expenses to disclose in note 3.

3. Operating expenses

3. Operating expenses	Gro	oup	Par	Parent	
	2006	2005	2006	2005	
	(\$000s)	(\$000s)	(\$000s)	(\$000s)	
Operating expenses Include :					
Continuing activities					
Depreciation of property, plant and equipment					
Buildings	1		1		
Leasehold improvements	193		192		
Plant and equipment	1,954		1,954		
Motor vehicles	4		4		
Furniture and fittings			49		
Computer hardware	320		317		
Computer software	436		436		
Total depreciation	2,958		2,953		
Loss on disposal of plant and equipment	74		74		
Rental costs	1,114		917		
Research and development expense	129		129		
Net foreign currency loss / (gain)	(20)		64		
Directors' fees	67		67		
Donations	1		1		
Costs of offering credit					
Bad debts written off	62		62		
Increase/(decrease) in estimated doubtful debts	158		158		
Cost of borrowings					
Interest	1,386		1,386		
Financing charge related to finance leases	203		203		
Interest and break fee charge on change of bank	144		144		
Audit fees					
Audit fee paid to principal auditors	79		79		
Audit fee paid to other auditors	4				

Research and development expense includes cost of material but excludes the cost of internal labour.

4. Share capital

1. Share capital	Gre	oup	Par	ent
	2006	2005	2006	2005
	(\$000s)	(\$000s)	(\$000s)	(\$000s)
Issued and paid up capital				
Ordinary shares				
Balance at beginning of year	250		250	
Shares issued for capitalised shareholders' loan	12,886		12,886	
Balance at end of year	13,136		13,136	

On 19 October 2005, shareholder loans were capitalised and 68,377 ordinary shares were issued at \$188.46 per share. On 17 March 2,759 shares were issued under a Management Share Ownership Plan at \$188.46 per share. At 31 March 2006 there were 318,377 ordinary shares issued and fully paid (31 March 2005: 250,000) and 2,759 ordinary shares issued and unpaid. All ordinary shares rank equally with one vote attached to each fully paid ordinary share.

5. Retained earnings	Gro	Group Pa		
	2006	2005	2006	2005
	(\$000s)	(\$000s)	(\$000s)	(\$000s)
Balance at beginning of year	7,707		7,672	
Net surplus for the year	4,802		4,708	
Dividends paid	(1,600)		(1,600)	
Balance at end of year	10,909		10,780	

6. Dividends

o. Dividendo	Gro	oup	Pare	ent
	2006	2005	2006	2005
	(\$000s)	(\$000s)	(\$000s)	(\$000s)
Ordinary dividends				
Declared final				
On ordinary shares:				
Cash	1,600		1,600	
Total dividends	1,600		1,600	

The dividends were fully imputed.

7. Imputation balances

7. Imputation balances	Gro	Group		Parent	
	2006	2005	2006	2005	
	(\$000s)	(\$000s)	(\$000s)	(\$000s)	
Imputation credit account					
Balance at beginning of year	3,051		3,051		
Tax payments, net of refunds	3,119		3,119		
Imputation credits attached to dividends paid					
Balance at end of year	5,382		5,382		

As at 16 May 2006 the outstanding imputation credits will not be able to be utilised by Rakon.

8. Minority interests	Gre	Group Par		
	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)
Balance at beginning of year Movement in minority interest				
Balance at the end of the year				

9. Borrowings and bank overdraft	Group		Parent	
	2006	2005	2006	2005
	(\$000s)	(\$000s)	(\$000s)	(\$000s)
Borrowings due within 12 months				
Capitalised lease obligations (note 13)	1,314		1,314	
Owing to Directors				
Owing to related parties				
	1,314		1,314	
Non-current borrowings				
Borrowings				
Owing to related parties				
Bank overdraft due within 12 months	6,901		6,901	

Security

Bank loans and overdraft

The bank overdraft is secured by first mortgage over all the undertakings of Rakon Limited and any other wholly owned present and future subsidiaries.

Capitalised lease obligation

Capitalised lease obligations are secured over the property under lease.

Directors' loans

Loans from Directors and related parties are unsecured.

Interest rates

The weighted average interest rate on amounts owing to related parties excludes the advance from Ahuareka Trust which was advanced on an interest free basis.

	Group		Pare	Parent	
	2006	2005	2006	2005	
	(\$000s)	(\$000s)	(\$000s)	(\$000s)	
Weighted average effective interest rates on borrowings					
Borrowings and bank overdraft	8.29%		8.29%		
Owing to related parties					

10. Deferred tax	Gr	Group Par		
	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)
Balance at beginning of year On surplus for the year	(165) 283	(7) (158)	(165) 283	(7) (158)
Balance at end of year	118		118	
Unrecognised tax losses available Balance at beginning of year Losses utilised				
Balance at end of year				

11. Income tax

11. Income tax	Gr	oup	Parent	
	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)
Operating surplus before tax Permanent differences	7,247 244	4,294 88	7,142 234	4,075 78
Surplus subject to tax Tax at 33% Foreign tax credit	7,491 2,472 (27)		7,376 2,434 -	
Income tax recognised in statement of financial performance	2,445		2,434	
Attributable to continuing activities Attributable to discontinued activities	2,445		2,434	
Total tax expense recognised for the year	2,445		2,434	
Comprising: Estimated current year tax assessment Deferred tax asset	2,728 (283)	1,226 158	2,717 (283)	1,212 158
	2,445		2.434	

12. Payables and accruals

Gro	oup	Par	Parent		
2006	2005	2006	2005		
(\$000s)	(\$000s)	(\$000s)	(\$000s)		
4,069		4,069			
1,511		1,511			
2,953		2,896			
		117			
407					
8,940		8,989			
	2006 (\$000s) 4,069 1,511 2,953 - 407	(\$000s) (\$000s) 4,069 4,940 1,511 1,161 2,953 954 - 223 407 813	2006 2005 2006 (\$000s) (\$000s) (\$000s) 4,069 4,940 4,069 1,511 1,161 1,511 2,953 954 2,896 - 223 117 407 813 396		

13. Commitments

The following amounts have been committed by the Group or Parent, but not recognised in the financial statements:

	Gre	oup	Par	Parent		
	2006 2005		2006	2005		
	(\$000s)	(\$000s)	(\$000s)	(\$000s)		
Operating leases						
Non-cancellable operating lease commitments:						
Within one year	637		621			
Later than one, not later than two years	688		686			
Later than two, not later than five years	1,845		1,845			
More than five years	2,560		2,560			
	5,730		5,712			

The Group leases premises, and plant and equipment. Operating leases held over properties give Rakon Limited the right to renew the lease subject to a redetermination of the lease rental by the lessor. There are no other renewal options or options to purchase in respect of premises, plant and equipment held under operating and finance leases.

	Gr	oup	Pa	Parent		
	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)		
Finance leases Non-cancellable finance lease commitments:						
Within one year	1,314		1,314			
Later than one, not later than two years Later than two, not later than five years						
More than five years						
	1,314	-	1,314	-		
Capital expenditure Amounts committed to capital expenditure	117		117			

14. Property, plant and equipment

14. Property, plant and equipment		2006 Accumulated			2005 Accumulated	
	Cost (\$000s)	Depreciation (\$000s)	Book value (\$000s)	Cost (\$000s)	Depreciation (\$000s)	Book value (\$000s)
Group						
Plant and equipment	27,676	18,298				
Capital finance lease assets	2,229	154	2,075			
Total plant and equipment	29,905	18,452	11,453			
Leasehold improvements	2,755	1,761	994			
Buildings	28	1	27			
Motor vehicles	32	26	6			
Furniture and fittings			215			
Computer hardware	2,140	1,711	429			
Computer software	2,614	1,978	636			
Capital work in progress	1,120		1,120			
	39,394	24,514	14,880			

		2006 Accumulated			2005 Accumulated		
	Cost (\$000s)	Depreciation (\$000s)	Book value (\$000s)		Cost (\$000s)	Depreciation (\$000s)	Book value (\$000s)
Parent							
Plant and equipment	27,676	18,298					
Capital finance lease assets	2,229	154	2,075				
Total plant and equipment	29,905	18,452	11,453				
Leasehold improvements	2,751	1,758					
Buildings	28	1	27				
Motor vehicles	32	26	6				
Furniture and fittings	797	584	213				
Computer hardware	2,109	1,678	431				
Computer software	2,614	1,978	636				
Capital work in progress	1,120		1,120				
		24,477	14,879				

15. Investment in subsidiaries

Significant subsidiaries comprise:

significant subsidiaries comprise:		Interest held by Group (%)		
Name of entity	Principal activities	2006	2005	
Rakon America LLC	Marketing support	100		
Rakon Singapore (Pte) Limited	Marketing support	100		

All subsidiaries have a balance date of 31 March.

In the previous financial year, the Australian subsidiary, Rakon Australia (Pty) Limited was liquidated. The liquidation resulted in a gain to the Group of \$11,000. Rakon America LLC is incorporated in America. Rakon Singapore (Pte) Limited is incorporated in Singapore.

16. Inventory	Gro	oup	Par	Parent		
	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)		
Raw materials and stores Work in progress	10,217 7,449		10,217 7,449			
Finished goods	2,069		2,069			
	19,735		19,735			

17. Accounts receivable

	Gre	bup	Parent		
	2006	2005	2006	2005	
	(\$000s)	(\$000s)	(\$000s)	(\$000s)	
Trade receivables	12,446		12,446		
Provision for doubtful debts	(158)		(158)		
GST receivable	327		327		
Receivable from related parties					
Prepayments and other assets	999				
	13,614		13,585		

Included within prepayments and other assets were deferred costs relating to Rakon's initial public offering of \$721,000 including \$307,000 of fees to the Company's auditors.

18. Financial instruments

The Group is subject to a number of financial risks which arise as a result of its activities.

To manage and limit the effects of those financial risks, the Board of Directors has approved policy guidelines and authorised the use of various financial instruments. The policies approved, and financial instruments being utilised at balance date, are outlined below.

Currency risk

Policies

During the normal course of the business the Group exports products, and imports raw material and inventory. As a result of these transactions exposures to fluctuations in foreign currency exchange rates arise. The currencies in which the Group primarily deals are the United States Dollar and Japanese Yen.

It is Group's policy to enter into foreign currency forward contracts to manage the exposure to fluctuations in currency rates.

Unrecognised balances

The notional or principal contract amounts of foreign exchange instruments outstanding at balance date are:

	Group a	nd Parent
	2006	2005
	(\$000s)	(\$000s)
Forward foreign exchange contracts	24,008	1,404

The cash settlement requirement of the forward exchange contracts approximates the notional amounts shown above.

Daront

Interest rate risk

Policies

To manage interest expense appropriately, the Group engages fixed and variable loan facilities.

Rakon Limited uses interest rate swaps to manage its interest rate risk. These are entered for periods up to five years, with the level and maturity of core debt determining the proportion of fixed cover required to be maintained. The interest rate on borrowings is either converted from floating to fixed or vice-versa through entering into an interest rate swap.

Unrecognised balances

The notional principal or contract amounts of interest rate contracts outstanding at balance date is:

	Gro	oup	Par	ent
	2006 (\$000s)	2005 (\$000s)	2006 (\$000s)	2005 (\$000s)
Interest rate swaps				

The cash settlement requirement for interest rate swaps as at 31 March 2006 net interest is nil (31 March 2005: \$14,667). The maturity date of the interest rate swap is 16 May 2008.

Repricing analysis

Trade receivables, trade creditors, sundry receivables and sundry payables have not been included in the following repricing analysis as they are not interest rate sensitive.

There are no repayment terms for the advances from related parties and the loan from the bank is a flexible facility and continues to rollover each year, therefore is not included in the repricing table. Bank balance with effective interest rate of 3.38% (31 March 2005: 3.75%) comprises predominantly US Dollar denominated funds.

		Group - 2006					
	Effective interest rates	Current (\$000s)	1-2 years (\$000s)	2-5 years (\$000s)	>5 years (\$000s)	Total (\$000s)	
Asset							
Bank							
Liabilities							
Bank overdraft	8.29%	(6,901)				(6,901)	
Unrecognised							
Interest rate swap	6.54%					15,000	
Repricing gap		(1,048)				8,952	

			Group	- 2005		
	Effective interest rates	Current (\$000s)	1-2 years (\$000s)	2-5 years (\$000s)	>5 years (\$000s)	Total (\$000s)
Asset Bank						704
Liabilities Bank overdraft						
Unrecognised Interest rate swap						
Repricing gap						

	Parent - 2006					
	Effective interest rates	Current (\$000s)	1-2 years (\$000s)	2-5 years (\$000s)	>5 years (\$000s)	Total (\$000s)
Asset Bank						
Liabilities Bank overdraft	8.29%	(6,901)				(6,901)
Unrecognised Interest rate swap	6.54%					15,000
Repricing gap		(1,098)				8,902

	Parent - 2005					
	Effective interest rates	Current (\$000s)	1-2 years (\$000s)	2-5 years (\$000s)	>5 years (\$000s)	Total (\$000s)
Asset						
Bank						
Liabilities Bank overdraft						
Unrecognised Interest rate swap						
Repricing gap						

Credit risk

Rakon Limited incurs credit risk from transactions with trade receivables in the normal course of its business.

Rakon Limited has a credit policy which restricts exposure to individual trade receivables and the Board of Directors reviews exposure to trade receivables on a regular basis. The Group does not have any significant concentrations of credit risk. Amounts owed by trade receivables are unsecured.

Fair values

Method and assumptions

The following methods and assumptions are used to estimate the fair value of each class of financial instruments:

Cash at bank, bank overdraft, term deposits, loans issued, receivables and trade creditors

The carrying value of these items is equivalent to their fair value. As such, they have been excluded from the table below.

Borrowings

Fair values of borrowings are estimated, based on current market interest rates available to the Group for debt of similar maturity at balance date.

Interest rates swap and foreign currency forward exchange contracts

The above derivatives are based on valuations provided by the Group's bankers at balance date.

Fair value summary	Group and Parent				
	200	2006			
	Carrying Value (\$000s)	Fair Value (\$000s)	Carrying Value (\$000s)	Fair Value (\$000s)	
Liabilities					
Current borrowings	(1,314)	(1,314)			
Non-current borrowings					
Foreign exchange contracts	(1,079)	(1,079)			
Unrecognised					
Interest rate swaps		186			

19. Currency

The following currency conversion rates have been applied at balance date:	Group a	Group and Parent		
	2006	2005		
	(\$000s)	(\$000s)		
NZ\$1.00 =				
USD	0.6121			
JPY	71.8200			
AUD				
GBP				
SGD				
EUR				

Unhedged foreign currency monetary assets and liabilities

At balance date, the company had the following unhedged foreign currency monetary assets and liabilities:

	Group		Par	Parent	
	2006	2005	2006	2005	
	(\$000s)	(\$000s)	(\$000s)	(\$000s)	
Asset					
Euro	15		15		
British Pounds	23		23		
Australian Dollars	2		2		
US Dollars					
Liabilities					
Japanese Yen					

20. Contingent liabilities

At 31 March 2006 there were no contingent liabilities. (31 March 2005: nil).

21. Related party information

General

In October 2005, Rise Holdings Limited (formerly Rakon Holdings Limited) sold 63,675 shares to Tahia Investments (53,062 shares) and Zeus Zeta Limited (10,613 shares). Also in October 2005, shareholders' loans amounting to \$12,886,009 were capitalised and additional 68,377 ordinary shares were issued to the Ahuareka Trust. In November 2005, Rise Holdings Limited, the former major Shareholder of Rakon Limited was liquidated and the shares in Rakon Limited were transferred to Ahuareka Trust.

At 31 March 2006, Ahuareka Trust owns 60% (31 March 2005: indirectly 80%) of the ordinary shares in Rakon Limited. The balance is owned by Tahia Investments Limited 17% (31 March 2005: nil), BJ Robinson 10% (31 March 2005: 10%), DP Robinson 10% (31 March 2005: 10%) and Zeus Zeta Limited 3% (31 March 2005: nil).

Related party transactions and balances

Advances

Ahuareka Trust advanced monies to Rakon Limited on an interest free basis. The outstanding advance was repaid in full on 31 March 2006 (2005: \$11,794,992).

Sigma Electronics Limited, a wholly owned company of Ahuareka Trust, advanced monies to Rakon Limited. The outstanding advance was repaid in full on 31 March 2006 (31 March 2005: \$75,787). Interest was charged at 90 day bank bill rate plus an additional 2.25% on an interest only basis. Interest charged to 31 March 2006 \$7,230 (31 March 2005: \$6,647).

Directors' advances

Certain advances from Directors attract interest at 90 day bank bill rate plus an additional 2.25% and the majority is repayable on flexible terms that extend to a period over twelve months. Advances to the Directors attract interest at fringe benefit tax rate. The outstanding advance balance was paid in full at the end of current year (31 March 2005 payable by Rakon: BJ Robinson \$47,114, DP Robinson \$10,269). Net interest charges for the year ended 31 March 2006 were: BJ Robinson \$3,339 paid (31 March 2005: \$10,940 paid) and DP Robinson \$1,499 received (31 March 2005: \$10,493 paid).

Other related transactions

Rakon Limited provides accounting and administrative services to Rakon America LLC, Rakon Singapore (Pte) Limited, Sigma Electronics Limited, Trident Investments Limited and Ahuareka Trust free of charge.

Rakon Limited leases premises from Trident Investments Limited, a Robinson family company. Normal commercial lease

agreements are in place for the premises. The lease costs charged by Trident Investments Limited to Rakon Limited for the year is \$557,000 (31 March 2005: \$570,000).

No amounts owed by related parties have been written off or forgiven during the year.

22. Management Share Ownership Plan

Rakon Limited has established a Share Purchase Plan to enable selected managers of Rakon Limited to acquire shares in the Company through the Plan Trustee, Rakon ESOP Trustee Limited. Under the Share Purchase Plan, Rakon offered selected managers the opportunity to acquire shares at deemed market value established by the purchase price paid for the sale of shares from Rise Holdings Limited to Tahia Investments Limited and Zeus Zeta Limited in October 2005. Rakon Limited will loan participating managers the purchase price of the shares offered on an interest-free limited recourse basis.

Under the terms of the Share Purchase Plan, 2,759 ordinary shares were issued to Rakon ESOP Trustee Limited to hold on behalf of the participating managers on 17 March 2006. All shares issued to Rakon ESOP Trustee Limited have been allocated. The shares rank equally in all respects with all other ordinary shares issued by the Company. The selected managers may exercise voting rights attached to the shares by directing the Trustee in writing to vote on his or her behalf. In the absence of any written direction the Trustee may exercise voting rights as it considers appropriate in its absolute discretion. No amounts have been paid up on the shares. The total aggregate amount to be loaned by Rakon Limited to the participating managers is \$520,000 subsequent to 31 March 2006. No repayments of this loan have been received.

Shares issued under the Share Purchase Plan are held on trust by Rakon ESOP Trustee Limited. The shares cannot be sold or otherwise dealt with by the participating managers for a period of 18 months from the date of issue. At any time after the end of this period the participating manager may request the Trustee to transfer the relevant shares to him or her. The Trustee will not transfer the Shares to a participating manager until the loan to that manager has been repaid in full.

The Company may remove and appoint trustees at any time. The Directors and Shareholders of Rakon ESOP Trustee Limited are Bryan Mogridge and Bruce Irvine.

Shares held by the Share Purchase Plan represent approximately 0.86% of the Company's total shares on issue as at balance date (2005: nil).

23. Comparison against Prospectus Forecast

The following is a comparison of the actual financial performance for the Group compared to the forecast as per the Group's prospectus for the year ended 31 March 2006 and the financial position as at that date.

	Group Actual 2006 (\$000s)	Group Forecast 2006 (\$000s)
Summary statement of financial performance Operating revenue	74,371	73,291
Operating surplus before income tax Income tax	7,247 (2,445)	6,685 (2,290)
Operating surplus after income tax	4,802	4,395

Operating revenue is slightly ahead of forecast results due to the substantial weakening in the NZ\$/US\$ exchange rate during March and higher than forecast sales of consignment stock.

Operating surplus before income tax and net surplus are both up as a result of the increase in operating revenue.

	Group Actual 2006 (\$000s)	Group Forecast 2006 (\$000s)
Summary statement of financial performance		
Total equity	24,045	24,162
Total non-current liabilities		8,502
Total current liabilities	17,155	16,845
Total equity and liabilities	49,200	49,509
Total non-current assets	14,998	16,131
Total current assets	34,202	
Total assets	49,200	49,509

Total equity is in line with forecast, higher earnings were offset by the impact of accounting for shares issued under the Management Share Ownership Plan.

Total non-current liabilities are below forecast due to the deferred tax balance being in debit rather than credit balance at year end.

Total current liabilities are fractionally higher than forecast due to the timing of creditor payments.

Total non-current assets are below forecast due to the timing of capital expenditure and the impact of accounting for shares issued under the Management Share Ownership Plan.

Total current assets are above forecast due to higher than forecast closing cash position.

	Group Actual 2006 (\$000s)	Group Forecast 2006 (\$000s)
Cash flow summary		
Net cash flow from operating activities	9,725	
Net cash flow from investing activities		
Net cash flow from financing activities	(7,364)	(8,674)
Net decrease in cash	(3,034)	(5,981)

Net cash flow from operating activities is higher than forecast due to higher customer receipts.

Net cash flow applied to investing activities is lower than forecast due to the timing of capital expenditure.

Net cash flow applied to financing activities is lower than forecast due to classification of a finance lease arrangement.

24. Subsequent Events

On 13 April 2006, Rakon undertook a share split of 311.394549 to 1. This resulted in the number of shares on issue increasing to 100 million shares of which 859,137 shares are held under the Management Share Ownership Plan.

On 16 May 2006, Rakon listed on the NZSX and simultaneously issued a further 6.25 million fully paid shares. Additionally 1.1 million partly paid shares and 1.9 million share options were issued to selected employees immediately preceding the listing.