# CSL Limited Annual Report

2017/18




CSL™

# Contents



AGM NEW TIME AND VENUE!

## ANNUAL GENERAL MEETING

**Wednesday, 17 October 2018 at 1pm**
**Clarendon Auditorium**
**Melbourne Convention and Exhibition Centre (MCEC), South Wharf, Melbourne 3000**

## AGM LIVE WEBCAST

The CSL Limited Annual General Meeting will be webcast through CSL's website CSL.com

Log on to the home page of CSL's website and then click on the item called Annual General Meeting webcast.

## SHARE REGISTRY

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*Please see inside back cover for legal notice*

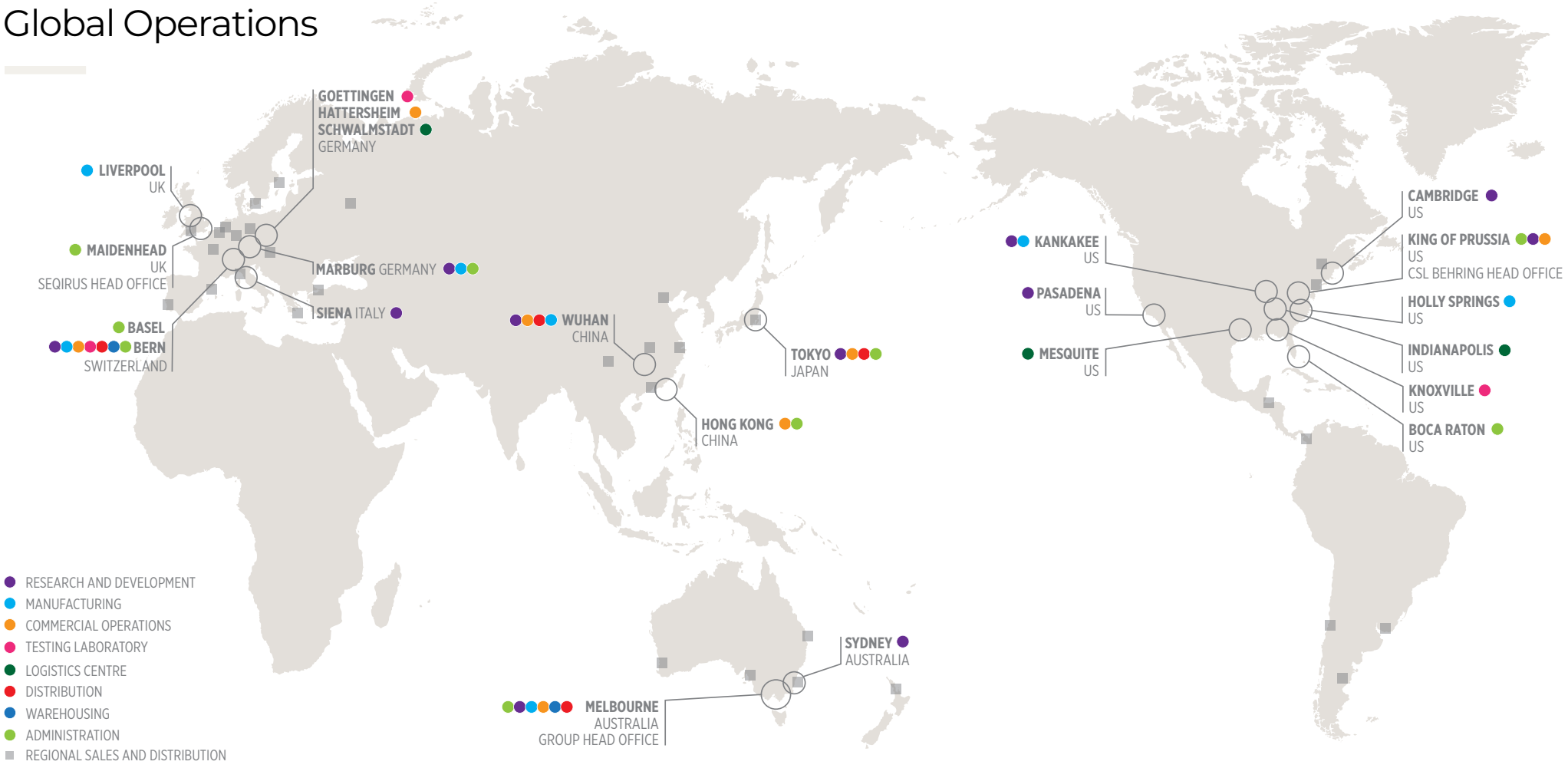
## 2018

| | |
|---|---|
| 15 August | Annual profit and final dividend announcement |
| 11 September | Shares traded ex-dividend |
| 12 September | Record date for final dividend |
| 12 October | Final dividend paid |
| 17 October | Annual General Meeting |
| 31 December | Half year ends |

## 2019

| | |
|---|---|
| 13 February | Half year profit and interim dividend announcement |
| 13 March | Shares traded ex-dividend |
| 14 March | Record date for interim dividend |
| 12 April | Interim dividend paid |
| 30 June | Year ends |
| 14 August | Annual profit and final dividend announcement |
| 10 September | Shares traded ex-dividend |
| 11 September | Record date for final dividend |
| 11 October | Final dividend paid |
| 16 October | Annual General Meeting |
| 31 December | Half year ends |

# Global Operations



# About CSL

Driven by our promise, CSL is a global biotechnology leader which develops and delivers innovative medicines that save lives, protect public health and help people with life-threatening medical conditions live full lives. Our Group Values guide us in creating sustainable value for our stakeholders.

Delivering on promises is what we do at CSL. Starting more than a century ago in Melbourne, Australia, we made a promise to save lives and protect the health of people who were stricken with a broad range of serious medical conditions.

Today, that same promise has never been stronger. As a leading global biotechnology company, CSL delivers medicines to patients in more than 60 countries, and employs more than 22,000 people who are driven by a deep passion to serve thousands of patients and other stakeholders around the world.

CSL applies its world-class research and development (R&D), commercial strength and patient-focused management, along with its high-quality manufacturing, to develop and deliver innovative biotherapies, influenza vaccines and support programs – all to help save lives and treat people with life-threatening medical conditions.

Innovation has been in the DNA of CSL since our beginning in 1916 and continues as the core of everything we do today. Innovation spans all across our organisation – reflected in our 1,700-plus dedicated scientists who focus every day on solving patients' unmet needs, through the advancement of recombinant proteins and gene therapy technology, to our unique capability in creating one of the largest and most efficient plasma collection networks in the world.

CSL supports patient, biomedical and local communities by improving access to therapies, advancing scientific knowledge, supporting future medical researchers, and engaging our staff in the support of local communities. We also contribute to humanitarian programs and relief efforts around the world.

CSL's continuing priority is to ensure the ongoing safety and quality of our medicines, while improving access to innovative therapies that make a real and lasting difference to the lives of people who need them. To achieve this, we drive a culture of continuous improvement in quality and compliance and undertake capacity expansions around the world.

CSL also invests in life-cycle management and market development for our existing products, and in the development of new product opportunities for the longer term. We understand the unique challenges faced by people stricken with life-threatening medical conditions because of our long experience, deep knowledge and dedicated focus on preventing and treating serious diseases. We expect that

emerging new innovations and support programs can provide unprecedented opportunities to improve patient wellbeing unlike any other time in history.

CSL's commercial capability, combined with a focused global R&D organisation and proven operational excellence, give us the confidence to efficiently identify, successfully develop, and reliably deliver innovations that patients need and want.

For more than 100 years, CSL has earned a reputation as a passionate yet responsible organisation which is driven to care for patients and deliver on its commitments. Today, our future has never looked brighter.

# Our Businesses

## CSL BEHRING

CSL Behring is a global leader in biotherapies with the broadest range of quality products in our industry and substantial markets in North America, Latin America, Europe, Asia and Australia. Our therapies are indicated for treatment of bleeding disorders including haemophilia and von Willebrand disease, primary and secondary immunodeficiencies, hereditary angioedema, neurological disorders and inherited respiratory disease. Our products are also used to prevent haemolytic disease in newborns, for urgent warfarin reversal in patients with acute major bleeding, to prevent infection in solid organ transplant recipients and treat specific infections, and to help victims of trauma, shock and burns.

From our family of recombinant coagulation products that aim to dramatically improve the lives of patients with bleeding disorders, to industry-leading immunoglobulin and specialty products that are shifting treatment paradigms around the world, CSL Behring knows how to meet the needs of these unique populations.

With an integrated manufacturing platform and production facilities located in the United States (US), Germany, Switzerland, Australia and China, we use the most sophisticated production methods available to meet or exceed stringent safety and quality standards around the world.

CSL Plasma, a division of CSL Behring, operates one of the world's largest and most efficient plasma collection networks, with more than 200 centres in the US and Europe. Each step of our manufacturing process – from plasma donor to patient – reflects CSL Behring's unyielding commitment to ensuring our products are safe and effective.

## SEQIRUS

Seqirus was established on 31 July 2015, following CSL's acquisition of the Novartis influenza vaccines business, and subsequent integration with bioCSL. Seqirus is one of the world's largest influenza vaccine companies and a major partner in the prevention and control of influenza globally. It is a reliable supplier of influenza vaccine for Northern and Southern Hemisphere markets and a transcontinental partner in pandemic preparedness and response.

Seqirus operates state-of-the-art production facilities in the US, the United Kingdom (UK) and Australia and utilises both egg-based and cell-based manufacturing technologies as well as a proprietary adjuvant. It has leading R&D capabilities, a broad and differentiated product portfolio and commercial operations in more than 20 countries.

In Australia and the Asia Pacific region, Seqirus is a leading provider of in-licensed vaccines and specialty pharmaceuticals. It is also the world's only supplier of a unique range of products made in the national interest for the Australian Government, including antivenoms and Q fever vaccine.

## RESEARCH AND DEVELOPMENT (R&D)

CSL continues to develop innovative biotherapies that address unmet medical needs or enhance current treatments. Global R&D activities support innovation in new products and technology, improved products and manufacturing expertise to ensure our continued growth and commitment to fulfil patients' needs. Our balanced research and development portfolio includes new therapies that align with our commercial and technical capabilities in immunoglobulins, specialty products, haemophilia and coagulation therapies, breakthrough medicines, transplant and vaccines.

# Key Business Highlights

CSL continues to deliver on its strategy, with an 11%# increase in total revenue. The strength of our results reflects the execution of our strategic plan and patient-focussed workforce.

Strategic Objective
**GROWTH**

**Maximize portfolio value & deliver new product launches**

Immunoglobulin sales up by 11%# on the prior comparable period.

IDELVION®, recombinant coagulation factor for the treatment of haemophilia B, sales exceeded forecast and is the market leader in a number of countries.

Specialty products portfolio grew by 24%# driven by strong performance in KCENTRA® and HAEGARDA®, which achieved nearly 50% of the prophylaxis hereditary angioedema (HAE) market in the United States (US).

Exercised the option to acquire 100% of Chinese plasma fractionator.

Strategic Objective
**EFFICIENCY**

**Be the most efficient, highest quality plasma player**

CSL Plasma opens 27 new collection centres in the US – a growth rate unmatched in the industry. Across the US and Europe, CSL Plasma now holds more than 200 collection centres.

Launch of a new CSL Plasma donor management system.

Investments in large-scale Group-wide capital initiatives, across all regions, remain on track.

Strategic Objective
**INFLUENZA**

**Deliver on influenza strategy**

Seqirus delivers on its commitment to achieve profitability just three years after the business was formed.

Influenza sales grew 53%#, with FLUAD, an adjuvanted influenza vaccine, reporting sales up by 142%#.

The Holly Springs facility in the US, which utilises innovative cell-based technology, quadrupled the number of FLUCELVAX® QUADRIVALENT influenza vaccine doses for the US market.

Strategic Objective
**INNOVATION**

**Pursue new opportunities to diversify portfolio and enhance growth**

Approval of immunoglobulin products PRIVIGEN®, in the US, and HIZENTRA®, in the US and Europe, provides patients with a convenient treatment for chronic inflammatory demyelinating polyneuropathy (CIDP).

Acquisition of Calimmune provides CSL with a promising gene therapy platform.

CSL and Vitaeris announce strategic partnership to support an emerging transplant portfolio.

CSL112, our cardiovascular disease product, moves into Phase III clinical trial.

*# Growth percentages shown at constant currency to remove the impact of exchange rate movements, facilitating comparability of operational performance. For further detail please refer to CSL's Financial Statements for the Full Year ended 2018 (Directors' Report).*

# CSL at a Glance

Strategic Objective
**PEOPLE & CULTURE**

**Create a culture that attracts, retains and develops the best talent**

Named one of the world's Top 50 employers by Forbes (2017) Global 2000: World's Best Employers.

Total workforce continues to grow, achieving employee engagement index scores higher than the global IBM norms.

New people manager programs launched to develop skills and capabilities at every stage of their career.

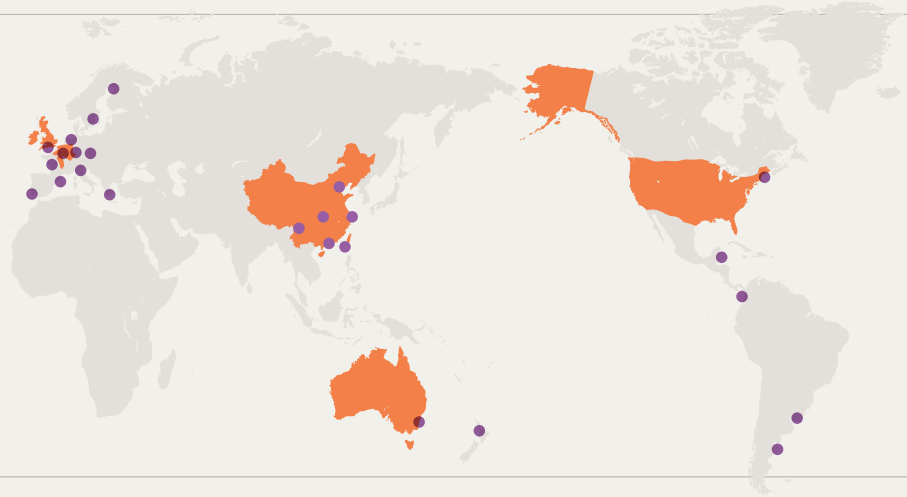
**35+** Countries
Of operations around the world

US$ **7.9+** Billion
In annual revenue

US$ **2.9+** Billion
In R&D investments in last 5 years advances exciting pipeline

**8**
Manufacturing sites

- Australia (2)
- China (1)
- Germany (1)
- Switzerland (1)
- United Kingdom (1)
- United States (2)



**22,000+**
Employees around the world

**1,700+**
R&D employees

**200+**
Plasma collection centres across Europe and North America

# Financial Highlights

## Five-Year Summary

| All figures are in US$ million unless stated otherwise | **2017-18** Constant Currency[1] | **2017-18** Reported[2] | 2016-17 Reported | 2015-16 Reported | 2014-15 Reported | 2013-14 Reported |
|---|---|---|---|---|---|---|
| Total Operating Revenue | **7,717** | **7,915** | 6,947 | 6,115 | 5,612 | 5,504 |
| Sales Revenue | **7,394** | **7,588** | 6,616 | 5,909 | 5,459 | 5,335 |
| R&D Investment | **685** | **702** | 667 | 614 | 463 | 466 |
| Profit before Income Tax Expense | **2,260** | **2,281** | 1,690 | 1,556 | 1,714 | 1,604 |
| Net Profit after Tax | **1,713** | **1,729** | 1,337 | 1,242 | 1,379 | 1,307 |
| Net Cash Inflow from Operating Activities | | **1,902** | 1,247 | 1,179 | 1,364 | 1,361 |
| Capital Investment | | **992** | 861 | 566 | 414 | 402 |
| Return on Invested Capital (%) | | **25.9** | 24.5 | 26.8[3] | 31.7 | 31.8 |
| Basic Earnings per Share ($) | | **3.822** | 2.937 | 2.689 | 2.923 | 2.701 |
| Dividend per Share ($) | | **1.720** | 1.360 | 1.260 | 1.240 | 1.130 |

[1] *Constant currency removes the impact of exchange rate movements, facilitating comparability of operational performance. For further details please refer to CSL's Financial Statements for the Full Year ended 2018 (Directors' Report).*

[2] *The Group's reported results are in accordance with the Australian Equivalents to International Financial Reporting Standards (A-IFRS).*

[3] *2016 figure includes the gain on acquisition of Novartis' global influenza vaccine business of US$176.1 million.*

# Our Financial Performance

## DIVIDENDS

**Interim Unfranked** dividend of
US$**0.79** per share

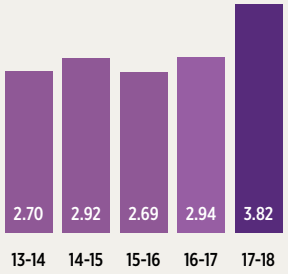
+

**Final Unfranked** dividend of
US$**0.93** per share [1]

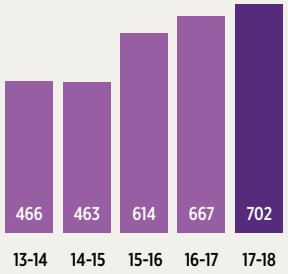
=

**Total Ordinary dividends 2018** [7]
US$**1.72** per share

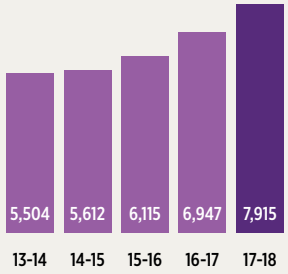
### CSL EARNINGS PER SHARE (US$)



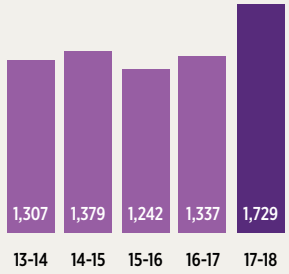

### CSL R&D INVESTMENT (US$ MILLIONS)




### CSL TOTAL OPERATING REVENUE (US$ MILLIONS)




### CSL NET PROFIT (US$ MILLIONS)




[1] *For shareholders with an Australian registered address, dividends will be paid in A$ at an amount of A$1.278192 per share (at an exchange rate of A$1.3744/US$1.00), and for shareholders with a New Zealand address, dividends will be paid in NZD at an amount of NZ$1.408671 per share (at an exchange rate of NZ$1.5147/US$1.00).*

# Year in Review

## DIVIDENDS AND FINANCIAL RESULTS

CSL's reported net profit after tax was US$1,729 million for the year ended 30 June 2018. On a constant currency basis, net profit after tax was US$1,713 million.

On 13 April 2018, CSL shareholders received an interim unfranked dividend of US$0.79 per share. A final unfranked dividend of US$0.93 per share will be paid on 12 October 2018. Total ordinary dividends for the year were US$1.72 per share.

CSL business operations reported here include CSL Behring, Seqirus and our global R&D activities.

**CSL BEHRING**

CSL Behring's focused execution delivered outstanding results for the year. Total sales in constant currency grew 10% over the previous year to US$6.6 billion with sales increases at constant currency of 11% for immunoglobulins, 24% for the specialty portfolio, 7% for albumin, and 5% for haemophilia products.

Immunoglobulins (Ig) represent our largest therapy area and contributed sales of US$3,145 million, up 11% in constant currency over last year. Sales were driven largely by increased demand across the globe. Sales of our subcutaneous immunoglobulin product, HIZENTRA®, Immune Globulin Subcutaneous (Human) 20% liquid, increased by 12% at constant currency, fuelled by strong demand in primary immunodeficiency (PID), as well as its expanded indication to treat CIDP.

HIZENTRA was granted marketing authorisation to treat CIDP by the European Commission (EC) in March 2018. The US approval and launch followed that same month, and since that time Europe has begun the commercial launch in eight key markets including the reimbursement process for Belgium, France, Italy and Spain. HIZENTRA represents the first and only subcutaneous immunoglobulin for maintenance therapy to treat CIDP, a rare and serious autoimmune disorder that affects the peripheral nerves and may cause permanent nerve damage. New patient starts and patients converting from intravenous immunoglobulins (IVIg) are also key drivers of HIZENTRA growth.

IVIg sales growth was underpinned by solid global demand for PRIVIGEN®, Immune Globulin Intravenous (Human) 10% Liquid, with sales up 13% in constant currency over the prior comparable period. Excellence in execution, a focused approach to growth in the non-acute segments, as well as increased diagnosis and treatment of primary and secondary immunodeficiencies, CIDP, and competitor supply constraints, have contributed to this impressive growth.

Our specialty products grew 24% in constant currency terms to sales of US$1,490 million. Sales of KCENTRA®, 4 Factor Prothrombin Complex Concentrate, in the US were particularly solid driven by our team's effort to achieve deeper penetration into targeted accounts. RESPREEZA®, a maintenance treatment for severe alpha-1 antitrypsin deficiency, continued to grow in Europe due to further strong uptake, aided also by competitor supply disruptions in France. RESPREEZA has been shown to slow the progression of hereditary emphysema. Europe saw growth of BERINERT®, C1-esterase inhibitor concentrate, in the treatment of HAE aided also by competitor supply disruptions in Europe.

During 2017/18 we successfully launched HAEGARDA®, C1 Esterase Inhibitor Subcutaneous (Human), in the US, a transformational therapy for adolescent and adult patients with HAE. HAEGARDA, the first and only subcutaneous C1 esterase inhibitor therapy, garnered nearly half the prophylaxis HAE market in its first year, and provides unprecedented reduction in oedema attacks and significantly reduces the need for rescue medication.

Overall, the haemophilia product franchise increased 5% in constant currency, versus the prior year to US$1,113 million. Growth in this franchise was due predominantly to the strong uptake of our recombinant therapy IDELVION®, Coagulation Factor IX (Recombinant), Albumin Fusion Protein, as well as sales of AFSTYLA®, Antihemophilic Factor (Recombinant), Single Chain, in new and existing markets.

IDELVION saw robust demand and the product is now launched in 12 countries; it is quickly becoming the new standard of care for haemophilia B patients. IDELVION delivers high-level protection, maintaining factor IX activity levels above 5% in most patients over 14 days, resulting in a median annualised spontaneous bleeding rate of zero. Appropriate patients can go up to two weeks between infusions and achieve excellent bleeding control. The flexibility to reduce their dosing cycle is an important attribute for patients who require a prophylactic regimen but don't want treatment to disrupt their active lives.

This year we also launched AFSTYLA in Japan, which complements the launch of IDELVION in the previous year. AFSTYLA, the first and only single-chain product for haemophilia A, is specifically designed for long-lasting protection from bleeds with the ability to dose twice weekly. Both products are delivering solid uptake with ongoing approvals in various countries and launches planned in the coming year.

CSL Behring's portfolio of albumin products yielded sales of US$921 million, an increase of 7% at constant currency, primarily driven by strong ongoing global demand. Our team in China delivered another remarkable year of albumin growth, up 11% fuelled by ongoing successful sales penetration into lower tier cities and hospitals.

CSL completed its acquisition of plasma-derived therapies manufacturer Wuhan Zhong Yuan Rui De Biological Products Co. Ltd. from Humanwell Healthcare Group Co. Ltd in August 2017. The acquisition provides CSL with a strategic presence in the Chinese domestic plasma fractionation market and complements the leadership position that CSL Behring has built over the past 20 years as a provider of imported albumin in China.

CSL Behring also continues to invest in state-of-the-art manufacturing facilities around the world to meet growing demand for its products, increase efficiency and support its cohesive global manufacturing network.

In an effort to sustain future growth, we invested almost US$1 billion in capital to expand our manufacturing capabilities across all regions, strengthening our global manufacturing footprint and ability to secure the reliable supply of therapies.

In Australia, 2018 commenced under the newly signed national fractionation agreement for Australia (NaFAA) - a new nine-year agreement with the National Blood Authority to continue to manufacture a range of products from plasma collected by the Australian Red Cross Blood Service.

Overall, our results for the 2017/18 fiscal year reflect our market leadership positions around the world, and robust demand for our differentiated products. Investments in production and commercial capabilities have positioned us well for sustainable growth and to continue to deliver on our promise to patients with rare and serious diseases.

## SEQIRUS

When Seqirus was established three years ago, we set out an ambitious agenda to turn the business around and achieve a break even result by 2017/18. Seqirus has not only delivered on this commitment, but has exceeded its financial targets, posting an EBIT of US$52 million. We've built a strong global business that serves a significant public health need and is well positioned for future growth and success.

Total revenue for the reporting period totalled US$1,088 million, representing constant currency growth of 16% compared to the prior year. Seasonal influenza vaccine sales in the US continued to generate the majority of our revenue with solid contributions from our global pandemic franchise as well as our vaccine and pharmaceutical in-licensing business in Australia and New Zealand.

The most significant driver of growth was the ongoing shift in our product mix from standard trivalent influenza vaccines to cell-based quadrivalent and adjuvanted products, particularly in the US. Seqirus continues to have one of the broadest and most differentiated influenza vaccine portfolios in the industry.

The accelerated development of cell-based manufacturing technology at our state-of-the-art facility in Holly Springs enabled us to deliver approximately 20 million doses of FLUCELVAX QUADRIVALENT® to the US market for the NH 2017/18 season, representing a four-fold increase in output in just two years. Ongoing process innovation will help us meet increased demand for the vaccine in the US, support commericalisation plans in Europe and further strengthen pandemic response.

Seqirus was also successful in using a cell-derived H3N2 candidate vaccine virus in the production of the NH 2017/18 formulation of FLUCELVAX QUADRIVALENT, making the end-to-end production of this particular strain exclusively cell-based. There is strong scientific rationale to suggest that cell-based technology may potentially overcome the challenges of egg-based influenza virus mutations, leading to higher vaccine effectiveness.

AFLURIA QUADRIVALENT® achieved an expanded age indication for use in people from 5 years and above in the US for the NH 2017/18 season, and similar approvals were achieved for AFLURIA TETRA and AFLURIA QUAD® in Canada and Australia. We were also first to market in Australia with AFLURIA QUAD for the 2018 season, reinforcing Seqirus as a reliable local partner, and went back into production at the request of the Australian Government to meet unprecedented demand for influenza vaccine following the severe season in 2017.

Our in-licensing division in Australia and New Zealand also performed well during the period with the launch of GARDASIL® 9, Human Papillomavirus 9-valent Vaccine, Recombinant; the continuation of the ZOSTAVAX™ shingles vaccine on the National Immunisation Program; and strong growth of PALEXIA® in the pain portfolio. We also announced new in-licensing agreements for hay fever and ophthalmology products.

In Latin America, Seqirus successfully delivered on our AGRIPPAL®, influenza vaccine, commitments in Argentina and won a seasonal influenza vaccine tender in Mexico for the first time. We established a stronger presence with the opening of the Seqirus Argentina office, investing in the future growth of this significant market.

In the UK, we achieved regulatory approval for our adjuvanted influenza vaccine FLUAD® and a subsequent preferential recommendation by public health authorities. This means FLUAD will be the only influenza vaccine used in the 65 years and above population in the UK next season. The Australian health authorities also recognised the clinical importance of FLUAD for the older adult population, fast tracking the introduction of the vaccine into the National Immunisation Program for the 2018 season.

We experienced strong growth in our global pandemic franchise through extending a number of agreements for pandemic preparedness with governments around the world. There is increasing interest in our proprietary adjuvant, MF59, for its ability to boost immune response and its dose-sparing benefits. Our new purpose-built laboratories in Cambridge, Boston,

*Operators at Seqirus' Liverpool site. This year, Seqirus announced a £40 million investment for a new fill and finish facility at our UK Liverpool site, planned for 2020.*

achieved special certification during the period enabling it to respond to public health emergencies requiring biologics (BSL3) agent containment.

During the period, Seqirus announced a £40 million investment for a new fill & finish facility at our UK Liverpool site, planned for 2020. Bringing this important capability in-house will help meet growing demand for FLUAD, strengthen reliability of supply and further strengthen pandemic response. We also announced a US$9 million warehouse expansion project in Holly Springs and completed the first FLUAD formulation in Holly Springs for the US market.

As part of our corporate responsibility efforts, Seqirus continued its support for the Pandemic Influenza Preparedness Framework operated by the World Health Organization, which aims to build pandemic preparedness capacity in low and middle income countries. In response to Hurricane Harvey, Seqirus donated 22,500 doses of influenza vaccine to the Texas Department of State Health Services, to help displaced residents fight the onset of influenza. We also donated €250,000 to the Global Initiative for Sharing of Influenza Data (GISAID) to support open and rapid sharing of genetic data for influenza viruses.

Additionally, Seqirus entered a new partnership to help save the lives of people bitten by venomous snakes in Papua New Guinea (PNG), with the PNG Department of Health, the Australian High Commission, and the Charles Campbell Toxinology Centre (CCTC), at the University of PNG. PNG has some of the highest rates of snakebite mortality in the world and Seqirus will provide an annual donation of 600 vials of antivenoms, with an approximate value of more than A$1 million annually, as part of a holistic program that will include secure warehousing, cold-chain distribution and data collection on snake bites and antivenom use to help improve the program.

## RESEARCH AND DEVELOPMENT

CSL's global R&D activities focus on the development of innovative new and improved products and manufacturing processes thereby ensuring our continued growth. Our R&D portfolio is divided into five strategic areas – specialty products, haemophilia, breakthrough medicines, immunoglobulins and transplant. Over the past year, we have achieved successes in all five strategic areas with new registrations, exciting new collaborations, positive results in our clinical trials and the initiation of the largest clinical trial ever undertaken by CSL.

### SPECIALTY PRODUCTS

CSL's HAEGARDA, the first subcutaneous preventative treatment for patients with HAE, represents a new standard of care for HAE patients, reducing HAE attacks by 95% and the need for rescue medication by 99%. In order to remain at the forefront of innovation in HAE treatment, in May 2018, CSL announced an exclusive license agreement with CEVEC Pharmaceuticals to develop highly differentiated recombinant C1-INH proteins. Building on our deep knowledge and expertise of HAE and plasma derived C1-INH, CSL aims to leverage CEVEC's expertise in the production of recombinant C1-INH using their proprietary CAP®Go technology. The technology provides the opportunity to develop innovative proteins with improved half-life and more convenient administration, further improving the quality of life for patients suffering from HAE.

### HAEMOPHILIA

CSL remains focused on easing the burden of care and improving the lives of haemophilia patients. In September 2017, Japan's Ministry of Health, Labour and Welfare approved AFSTYLA.

In May 2018, the FDA approved a new 3500 IU vial size for IDELVION, our long-acting fusion protein linking recombinant coagulation factor IX with recombinant albumin for the treatment of haemophilia B. For patients requiring high doses of IDELVION, the larger vial size will reduce the reconstitution time needed to prepare multiple smaller vials for a similar dose. IDELVION is currently licensed for treatment intervals of up to 14 days. An ongoing Phase III extension study (PROLONG-9FP) is currently evaluating the possibility of extending the dosing interval to every 21 days. Global regulatory submissions to gain approval of the extended dosing regimen are planned for 2019.

### BREAKTHROUGH MEDICINES

Our commitment to remain at the forefront of innovation is stronger than ever. In August 2017, CSL acquired Calimmune Inc., a biotechnology company focused on the development of gene and stem cell-based therapies. The acquisition introduced a new ex vivo haematopoietic stem cell gene therapy (CAL-H) for the treatment of sickle cell disease into our breakthrough medicines pipeline. Clinical trials using CAL-H are anticipated to start in 2019. In addition, Calimmune's proprietary platform technologies have the potential to develop new treatments for a wide range of other rare diseases that complement CSL's product portfolio and expertise.

Over the past year we have continued to make strong progress in our breakthrough medicine portfolio with the completion of two Phase I trials and the initiation of a third using three of CSL's novel monoclonal antibodies. CSL312 is a fully human anti-factor XIIa monoclonal antibody that is being studied for use in multiple indications, including as a subcutaneous therapy for HAE with the potential for administration once every two to three weeks. A Phase I study in healthy volunteers was completed in November 2017 and confirmed that CSL312 is safe and well tolerated with good bioavailability. A Phase II trial designed to evaluate the efficacy, safety and pharmacokinetics of CSL312 in the prophylaxis of angioedema attacks in HAE patients is anticipated to start in 2018/19.

CSL324 neutralises G-CSF activity and may provide a new treatment for rare inflammatory diseases associated with overactive neutrophils (white blood cells). The completion of a Phase I trial in healthy volunteers in January 2018 demonstrated that CSL324 can block receptors and lower neutrophil counts. A subsequent Phase Ib trial in patients with neutrophil-driven

disease is anticipated to start in 2018/19 and aims to show proof of mechanism of this novel product.

CSL346 targets VEGF-B and could potentially be used to control glucose absorption in Type 2 diabetics by targeting fatty acid metabolism. CSL346 may also be beneficial in the treatment of diabetic nephropathy, one of the most common kidney complications associated with Type 2 diabetes, where VEGF-B levels have been shown to be elevated in patients. A Phase I trial in healthy volunteers commenced in November 2017 in order to demonstrate that CSL346 is safe and well tolerated.

The largest clinical trial ever to be undertaken by CSL was announced in December 2017. CSL112 is a novel plasma derived apolipoprotein A-1 infusion therapy that has been shown to have an immediate and significant impact on the removal of cholesterol from arteries. The **A**poA-1 **E**vent reducin**G** in **I**schemic **S**yndromes II (AEGIS-II) Phase III trial will enrol over 17,000 patients from approximately 1,000 medical centres around the world (please see page 32 for more information).


*In March 2018, the US FDA and the European Medicines Agency granted approval for HIZENTRA® (Immune Globulin Subcutaneous [Human], 20% liquid) to treat CIDP.*

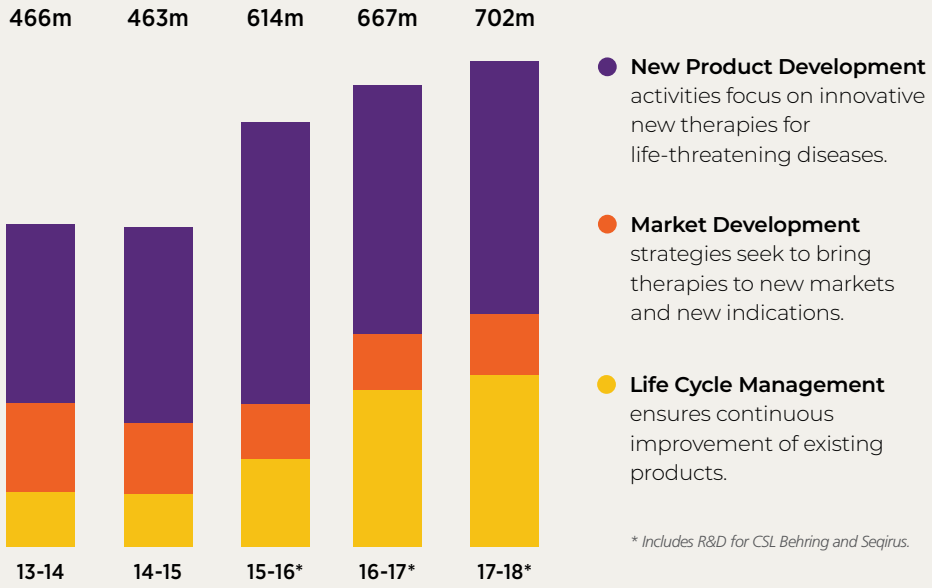
## IMMUNOGLOBULINS

The expansion of our Ig portfolio continued over the past year with successful regulatory approvals in neurology. In September 2017, the US FDA approved PRIVIGEN for the treatment of CIDP, a rare and progressing disease that may cause permanent nerve damage. The FDA approval represents a significant milestone for patients with this debilitating and progressive disease.

In the largest ever clinical study to investigate the treatment of CIDP and the first to evaluate the subcutaneous administration of Ig for the treatment of CIDP (the Polyneuropathy And Treatment with Hizentra or PATH study), HIZENTRA maintained stable disease and prevented relapse for up to 24 weeks. The subcutaneous formulation will allow patients the flexibility to self-administer their treatment at a time, place and schedule that's convenient for them.

Collaboration with external partners continues to provide CSL with important new opportunities to develop novel therapies for patients and address areas of unmet medical need. In January 2018, CSL and Momenta Pharmaceuticals, Inc. announced the initiation of a Phase I study in healthy volunteers to evaluate the safety and tolerability of the potential first-in-class recombinant Fc multimer protein M230/CSL730 in development to control inflammation associated with autoimmune diseases. Preclinical studies in animal

## Research and Development Investment




models of autoimmune disease have shown that CSL730 matched potency and efficacy of intravenous immunoglobulin at significantly lower doses. CSL730 offers CSL the potential to further grow and expand our long-term global leadership in helping patients with autoimmune diseases that are treated with immunoglobulins.

### TRANSPLANT

Solid organ transplantation is a complex procedure as the organ to be transplanted may become damaged due to the interruption and restoration of blood supply to the organ. In addition, graft rejection can occur after transplantation when the patient's immune system recognises the transplanted organ as 'foreign' and attacks it, resulting in potentially debilitating and life-threatening complications.

Antibody-mediated rejection (AMR) is a major cause of kidney transplant failure and is often associated with the activation of complement, a set of proteins that work with antibodies and play a role in the development of inflammation and tissue damage. C1-esterase inhibitor (C1-INH) present in human plasma regulates the complement pathway. Administering additional C1-esterase inhibitor to patients after solid organ transplantation is expected to reduce the action of the complement system, therefore reducing the likelihood of the transplanted organ being rejected. CSL's plasma-derived C1-INH, registered as BERINERT, has been used clinically for over 30 years, and has an excellent safety record in both acute and chronic prophylactic therapies for HAE. In October 2017, we received orphan designation in Europe for the use of human C1-INH in solid organ transplantation to control rejection. In November 2017, CSL initiated a Phase III trial to evaluate the efficacy and safety of plasma-derived C1-INH (CSL842) in the treatment of refractory AMR in renal allograft recipients.

In December 2017, CSL and Vitaeris announced a strategic partnership to expedite the development of clazakizumab (an anti-IL-6 mAb, formerly ALD518) as a therapeutic option for solid organ transplant rejection. Clazakizumab is a best-in-class IL-6 antagonist that has been studied in clinical trials involving over one thousand patients worldwide. IL-6-driven chronic inflammation has been implicated in the development of AMR, and a clinical

study to further evaluate the role of IL-6 blockade as a means to preserve renal function and prevent renal allograft loss from AMR is anticipated to start later in 2018. Our expertise in immunology, our pipeline and strategic partnerships are full of promise to address unmet needs in the transplant community.

## VACCINES

Our Seqirus R&D team continued to advance the pipeline during the period, which is critical to future growth. Key clinical trials are underway to support the registration of FLUAD QUADRIVALENT in the older adult population and to expand the age indication of FLUCELVAX QUADRIVALENT down to six months. We also have a number of research and development programs in place to further optimise our adjuvant and cell-based technologies. Seqirus also has early stage collaborations that are exploring other transformational approaches including universal projects, synthetic technology and new delivery devices.

Investment in R&D remains a key driver for CSL's future growth. We have a high quality and potentially valuable portfolio of projects in various stages of development. We continue to make a balanced investment in the life cycle management and market development of existing products that bring short to mid-term commercial benefits, and we make strategic investments in longer term, higher risk and high opportunity new product development activities. In 2017/18, CSL invested US$702 million on R&D and was supported by an R&D workforce of approximately 1,700 scientists worldwide.

## CORPORATE RESPONSIBILITY

In August 2017, Hurricane Harvey, a Category 4 storm, struck the east coast of the US causing an estimated US$125 billion in damages. With operations and employees in affected areas, such as Greater Houston, Texas, CSL committed US$150,000 in support of relief efforts and matched in full a further US$25,195 raised by employees. A total of US$200,391 was donated to United Way of Greater Houston to support families and individuals affected by the second costliest hurricane to hit the US.

Over the reporting period, CSL remained a FTSE4Good index constituent and became a constituent of the Dow Jones Sustainability Index Asia Pacific. These global indices recognise strong environmental, social and governance (ESG) performance that assists investors with investment decisions.

In November 2017, CSL published its ninth Corporate Responsibility (CR) Report, detailing our performance across key sustainability topics. Our latest report adopted the Global Reporting Initiative's (GRI) G4 reporting framework, the leading global framework for sustainability reporting. A full version of the report, including detailed disclosure of our material sustainability topics, is available at CSL.com.

Also in 2017, following participation in the CDP (formerly the Carbon Disclosure Project), CSL achieved a B for its submission to CDP water and a C for its climate impacts submission. CDP is a not-for-profit organisation that runs a global disclosure system enabling companies, cities, states and regions to measure and manage their environmental impacts, while providing investors with the most comprehensive environmental data for informed decision making. CSL is one of few Australian companies that has supported CDP water with annual submissions since its inception in 2012. Our participation in both initiatives demonstrates a continued commitment to measuring and assessing our environmental impacts.

## OUR PEOPLE

CSL is passionate about keeping its promises – to patients, communities and employees. CSL employees are committed to saving lives and protecting the health of people around the world every day. In return, we are committed to creating a workplace environment where employees can fulfill their individual career aspirations and potential and are inspired by a purpose-driven organisation with a values-based culture. CSL works to foster a collaborative and innovative workplace where the best and brightest can succeed and where individual's professional and personal lives are respected.

A key underpinning of our Promising Futures employee brand is the investment we make in the growth, learning and development of our people. Over the past year, CSL introduced global leadership capabilities to provide guidance around the capabilities expected at every stage of a leader's career from first line manager to executive. We also introduced training programs for our people managers that allow them to develop their skills through both instructor-led and virtual learning experiences on a range of topics, including building effective teams, coaching, managing change, and delivering effective feedback. Leaders were also invited to leadership days at locations around the world as an opportunity to continually enhance their personal leadership skills. The program included management discussions, external thought leaders, networking opportunities, and development resources. We also pay special attention to our talent by requiring managers to create development plans and provide career coaching to enhance their overall career experience. All employees are also encouraged to complete an online career profile to share their career experiences and future interests as a way of further supporting meaningful development conversations with their manager.

To help ensure we are living up to our commitment to employees, we conduct an employee feedback survey twice a year to solicit feedback on everything from

## CSL Values

**Patient Focus**
We deliver on our promise to patients.

**Innovation**
We turn innovative thinking into solutions.

**Integrity**
We walk the talk.

**Collaboration**
We are stronger together.

**Superior Performance**
We take pride in our results

decision-making and development to whether or not we are living the CSL values. In the most recent survey conducted in April/May 2018, CSL employee engagement index is three points above global IBM norms. Our employees report being very proud to work for the company and they believe that there is a promising future for them at CSL.

We are proud of the external recognition that our talented people and innovative workplace and programs have earned.

Recognition of note includes being named one of the world's Top 50 employers by Forbes and one of Australia's top 20 most innovative companies. Kankakee, in the US, was the proud recipient of the Pinnacle Award from United Way for their community fundraising efforts. We also received the Patient Impact Award from Life Sciences Pennsylvania for developing HAEGARDA and Healthcare Innovator of the Year by the *Philadelphia Business Journal*. In addition, East Coles Australia recognised CSL with a 2017 Best Investor Relations Award (out of the S&P/ASX100) and the Global Equity Organization awarded CSL with the "2018 Best Plan Effectiveness" award.

CSL continues to have gender, ethnic and generational diversity in our workforce. Further information regarding CSL's diversity position can be found at CSL.com.

**OUR THANKS**

It has been a full and rewarding year driven by the commitment of our employees. Your Board of Directors recognises the continued focus of our expanding workforce on delivering against our strategic objectives and in their dedication to applying our Group Values as the guide for achieving sustainable growth.

**John Shine AC**
Chairman

**Paul Perreault**
Chief Executive Officer
and Managing Director

# CSL Behring

PROFILE

CSL Behring has been at the forefront of biotherapeutics research and development for more than 100 years. Our roots are traced to Emil von Behring, the first Nobel Prize recipient in physiology and medicine. CSL Behring and the collective group of CSL businesses have a heritage of outstanding contributions to medicine and human health.

Throughout the years our passion and commitment to delivering on our promise to save and improve the lives of people with rare and serious diseases has remained strong. We are proud of our history, and we're excited about the future.

Our ability to innovate and deliver lifesaving products for patients with unmet medical needs around the world continues to grow in response to the demand for our products.

Today, we are one of the largest and fastest-growing protein biotherapeutics businesses in the world, delivering medicines to patients in more than 60 countries. We offer the broadest range of quality plasma derived and recombinant therapies in the protein biotherapeutics industry, and have substantial markets in North America, Europe, Asia, Latin America and Australia.

Our products are used around the world to treat the following conditions:

- immunodeficiency and autoimmune diseases;
- hereditary bleeding disorders;
- hereditary angioedema;
- alpha-1 antitrypsin deficiency;
- neurological disorders;
- transplantation; and
- critical care.

**WE ARE PATIENT-FOCUSED**

Our patients are our focus. The people who trust and rely on our products come first in everything we do. We are keenly aware that our therapies are essential to their health and well-being, and we bring that sense of purpose to work every day. We are passionate about meeting the needs of our customers, which begins with listening to them and their healthcare providers.

We work with patient groups, plasma donors, researchers, physicians, nurses, pharmacists and home healthcare companies to achieve better results. This includes promoting quality care, improving patient access to care, expanding educational and outreach efforts, and affecting public healthcare policy.

**RECOGNISED AND RESPECTED BY PATIENT, INDUSTRY AND BUSINESS ORGANISATIONS WORLDWIDE**

We strive to be the best at what we do, and we are proud that our pioneering work in developing therapies to treat rare and serious conditions has received recognition from patient organisations and others worldwide. This includes:

- being listed among the Top 50 employers in the world by *Forbes* magazine;
- Paul Perreault, CEO & Managing Director, receives 2018 Humanitarian of the Year Award from the Hemophilia Association of New Jersey, USA;
- the 2017 Industry Innovation Award presented by the National Organization for Rare Disorders (NORD);
- the 2017 Journal Progress Award for Innovation in Manufacturing
- the 2017 Healthcare Innovator of the Year Award presented by the *Philadelphia Business Journal*;
- the 2016 Innovator Break-Through Award presented by Marcum and *SmartCEO* magazine;
- the National Hemophilia Foundation's 2015 Leadership Award, and
- Best Places to Work awards in Switzerland, Germany and Italy in 2015.

The thousands of talented employees at CSL Behring who share our vision, values and passion for saving lives are the engine that drives our superior performance.

# Major Therapeutic Products Marketed by CSL Behring

### BROADEST RANGE OF THERAPIES TO TREAT RARE DISEASES

CSL Behring is a global leader in immunoglobulins (Ig). Our portfolio of innovative medicines includes a wide range of recombinant and plasma-derived products for treating bleeding disorders, and our specialty products treat hereditary angioedema and inherited respiratory disease.

CSL Behring also manufactures critical care products that are used in cardiac surgery and organ transplantation, and to treat trauma, shock, burns and acquired bleeding. They are also used to reverse the effects of warfarin and to prevent haemolytic disease in newborns.

### WORLD-CLASS R&D: UNLOCKING THE PROMISE OF PROTEINS

Innovation has been in our DNA since 1916 and continues at the core of everything we do today. Our integrated R&D global organisation is driven by an experienced team of research experts who work collaboratively at worldwide locations. They continually explore new innovations to unlock the promise of biotherapies. Their contributions to medicine and human health have been possible because we continually grow our investment in R&D.

## HAEMATOLOGY

RECOMBINANT THERAPIES

*Factor VIII Single Chain*

- AFSTYLA®

*Recombinant Factor IX Albumin Fusion Protein*

- IDELVION®

*Factor VIII*

- Helixate® FS
- Helixate® NexGen
- Iblias®

PLASMA-DERIVED THERAPIES

*Factor VIII and von Willebrand Factor*

- Beriate®
- Monoclate P®
- Humate P®
- Haemate P®
- Voncento®
- Biostate®
- Aleviate®

*Factor IX*

- Berinin® P
- Mononine®
- MonoFIX®–VF

*Factor I (Fibrinogen)*

- Haemocomplettan® P / RiaSTAP®

*Factor X*

- Factor X P Behring®

*Plasma-derived Factor XIII*

- Corifact® / Fibrogammin® P / Cluvot®

*Other Products*

- Stimate®
- Octostim*

## SPECIALTY CARE

*C1-Esterase Inhibitor*

- Berinert®
- Haegarda®

*Prothrombin Complex Concentrates*

- Beriplex® P/N / Confidex® / Kcentra®
- Prothrombinex® – VF

*Fibrinogen Concentrate*

- Haemocomplettan® P

*Albumin Management*

- Albuminar®
- Alburex® / AlbuRx®
- Albumex®
- Human Albumin Behring
- Humanalbin®

*Plasma-derived Antithrombin III Concentrate*

- Kybernin® P
- Thrombotrol® – VF

*Other Products*

Wound-healing therapies are used to facilitate healing.

- Beriplast® P Combi-Set
- Fibrogammin® P
- Tachocomb**

## PULMONOLOGY

- Respreeza® / Zemaira®

## IMMUNODEFICIENCY DISEASES

*Intravenous Immunoglobulins*

- Privigen®
- Carimune® NF
- Sandoglobulin® / Sanglopor®
- Intragam®10
- Intragam®P

*Subcutaneous Immunoglobulins*

- Evogam®
- Hizentra®

*Specific Immunoglobulin*

- Beriglobin® P / Normal Immunoglobulin–VF
- Berirab® P
- Hepatitis B Immunoglobulin P Behring® / Hepatitus B Immunoglobulin – VF
- Rhophylac® / Rh(D) Immunoglobulin – VF
- Tetagam® P / Tetanus Immunoglobulin – VF
- Varicellon® P / Zoster Immunoglobulin – VF
- Cytogam® / CMV Immunoglobulin – VF

## TOLL FRACTIONATION

CSL Behring performs plasma fractionation for Australia, Canada, Denmark, Hong Kong, Malaysia, New Zealand, Singapore and Taiwan

* *Octostim is a trademark of Ferring GmbH*
** *Tachocomb is a trademark of Nycomed*

*Product availability varies from country to country, depending on registration status.*

***For more information about these products, see CSLBehring.com***

# CSL Behring Meeting Growing Need for Novel Therapies in Russia

Russia has a population of more than 144 million people, so its potential market is substantial. There is also a tremendous unmet medical need in the rare disease community, reflected in part by the wide gap between the approximately 2,000 von Willebrand disease (VWD) patients in Russia's patient registry and the statistical prevalence rate of patients with severe VWD, or approximately 15,000 patients.

The consumption of immunoglobulins, which is 10 to 15 times lower per capita in Russia than in the US and some European countries, is another indicator of unmet need. It is explained by several factors including poor diagnostics, lack of medical application knowledge by health care providers (HCPs), diminished access to care caused by a restricted supply of plasma from local sources, and pricing barriers for imported products.

CSL Behring has been working to make a difference, collaborating with the Russian Federation, HCPs, patient groups and the scientific community to provide many more patients with its innovative therapies. Since opening its first office in Russia in 2015, the CSL Behring regional team has almost doubled to help meet the growing demand. This has enabled the field force to cover more territories, reach more HCPs in the far regions and increase sales. For example, sales of HAEMATE®, human plasma coagulation factor, in Russia grew significantly in the past year.

CSL Behring's licensed portfolio also continued to grow in 2017 with the launch of two therapies – RHESOGAM®, intravenous Rh-d immune globulin, and COAPLEX®, human prothrombin complex, increasing the number of commercialised brands in Russia to eight. Currently, CSL Behring is working to file dossiers for our recombinant products for haemophilia as well as HIZENTRA®, subcutaneous immunoglobulin, for primary immune deficiency and chronic inflammatory demyelinating polyneuropathy.

During the past decade the development of the Russian pharmaceutical industry has become a priority because of the poor quality of many of the industry's products. This includes plasma-derived therapies, which the government considers a national security issue. The Russian Ministry of Industry and Trade's Pharma 2020 strategy seeks to modernise the industry with the goal of producing nearly 90% of its own essential medicines in Russia by 2020.

CSL Behring's response to this challenge has been to forge lasting partnerships that will offer meaningful solutions and support patients with rare and serious conditions. This includes exploring opportunities to partner with the Russian Government and contribute to the development of the Russian pharmaceutical industry.

While CSL Behring's entry in the Russian market has not been without challenges, including a competitive environment and stringent state procurement regulations, we will continue to deliver on our promise to make our novel therapies available to patients around the world, including in Russia.

## Cheryl Blackwell-Johnson finds strength in her family's unique bond

Cheryl Blackwell-Johnson was diagnosed with hereditary angioedema (HAE) at the age of 15. HAE is a rare disease that can cause swelling in certain parts of the body, such as the stomach, hands and face. The swelling can be painful and, in some cases, life-threatening. It's also genetic, meaning it runs in families. Cheryl, who lives in Baltimore, US, has 15 family members with HAE and credits them with helping her manage the condition.

"We stay in touch with each other to ensure everyone is doing what they're supposed to do," Cheryl said.

Her husband, Michael, also plays a pivotal role in Cheryl's care. For nearly 30 years, he's shuttled her back and forth to emergency rooms, attended full-day doctor's appointments and once spent three days in the critical care unit of a hospital while Cheryl struggled through a serious HAE attack.

"Didn't go to work, didn't go anywhere until they moved her to another room," he recalled. "As long as she needs that support, I'm always going to be there for her."

# Delivering on Our Promise to CIDP Patients

Achieving Our Vision in 2018: CSL Behring is the world-renowned leader in Ig therapy, delivering innovations that enhance patients' lives.


We care deeply about the patients we serve. Driven by our innovation, CSL Behring's immunology team successfully delivered global launches, showcased the largest chronic inflammatory demyelinating polyneuropathy (CIDP) trial to date, and expanded the use of existing products in 2018.

Our formula for commercial success is simple: quality science, creative vision, meticulous launch planning and a robust base of scientific evidence. We delivered exceptional performance for patients, physicians and communities across the globe in 2017/18. Because of our lengthy history and experience with rare and serious diseases, we understand better than most the tremendous promise of biotechnology, and we are working tirelessly to unlock its potential.

Our three-pronged strategy for building a solid neurology offering entailed building on the momentum and the proven successes of CSL Behring's history in primary immunodeficiency (PI) and intravenous immunoglobulin (IVIg), using PRIVIGEN®, intravenous immunoglobulin, approval for CIDP to lay the foundation, and then expanding the portfolio with Hizentra.

Our teams first launched PRIVIGEN for the treatment of CIDP in Europe in 2013 and in the US in 2017. As a follow-up to PRIVIGEN, the team introduced HIZENTRA®, subcutaneous immunoglobulin, to complement the portfolio and deliver a much-needed option for CIDP patients.

HIZENTRA is the first and only subcutaneous immunoglobulin for maintenance therapy to treat CIDP.

The European Commission (EC) granted marketing authorisation for HIZENTRA in CIDP in March 2018. The US approval and launch followed closely and to date, is approved in over 30 countries to treat CIDP.

These approvals were based on data from the Phase III PATH (Polyneuropathy And Treatment with Hizentra) study, which is the largest randomised controlled clinical study in CIDP patients. Combined with the PATH extension study, the PATH program is also the longest CIDP research period to date.

Results from the PATH study demonstrated that after switching from IVIg, the percentage of CIDP relapse or withdrawal for any other reason during subcutaneous Ig treatment was significantly lower with Hizentra versus placebo. PATH results also showed that three times as many patients preferred subcutaneous treatment over intravenous treatment.

CSL had a strong commercial and scientific presence at four major neurology congresses throughout 2018. In addition to symposia and poster presentations, CSL Behring teams designed a simulation that allowed visitors to walk in the shoes of a CIDP patient. We partnered with the GBS/CIDP foundation and created an awareness program, which raised over US$50,000 in support of CIDP patients.

According to Lisa Butler, Executive Director of GBS/CIDP Foundation International, the impact on patients is clear. "Patients who were once burdened by travelling to the infusion centre or hospital may now have the flexibility to self-administer their treatment at a time, place and on a schedule that's convenient for them," said Butler.

"Hizentra will offer clinicians a safe and effective subcutaneous therapy option for patients with CIDP," said Prof. Dr. Ivo N. van Schaik, principal investigator and professor of neurology at the University of Amsterdam's faculty of Medicine (AMC-UvA). "It will also allow clinicians the flexibility to adjust doses based on their patient's clinical response and needs."

CIDP is a rare autoimmune disorder that affects the peripheral nerves and may cause permanent nerve damage. The myelin sheath, or the protective covering of the nerves, is damaged, which may result in numbness or tingling, muscle weakness, fatigue and other symptoms over a period longer than eight weeks.

The effects of CIDP can worsen over time, leading to significant activity limitations and a decreased quality of life. Approximately 30% of CIDP patients will progress to wheelchair dependence if not treated. Until now, the only immunoglobulin therapy to treat CIDP was intravenously administered, by infusion.

## Listen to your body

Beth Thirtyacre is a nurse at the Ohio State University Wexner Medical Center in Columbus, Ohio, US. She works with patients with neurological disorders such as CIDP, Guillain-Barré syndrome (GBS) and multiple sclerosis, and she understands first-hand the challenges her patients face because she has walked in their shoes.

"I was 25 and in nursing school when I was diagnosed with GBS," Beth said. "At first I thought I was overworked and not getting enough rest, so I ignored my symptoms for several months before I saw my doctor. She recognised that I had some neurological deficits and referred me to a neurologist."

The neurologist initially diagnosed Beth with GBS and recommended a wait-and-see course of action, particularly since she was feeling better and her symptoms were starting to subside. One year later, Beth relapsed. "It was really scary. I couldn't open water bottles or carry a basket of laundry."

Following various diagnostic tests, including a lumbar puncture, Beth's diagnosis was changed to CIDP, a chronic condition that grows progressively worse. CIDP attacks the central nervous system and can lead to life in a wheelchair if not treated appropriately.

Beth considers herself fortunate to have been diagnosed with CIDP early on and she urges people to "listen to what your body is trying to tell you. Do what's right for your body." She said it was especially difficult for her to visualise what her life was going to be like after being diagnosed with CIDP. "I learned that I needed to grieve the loss of normalcy in my life and not worry about looking silly or people judging me."

"Coping with a chronic condition is difficult for me and my family," she said. "My husband is very supportive and helps remind me to consider my health when making decisions. A strong support system of family and friends as well as my faith in God, have helped me advocate for myself and live with CIDP."

Beth was initially treated with intravenous immunoglobulin (IVIg) and started getting strength back in her fingers. But her infusions took several hours. She elected to take part in a clinical trial for HIZENTRA®, which is self-administered subcutaneously and was subsequently approved by the US Food & Drug Administration for the treatment of CIDP. Beth has been treated with HIZENTRA since 2015.

"It gave me back a lot of control in my life. I treat myself at home at my convenience. Sometimes I work three 12-hour shifts and even pick up additional hours. Without early diagnosis and appropriate treatment, I wouldn't be capable of maintaining my career."

# CSL Plasma

Since beginning its program of expansion in 2011, CSL Plasma, a division of CSL Behring, has grown to become one of the largest plasma collection networks in the world, providing human plasma to CSL Behring for the manufacture and distribution of plasma protein biotherapeutics. Its expanded laboratory and logistics operations have increased CSL Plasma's testing and storage capacity to meet the growing need for plasma-derived therapies.

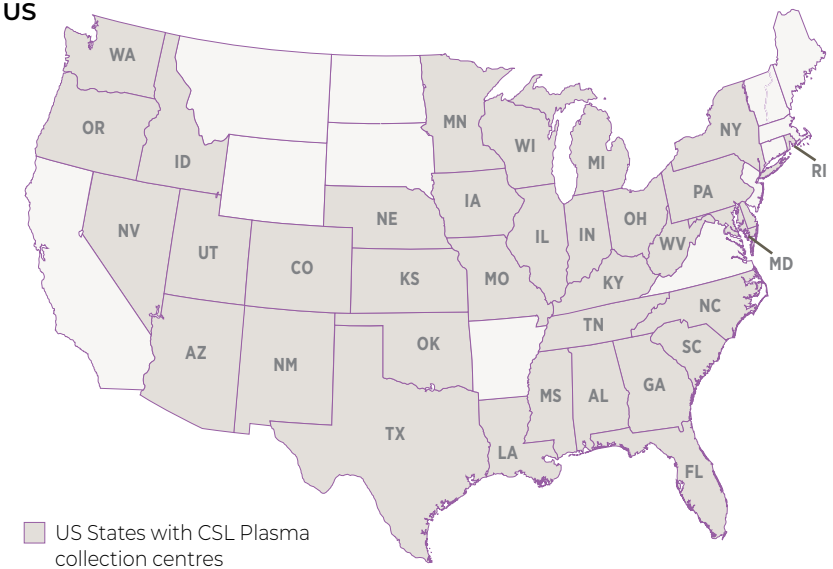
CSL Plasma has over 200 collection centres globally (US, Germany, and Hungary) with plasma testing laboratories and logistics centres in the US and Germany.

The Global and US headquarters of CSL Plasma is located in Boca Raton, Florida, with the European (EU) headquarters located in Marburg, Germany. Within the US and Germany, logistics centres are located in Indianapolis, Indiana (US), Mesquite, Texas (US) and Schwalmstadt, Germany, while the plasma testing laboratories are located in Knoxville, Tennessee (US) and Goettingen, Germany.

In a highly regulated industry, CSL Behring and CSL Plasma use the most sophisticated systems and continue to explore avenues of innovation.

For our donors, CSL Plasma has developed the most efficient processes and systems that focus on donor and plasma safety, along with donor satisfaction.

**US**




US States with CSL Plasma collection centres

**GERMANY**

German cities with CSL Plasma collection centres


**HUNGARY**

Hungarian cities with CSL Plasma collection centres


US HEADQUARTERS
**Boca Raton, Florida**

US TESTING LABORATORY
**Knoxville, Tennessee**

US LOGISTICS CENTRES
**Indianapolis, Indiana**
**Mesquite, Texas**

EU HEADQUARTERS
**Marburg, Germany**

EU TESTING LABORATORY
**Goettingen, Germany**

EU LOGISTICS CENTRE
**Schwalmstadt, Germany**

*Left to right: Kansas City CSL Plasma employees Bruce Nevils, Kimberly Mangold and Cristina Ceniceros display just some of the items that were collected by Kansas City, Missouri, employees and donors to support Hurricane Harvey relief efforts.*

## In times of crisis, CSL Plasma employees step up to help and give unselfishly

Hurricane Harvey was a Category 4 storm that hit Texas, US, on 25 August, 2017. According to the US National Hurricane Center, it caused US$125 billion in damage and affected 13 million people in multiple states, but none was hit harder than the state of Texas.

CSL Plasma has multiple locations in Texas with many being in the path of the hurricane. Along with hundreds of local community members, our employees and donors, who lived in the particularly devastated areas of Houston and Port Arthur, relocated to local shelters or resided with family and friends to shield themselves from the devastating storms.

With many people experiencing significant personal loss due to inundating floods, CSL Plasma set up multiple giving campaigns to help impacted communities. The Adopt-a-Family Campaign enabled employees to donate urgent supplies for their peers and families. CSL Plasma also sent donation boxes to all US-located plasma centres, logistic centres, and corporate offices. Boxes full of non-perishable food items, clothing, nappies, toiletries and cleaning supplies were shipped to emergency intake facilities.

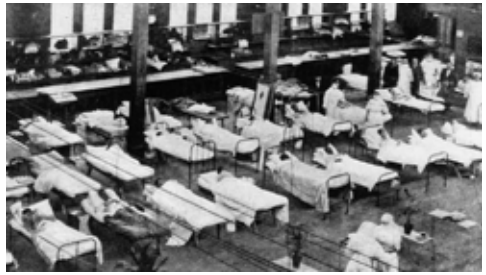
In addition to providing essential daily products, CSL Plasma employees and peers from other sites donated funds via local payroll deduction facilities or other workplace fundraising campaigns, raising US$25,195.86 which was matched in full by CSL. Together with CSL's corporate donation of US$150,000 to the Greater Houston United Way, a total of US$200,391.72 was raised in support of hurricane relief efforts.

# Seqirus

PROFILE

## The 1918 Influenza Pandemic: 100 Years On

2018 marks the centenary of the 1918 influenza pandemic – a devastating, global public health tragedy that killed an estimated 50 million people worldwide. We reflect on CSL's role in the pandemic, the leading contributions it has made to the global influenza system since, and the critical work it is now undertaking through Seqirus to help protect the world from the catastrophic impact of future influenza pandemics.



Towards the end of World War I, a deadly form of influenza began to spread around the world and threatened Australian shores. The newly formed Commonwealth Serum Laboratories (CSL) swung into action, producing three million doses of a mixed bacterial vaccine to help protect the nation. The pandemic took the lives of 12,000 Australians, but the death toll could have been far worse. The experience left an indelible mark on CSL and the company has been on the front line of influenza protection ever since.

During the 1930s, influenza was found to be caused by a virus, and with World War II looming, the race began to develop a new vaccine. In 1942, CSL produced one million doses of the new virus vaccine using an egg-based method pioneered by the Australian virologist, Macfarlane Burnet. Seasonal production began thereafter, and in 1952, CSL was asked to assist the World Health Organization (WHO) with global surveillance of the ever-changing virus.

Regular production of influenza vaccine meant that CSL was in a constant state of pandemic readiness for Australia. This capability was tested with great effect during the Asian Flu Pandemic in 1957 and the Hong Kong Flu Pandemic in 1968/69. In 1973, CSL scientists began adapting influenza strains so they would grow better in eggs, boosting speed of production. In the early 1990s, our expertise was recognised as a WHO influenza collaborating centre.

In the mid-2000s, CSL expanded into Northern Hemisphere markets, with increased seasonal production further supporting pandemic vaccine capacity and our ability to support governments with preparedness plans. Around this time, the H5N1 virus – or 'Bird Flu' – emerged as a threat and CSL worked with countries to make vaccine stockpiles. It was in fact an H1N1 virus that caused the next pandemic, which was declared in 2009. Nonetheless, CSL was one of the first in the world to develop and roll-out a pandemic vaccine to global markets.

In 2015, CSL created Seqirus to continue its important work in seasonal influenza and pandemic response. Seqirus combines the influenza heritage and expertise of CSL with the innovative technologies and production facilities developed by Novartis. As a result, Seqirus is one of largest influenza vaccine companies in the world and a global leader in pandemic preparedness and response.

Seqirus has three state-of-the-art manufacturing facilities on three different continents, together with a global fill and finish network located close to our end markets. Our facility in the US, built in a partnership with the US Government, is particularly unique as it utilises cell-based technology for influenza vaccine production which has the potential for the rapid ramp up of pandemic vaccine production.

Each Seqirus facility provides pandemic preparedness to their host countries as well as other countries in their respective regions through reservation of capacity as well as stockpiling vaccine for those who would respond first in the event of a pandemic, such as healthcare workers. We have also incorporated a proprietary adjuvant, MF59, to our pandemic vaccines

produced in the US and the UK, which can help boost immune response as well as production output due to its dose-sparing benefits.

While there have been significant advances in the global influenza system since the 1918 Pandemic, our interconnected world and population growth makes pandemic preparedness today just as critical, if not more so. Influenza vaccine plays a central role in pandemic response but the fact remains that if an influenza pandemic was declared today, demand for pandemic vaccine would vastly outstrip supply.

So what's needed? All countries should have robust pandemic preparedness plans in place that incorporate vaccines as well as other pandemic countermeasures. WHO is working to strengthen preparedness in low and middle income countries through the Pandemic Influenza Preparedness (PIP) Framework and Seqirus has committed 10% of our real-time production capacity to support this in the event of a pandemic.

While cell-based production and the use of adjuvants represent a significant step forwards in the production of influenza vaccine, we need to continue to invest in new technologies that offer faster and broader responses. Seqirus continues to optimise these technologies while also working on other early stage opportunities such as synthetic seeds, novel antigens, innovative delivery devices and a universal vaccine.

Finally, one of the most powerful ways to build pandemic preparedness is to increase seasonal influenza vaccination around the world. Too many countries today continue to have either very poor seasonal influenza vaccine uptake or no programs at all. Increasing seasonal demand builds supply chains and throughput that can be quickly switched to pandemic production. It also builds vital in-country infrastructure as well as knowledge and skills that are needed for effective pandemic response.

Standing on the front line in the fight against influenza, Seqirus is committed to working with governments and public health partners to strengthen pandemic preparedness and response and protect the world from the potentially catastrophic impact of another pandemic.

# Major Vaccines, Pharmaceutical and Diagnostic Products Marketed by Seqirus

## SEASONAL INFLUENZA PRODUCTS

Seqirus markets a comprehensive portfolio of influenza products in various countries around the world:

| | |
|---|---|
| *Afluria®* ^ | Trivalent influenza vaccine |
| *Afluria® Quadrivalent* + | Quadrivalent influenza vaccine |
| *Aggripal®* # | Trivalent influenza vaccine, egg-based |
| *Fluvirin®* | Trivalent influenza vaccine, egg-based |
| *Fluad®* ~ | Adjuvanted trivalent influenza vaccine, egg-based |
| *Flucelvax® Quadrivalent* | Quadrivalent influenza vaccine, cell-based |
| *Rapivab®* | Intravenous influenza antiviral |

^ *Also marketed as Enzira™, Fluvax™ and Nilgrip™ in various different markets*

\+ *Also marketed as Afluria® Quad, Afluria® Tetra*

\# *Also marketed as Begripal™, Fluazur™, Sandovac™, Agriflu™, Chiroflu™*

~ *Also marketed as Chiromas™, and Fluad Pediatric™*

## PRE-PANDEMIC INFLUENZA VACCINES

| | |
|---|---|
| *Foclivia®* | H5N1 influenza vaccine, egg-based |
| *Aflunov®* | H5N1 influenza vaccine, egg-based |

## PANDEMIC VACCINES

| | |
|---|---|
| *Panvax® & Panvax® Junior* | H1N1 influenza vaccine, egg-based |
| *Panvax® & Panvax® Junior* | H5N1 adjuvanted influenza vaccine, egg-based |
| *Celtura®* | H1N1 influenza vaccine, cell-based |

## VACCINES & PHARMACEUTICALS

Seqirus also markets a broad range of vaccines and pharmaceuticals in both Australia and New Zealand:

| **Vaccines** | **Prevention of:** |
|---|---|
| *ADT™ Booster* | Diphtheria and Tetanus |
| *Dukoral™** | Cholera |
| *Gardasil™** | Cervical cancer and genital warts |
| *Gardasil™* 9* | Cervical cancer and genital warts |
| *H-B-Vax™* II* | Hepatitis B infection |
| *Jespect™** | Japanese encephalitis |
| *M-M-R™*II* | Measles, mumps and rubella |
| *Pneumovax™* 23* | Pneumococcal infection |
| *ProQuad™** | Measles, mumps, rubella and varicella |
| *RotaTeq™** | Rotavirus-induced gastroenteritis |
| *Vaqta™** | Hepatitis A infection |
| *Varivax™** | Varicella |
| *Vivotif™ Oral** | Typhoid infection |
| *Zostavax™** | Shingles and post herpetic neuralgia |

| **Pharmaceuticals** | **For the treatment of:** |
|---|---|
| *Acarizax™** | Allergic rhinitis and allergic asthma |
| *BenPen™* | Bacterial infections |
| *Caldolor™** | Pain and fever |
| *Grazax™** | Grass pollen allergy |
| *Nervoderm™** | Post herpetic neuralgia |
| *Palexia™** | Moderate to severe chronic pain |
| *Tramal™** | Moderate to severe pain |
| *Versatis™** | Post herpetic neuralgia |
| *Tetrabenazine™** | Movement disorders |

Additional products are also marketed in New Zealand only, details of which can be found at Seqirus.co.nz.

## PRODUCTS OF NATIONAL SIGNIFICANCE

Seqirus manufactures and distributes a range of uniquely Australian products in the national interest under contract with the Commonwealth Department of Health.

### Antivenoms

For treatment of envenomation from land snakes:

- *Black snake antivenom*
- *Brown snake antivenom*
- *Death adder antivenom*
- *Taipan antivenom*
- *Tiger snake antivenom*
- *Polyvalent antivenom*

For the treatment of envenomation from spiders:

- *Funnel web spider antivenom*
- *Red back spider antivenom*

For the treatment of envenomation from marine animals:

- *Box jellyfish antivenom*
- *Sea Snake antivenom*
- *Stone fish antivenom*

### Diagnostic product

- *Snake Venom Detection Products (used to detect venom in snakebite victims and indicate the appropriate monovalent antivenom for treatment)*

### Vaccines

- *Q-Vax® for the prevention of Q fever*
- *Q-Vax® Skin Test for the detection of Q fever antibodies*

## TRADEMARKS

® Registered trademark of CSL Limited or its affiliates.

* Trademarks of companies other than CSL and referred to on this page are property of their respective owners as listed below:

**ALK-Abelló A/S** – *Acarizax, Grazax*

**Cumberland Pharmaceuticals Inc.** – *Caldolor*

**Grunenthal GmbH** – *Tramal, Palexia, Versatis, Nervoderm*

**iNova Pharmaceuticals (Australia) Pty Ltd** – *Tetrabenazine*

**Merck & Co. Inc.** – *Gardasil, Gardasil 9, H-B-Vax II, M-M-R II, Pneumovax, ProQuad, RotaTeq, Vaqta, Varivax, Zostavax*

**PaxVax Vera GmbH** – *Vivotif Oral*

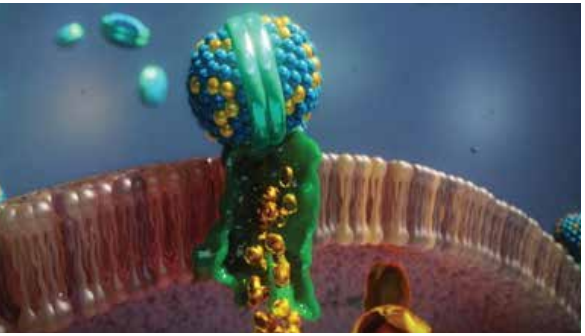
**Valneva Inc** – *Jespect, Dukoral*

**Sandoz** – *Sandovac*

# Research and Development

PROFILE

## Seeking to Reduce Early Recurrent Cardiovascular Events in Heart Attack Survivors



*Depiction of particles of CSL112, an investigational intravenous formulation of human apoA-I.*

Cardiovascular disease (CVD) is the leading cause of death globally, claiming 17.7 million lives or an estimated 31% of all deaths worldwide (World Health Organization CVDs - Fact Sheet. 2017). Heart attacks and strokes result in 80% of all CVD deaths. Nearly one in five survivors of acute myocardial infarction (MI), or heart attack, will experience a recurrent cardiovascular event (non-fatal MI, stroke, cardiovascular death) within one year of the initial event. The majority of these recurrent events happen within 90 days and are associated with a high rate of morbidity and mortality.

Early recurrent cardiovascular events are commonly caused by the rupture or erosion of cholesterol-rich plaque in the arteries resulting in the obstruction of blood flow. Cholesterol is known to be removed from the lipid-rich atherosclerotic plaque and transported to the liver for elimination from the body by the action of apolipoprotein A-I (apoA-I), the primary functional component of high-density lipoprotein (HDL). CSL112 is a novel formulation of apoA-I and may offer a new approach for rapidly stabilising atherosclerotic lesions through the rapid enhancement of cholesterol efflux capacity. It is derived from human plasma collected by our extensive plasma collection network and comprises apoA-1 reconstituted with phosphatidylcholine to form HDL particles suitable for infusion.

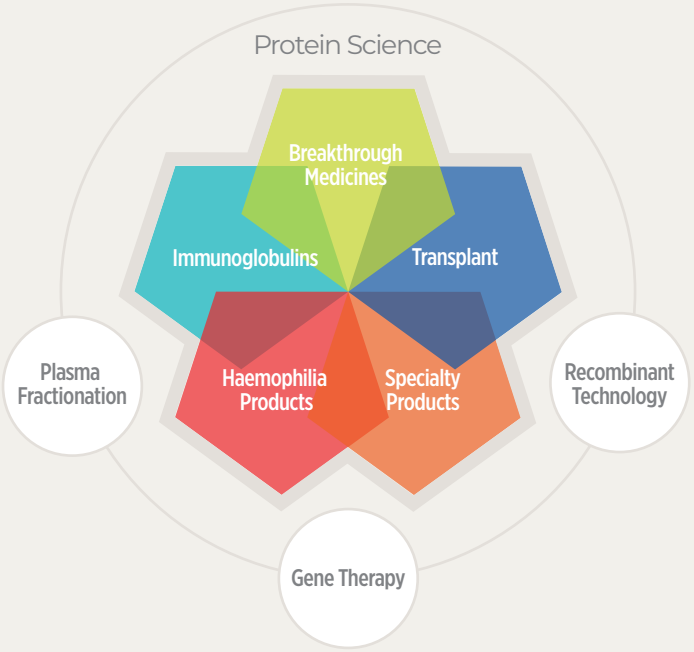
In March 2018, CSL announced the first patient enrollment in a Phase 3 clinical trial to evaluate the efficacy and safety of CSL112 in reducing the risk of major CV events in patients with acute coronary syndrome (ACS). Prior research has shown that CSL112 can produce an immediate and significant enhancement in cholesterol efflux capacity, a measurement of the body's ability to remove excess cholesterol from cells. CSL112 is the only apoA-I therapy to proceed to a large-scale Phase 3 cardiovascular clinical trial.

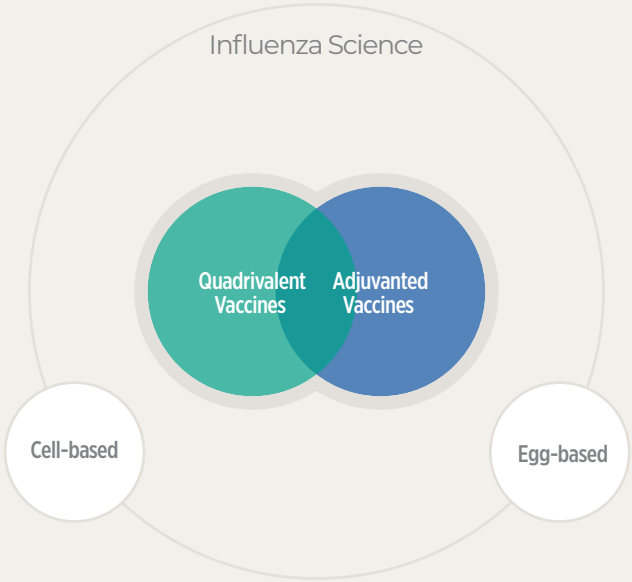
Results from the previous Phase 2b AEGIS-I study (**A**poA-I **E**vent reducin**G** in **I**schemic **S**yndromes I) demonstrated that primary safety endpoints were met as CSL112 did not cause significant changes in liver or kidney function and was well tolerated when administered to patients who had experienced a heart attack. The study also confirmed CSL112's mechanism of action, cholesterol efflux enhancement, as demonstrated by an immediate increase in cholesterol efflux capacity approximately four-fold compared to baseline. An additional Phase 2 trial demonstrated the renal safety of CSL112 in patients with moderate renal impairment who experienced a heart attack.

The AEGIS-II Phase 3 study represents an exciting and unique opportunity for CSL. The double-blind, randomised, placebo-controlled, parallel group study will enrol over 17,000 patients from approximately 1,000 sites in 40 countries around the world, making it the largest Phase 3 trial in CSL's history. The trial is the final research step to evaluate whether our novel apoA-I infusion therapy reduces cardiovascular events in high-risk patients during the critical 90 days following a heart attack. Patients will be randomised in a 1:1 ratio and will receive either CSL112 or placebo, administered through IV infusion once weekly for four consecutive weeks. The primary endpoint is the first occurrence of major adverse cardiovascular events (MACE) within 90 days from the time of randomisation. Patients will continue to be followed for one year.

The AEGIS-II trial is being conducted under the academic leadership of the PERFUSE Group at Beth Israel Deaconess Medical Center, the Duke Clinical Research Institute, and the Stanford Cardiovascular Institute and is expected to take around four years to complete. If successful, CSL112 will be a transformative growth driver for CSL and has the potential to address one of the world's most prevalent and devastating diseases.

# Research and Development Strategy




## Immunoglobulins

Plasma-derived products such as HIZENTRA® and PRIVIGEN® and novel recombinant Fc multimer proteins to treat autoimmune diseases.

**Direction:** Maintain leadership position through focussing on improved patient convenience, yield improvements, new indications, new formulation science and specialty immunoglobulins.

## Breakthrough Medicines

Innovative protein-based therapies including novel monoclonal antibodies such as anti-factor XIIa (CSL312), a novel plasma-derived apolipoprotein A-1 infusion therapy (CSL112) and a new stem cell gene therapy (CAL-H) for the treatment of sickle cell disease.

**Direction:** Leverage clinical and technical insight in developing novel protein- and gene-based therapies for significant unmet medical needs and multiple indications.

## Haemophilia Products

Plasma-derived products such as HAEMATE P® and VONCENTO® and recombinant coagulation factors such as IDELVION® and AFSTYLA®.

**Direction:** Support and enhance plasma products and develop a novel recombinant portfolio with a focus on scientific and product innovation and patient benefit.

## Specialty Products

Plasma-derived products for the treatment of hereditary angioedema (HAE) such as HAEGARDA® and for acquired and perioperative bleeding including KCENTRA®, BERIPLEX® and ZEMAIRA®.

**Direction:** Leverage our high quality, broad specialty plasma products portfolio through new markets, novel indications and new modes of administration.

## Transplant

Plasma derived products such as C1 Esterase Inhibitor (BERINERT®) and Alpha1 antitrypsin (ZEMAIRA®) and an anti-IL6 monoclonal antibody (clazakizumab) as a therapeutic option for solid organ transplant rejection.

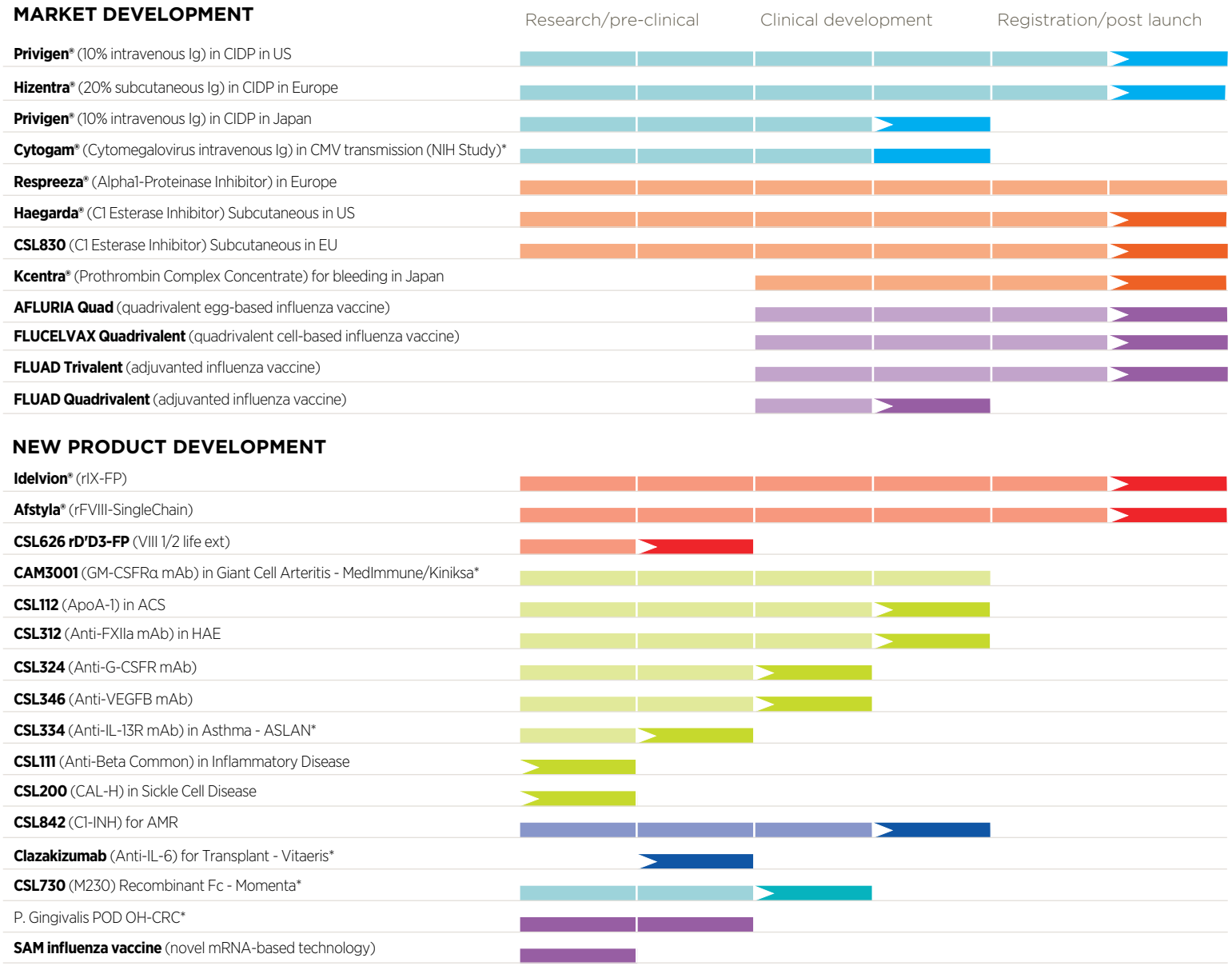
**Direction:** Develop CSL and other novel therapies with the potential to improve transplant outcomes.

## Vaccines

Quadrivalent egg or cell-culture derived influenza vaccines such as AFLURIA® and FLUCELVAX QUAD®.

**Direction:** Support improving the effectiveness of current influenza vaccines and manufacturing processes, while exploring early stage opportunities in novel formulations and alternate delivery technologies.

# Research and Development Pipeline




**CORE CAPABILITIES**

- Immunoglobulins
- Haemophilia/Coagulation
- Specialty Products
- Breakthrough Medicines
- Transplant
- Vaccines and Licensing
- Important advances in 2017-18

* Partnered projects

*CSL's R&D pipeline also includes Life Cycle Management projects which address regulatory post marketing commitments, pathogen safety, capacity expansions, yield improvements and new packages and sizes.*

# On the Front Line of Influenza Protection

One of the big challenges in influenza vaccine production is the requirement to make a new vaccine twice a year – once for the Northern Hemisphere (NH) winter and again for the Southern Hemisphere (SH) winter. This is needed because the influenza virus mutates as it infects humans and can vary between NH and SH seasons. The change in strain of virus can have quite a profound influence on the process of vaccine production. The Seqirus R&D group provides support to ensure the conditions are optimised for efficient manufacture of the vaccine. Seqirus' R&D activities also focus on improving the effectiveness of current influenza vaccines and manufacturing processes. The portfolio is divided into quadrivalent (four strain) vaccines made in either eggs or cell culture, and enhanced vaccines for elderly and children. At the same time, we continue to explore early stage opportunities in novel formulations and alternate delivery technologies.

## QUADRIVALENT INFLUENZA VACCINE

In the recent US influenza season (over the winter of 2017/18), the H3N2 virus was the predominant strain circulating in the US and an important cause of illness and deaths related to influenza infection. For the first time, a cell-derived candidate vaccine virus (CVV) was included in FLUCELVAX QUAD, our vaccine made in cell culture, for the H3N2 strain. A potential benefit of using a cell-derived CVV rather than the more traditional egg-derived approach is that it may be a better match to the virus circulating in the community in some seasons. Preliminary data from the US suggests that FLUCELVAX QUAD was in fact more effective than egg-derived vaccines last season, with further data expected to be available in the latter part of 2018. This is an exciting development and next NH season three of the four strains in FLUCELVAX QUAD will be derived from a cell-based CVV. The promise of FLUCELVAX is reflected in our regulatory submission activity to licence it around the world and in our ongoing trials to support the age expansion of FLUCELVAX QUAD down to six months of age. Furthermore, to meet expected volume demands, we successfully completed work on changes to the cell culture manufacturing process that will support efficiency and capacity improvements at the plant in Holly Spring, US.

Over the past year we have made good progress in further licencing AFLURIA QUAD, made in eggs at the Parkville site. It was approved in the US, Canada and Australia for children 5 to 17 years of age to add to the previous approvals for adults 18 years and older. The data underpinning these approvals demonstrated that the manufacturing changes implemented after investigation of the causes of the vaccine-induced fevers related to AFLURIA in 2010 have successfully resolved that issue. In addition, submission for approval in children six months to four years inclusive was made in the US and Australia, with approval expected later in 2018. Submissions to other countries have either been made or are under review to support our geographical expansion plans. Egg-based manufacture will continue to be important in years to come to ensure sufficient global supply of influenza vaccines is maintained while newer technologies continue to evolve.

## ENHANCED INFLUENZA VACCINE FOR THE ELDERLY AND CHILDREN

Demand for a more effective vaccine after the recent severe influenza seasons in both the NH and SH have resulted in strong demand for FLUAD for people at particular risk, specifically people 65 years of age and older and young children. This vaccine combines seasonal strains with MF59, our proprietary adjuvant (immune stimulant) to boost the normally weak immune response in these groups. Of note, the National Health Service in the UK recommended FLUAD as the preferred influenza vaccine for people 65 years and older next NH season, while in Australia FLUAD is one of two recommended vaccines in this age group for the 2018 season. Key clinical trials are underway to support the transition of FLUAD to a quadrivalent formulation for older adults and results from a pivotal study of FLUAD QUADRVALENT in the paediatric population were published in the prestigious journal *Lancet Respiratory Medicine*.

# Board of Directors

## John Shine AC

**Chairman**
BSc (Hons), PhD, DSc, FAA, FRCPA, FAHMS
Age 72
Pharmaceutical Industry and Medicine
(resident in New South Wales, Australia)
Independent: Yes

Professor John Shine AC was appointed to the CSL Board in June 2006 and became Chairman in October 2011. He is Professor of Molecular Biology and Professor of Medicine at the University of NSW, and a director of many scientific research and medical bodies throughout Australia. Professor Shine was Executive Director of the Garvan Institute of Medical Research from 1990 to 2012. He was also formerly President of the Museum of Applied Arts and Science (Powerhouse Museum and Sydney Observatory) and Chairman of the National Health and Medical Research Council and a Member of the Prime Minister's Science, Engineering and Innovation Council. Professor Shine was awarded the 2010 Prime Minister's Prize for Science and, in 2017, a Companion of the Order of Australia (AC).

*Professor Shine is Chairman of the Nomination Committee and Chairman of the Innovation and Development Committee.*

## Paul Perreault

**Chief Executive Officer and Managing Director**
BA (Psychology)
Age 61

Mr Paul Perreault was appointed to the CSL Board in February 2013 and was appointed as the Chief Executive Officer and Managing Director in July 2013. He joined a CSL predecessor company in 1997 and has held senior roles in sales, marketing and operations with his most recent prior position being President, CSL Behring. Mr Perreault has also worked in senior leadership roles with Wyeth, Centeon, Aventis Bioservices and Aventis Behring. He was previously Chairman of the Global Board for the Plasma Protein Therapeutics Association. Mr Perreault has had more than 30 years' experience in the global healthcare industry.

## David Anstice AO

BEc
Age 70
International Pharmaceutical Industry
(resident in Pennsylvania, US)
Independent: Yes

Mr David Anstice AO was appointed to the CSL Board in September 2008. He was a long-time Member of the Board of Directors and Executive Committee of the US Biotechnology Industry Organization, and has 50 years' experience in the global pharmaceutical industry. Until his retirement in August 2008, Mr Anstice was for many years a senior executive of Merck & Co., Inc., serving at various times as President of Human Health for US, Canada, Latin America, Europe and Asia, and at retirement was an Executive Vice President. He is a Director of Alkermes plc, Dublin, Ireland, and a Director of the United States Studies Centre at the University of Sydney. In 2018, Mr Anstice was made an officer of the Order of Australia (AO).

*Mr Anstice is Chairman of the Innovation and Development Committee and the Nomination Committee.*

## Bruce Brook

BCom, BAcc, FCA, MAICD
Age 63
Finance and Management
(resident in Victoria, Australia)
Independent: Yes

Mr Bruce Brook was appointed to the CSL Board in August 2011. He is currently a Director of Newmont Mining Corporation. Mr Brook has previously been Chairman of Programmed Maintenance Services Limited and Energy Developments Limited and a Director of Boart Longyear Limited, Lihir Gold Limited and Consolidated Minerals Limited. During his executive career, he was Chief Financial Officer of WMC Resources Limited and prior to that the Deputy Chief Financial Officer of the ANZ Banking Group.

*Mr Brook is Chairman of the Audit and Risk Management Committee and a member of the Nomination Committee.*

## Megan Clark AC

BSc (Hons) PhD
Age 60
Science, Engineering and Management
(resident in Victoria, Australia)
Independent: Yes

Dr Megan Clark AC was appointed to the CSL Board in February 2016. She is currently a Director of Rio Tinto and Care Australia and a Member of the Australian advisory board of the Bank of America Merrill Lynch. Dr Clark was Chief Executive of the Commonwealth Scientific and Industrial Research Organisation (CSIRO) from 2009 to 2014. Prior to CSIRO, she was a Director at NM Rothschild and Sons (Australia) and was Vice President Technology and subsequently Vice President Health, Safety and Environment at BHP Billiton from 2003 to 2008.

*Dr Clark is a member of the Innovation and Development Committee, the Human Resources and Remuneration Committee and the Nomination Committee.*

## Abbas Hussain

BSc (Hons)
Age 53
Pharmaceutical Industry
(resident in the UK)
Independent: Yes

Mr Abbas Hussain was appointed to the CSL Board in February 2018. He is currently a Director of Immunocore Limited. Mr Hussain has previously been Global President, Pharmaceutical at GlaxoSmithKline (GSK) and a Director of ViiV Healthcare Limited, as well as previously serving on the Board of Aspen Healthcare and the Duke/National University of Singapore Medical School.

*Mr Hussain is a member of the Innovation and Development Committee, the Human Resources and Remuneration Committee and the Nomination Committee.*

## Marie McDonald

BSc (Hons), LLB (Hons)
Age 62
Law
(resident in Victoria, Australia)
Independent: Yes

Ms Marie McDonald was appointed to the CSL Board in August 2013. For many years she practised in company and commercial law and she was a partner of Ashurst (formerly Blake Dawson) until July 2014. Ms McDonald is currently a Director of Nanosonics Limited, Nufarm Limited and the Walter and Eliza Hall Institute of Medical Research. She was Chair of the Corporations Committee of the Business Law Section of the Law Council of Australia from 2012 to 2013, having previously been the Deputy Chair, and was also a Member of the Australian Takeovers Panel from 2001 to 2010.

*Ms McDonald is a member of the Audit and Risk Management Committee, the Human Resources and Remuneration Committee and the Nomination Committee.*

## Brian McNamee AO

MBBS, FAICD, FTSE
Age 61
Pharmaceutical Industry and Medicine
(resident in Victoria, Australia)
Independent: Yes

Dr Brian McNamee was appointed to the CSL Board in February 2018. He was Chief Executive Officer and Managing Director of CSL from 1990 until his retirement in 2013. Since leaving his executive role at CSL, Dr McNamee has served as an advisor to private equity group Kohlberg Kravis Roberts (KKR). He has also pursued a number of private start-up and company-making activities, and in 2014 served on the panel of the Australian Government's Financial System Inquiry. In 2009, Dr McNamee received the Office of the Order of Australia (AO) for service to business and commerce.

*Dr McNamee is a member of the Innovation and Development Committee and the Nomination Committee.*

## Christine O'Reilly

BBus
Age 57
Finance and Infrastructure
(resident in Victoria, Australia)
Independent: Yes

Ms Christine O'Reilly was appointed to the CSL Board in February 2011. She is a Director of Transurban, Energy Australia, Medibank Private Limited and Baker Heart & Diabetes Institute. Ms O'Reilly has in excess of 30 years financial and operational business experience in domestic and off-shore organisations. During her executive career, she was Co-Head of Unlisted Infrastructure Investments at Colonial First State Global Asset Management and prior to that was the Chief Executive Officer of the GasNet Australia Group.

*Ms O'Reilly is a member of the Audit and Risk Management Committee, the Human Resources and Remuneration Committee, and the Nomination Committee.*

## Tadataka "Tachi" Yamada KBE

MD, BA
Age 73
International Pharmaceutical Industry and Medicine (resident in Washington, US)
Independent: Yes

Dr Tadataka Yamada was appointed to the CSL Board in September 2016. He is presently a Venture Partner at Frazier Healthcare Partners, a leading provider of growth capital to healthcare companies, a position that he has held since 2015. Prior to this, he was the Chief Medical and Scientific Officer at Takeda Pharmaceuticals, as well as a Member of the Board. Prior to Takeda, Dr Yamada was President of the Bill & Melinda Gates Foundation Global Health Program and prior to that was Chairman of Research and Development at GlaxoSmithKline. He currently serves as a Director of Agilent Technologies, Inc. and as Chairman of the Clinton Health Access Initiative. Dr Yamada is also a Member of the National Academy of Medicine (US), Fellow of the Academy of Medical Sciences (UK), Member of the American Academy of Arts and Sciences, Fellow of the Imperial College of Medicine and Master of the American College of Physicians.

*Dr Yamada is a member of the Innovation and Development Committee and the Nomination Committee.*

## Fiona Mead

**Company Secretary**
BBA/LLB, BA/BCom
Age 49
(resident in Victoria, Australia)

# Global Leadership Group

## Paul Perreault

BA (Psychology)
Age 61

**Chief Executive Officer and Managing Director**

Paul was appointed to the CSL Board in February 2013 and was appointed as the Chief Executive Officer and Managing Director in July 2013. He joined a CSL predecessor company in 1997 and has held senior roles in sales, marketing and operations with his most recent prior position being President, CSL Behring. Paul has also worked in senior leadership roles with Wyeth, Centeon, Aventis Bioservices and Aventis Behring. He was previously Chairman of the Global Board for the Plasma Protein Therapeutics Association. Paul has had more than 30 years' experience in the global healthcare industry.

## David Lamont

BCom, ACA
Age 53

**Chief Financial Officer**

David was appointed as Chief Financial Officer in January 2016. As Chief Financial Officer, he is responsible for managing the financial aspects of CSL's strategy which includes financial planning and reporting, capital management, tax, treasury and investor relations. Immediately prior to joining CSL, he was the Chief Financial Officer and an Executive Director at MMG since 2010. Prior to this, David served as CFO for several leading multi-national public companies across a range of industries since 1999 – including MMG Limited, Oz Minerals Limited, PaperlinX Limited, BHP Billiton's energy and coal and carbon steel materials divisions, and Incitec Pivot Limited. He is a qualified chartered accountant and a member of the Institute of Chartered Accountants (Australia).

## Gordon Naylor

BEng (Hons), DipCompSc, MBA, CPA
Age 55

**President, Seqirus**

Gordon joined CSL in 1987 and has held many operational and corporate roles in different parts of the CSL Group. He was appointed Chief Financial Officer in 2010. In April 2015, Gordon was appointed to a new position as President of CSL's global influenza business. Previously, Gordon was based in the US and responsible for CSL Behring's global supply chain, the supply of plasma for CSL Behring and CSL's global information systems.

## Andrew Cuthbertson AO

BMedSci, MBBS, PhD, FTSE, FAHMS
Age 63

**Chief Scientific Officer and R&D Director**

Andrew was appointed as Chief Scientific Officer and R&D Director in 2000. He is responsible for CSL's global research and development operations. Andrew joined CSL in 1997 as Director of Research. He trained in medicine and science at the University of Melbourne, the Walter and Eliza Hall Institute, the Howard Florey Institute and the National Institutes of Health in the US. Andrew was then a Senior Scientist at Genentech, Inc. in San Francisco. In 2016, Andrew was made an Officer of the Order of Australia (AO) and appointed Enterprise Professor at the University of Melbourne.

## Greg Boss

JD, BS (Hon)
Age 57

**Executive Vice President, Legal and CSL Group General Counsel**

Greg was appointed Group General Counsel in 2009 and is responsible for worldwide legal operations for all CSL Group companies. He joined CSL in 2001, serving as General Counsel for what became the CSL Behring business. In addition to his legal role, Greg is also responsible for overseeing risk management and compliance for the Group as well as global communications and public affairs. Prior to joining CSL, Greg was Vice President and Senior Counsel for CB Richard Ellis International, after working ten years in private legal practice. In 2016, Greg received the World Recognition of Distinguished General Counsel from the Directors Roundtable.

## Karen Etchberger

PhD
Age 60

**Executive Vice President, Quality and Business Services**

Karen was appointed as Executive Vice President, Quality and Business Services in April 2013 with responsibility for quality, information, technology, logistics, sourcing, enterprise excellence and environment, health and safety. Prior to that, she was Executive Vice President, Plasma, Supply Chain and Information Technology. Karen joined CSL as a Product Manager at JRH Biosciences in 1991 and progressed through a number of positions in technical services, quality management and research and development. Prior to joining CSL, she was Director of Developmental Research at Endotech Corporation.

## Bill Campbell

BSc (Business Administration)
Age 59

**Executive Vice President, Chief Commercial Officer**

Bill was appointed in September 2017 as Executive Vice President, Chief Commercial Officer. He has responsibility for a variety of global functions including sales, marketing, commercial development, medical affairs and public policy. Prior to being appointed to his current role, Bill led CSL Behring's North American commercial operations since 2014. He has more than 35 years of diverse pharmaceutical and biotechnology experience across a range of therapeutic areas, including oncology, women's health, vaccines and plasma proteins. Bill has held senior management positions at a number of pharmaceutical and biotechnology companies. He is a member of the Board of Directors for the Biotechnology Innovation Organization (BIO).

## Bob Repella

BSc (Pharmacy), MBA
Age 59

**Executive Vice President, Global Commercial Operations (until 31 August 2017)**

## Elizabeth Walker

BA, MS (Organizational Development and Leadership)
Age 48

**Executive Vice President, Chief Human Resources Officer**

Elizabeth Walker was appointed as Chief Human Resources Officer in December 2017. She joined CSL Behring as Chief Talent Officer in 2016 and served as interim Chief Human Resources Officer from October 2017. Prior to joining CSL, Elizabeth was Vice President Global Talent Management at Campbell Soup Company. She has more than 25 years of experience in both management consulting and human resources. Elizabeth has worked across a variety of industries, including healthcare, financial services and food manufacturing.

## Laurie Reed

BS (Finance), MS (Organizational Development)
Age 54

**Senior Vice President, Human Resources (until 30 November 2017)**

## Val Romberg

BSc (Chemistry)
Age 60

**Executive Vice President, Manufacturing and Planning**

Val was appointed as Executive Vice President Manufacturing and Planning in January 2015. In 1998 he joined Centeon, a predecessor company of CSL Behring, and has held a broad range of management and R&D positions in the US and Switzerland. During his R&D tenure, CSL Behring had more than 25 product or indication approvals in the US, Europe and Japan. Prior to his current position, Val was Senior Vice President, Global Plasma R&D.

## Alan Wills

BA (Zoology), MBA
Age 54

**Executive Vice President, Strategy and Business Development**

Alan joined the company in February 2015. He is responsible for strategy, portfolio management and business development activities at CSL. Prior to joining CSL, Alan was Executive Vice President, Corporate Development at Auxilium Pharmaceuticals. He was previously head of corporate strategy for Bristol-Myers Squibb and Pfizer, and has worked in strategy and business development roles at United Healthcare and Stanford Medical Center. Alan began his career with the Boston Consulting Group.

# Share Information

## CSL LIMITED

**Issued Capital Ordinary Shares: 452,400,784 as at 30 June 2018**

### DETAILS OF INCORPORATION

CSL's activities were carried on within the Commonwealth Department of Health until the Commonwealth Serum Laboratories Commission was formed as a statutory corporation under the *Commonwealth Serum Laboratories Act 1961* (Cth) [the CSL Act] on 2 November 1961. On 1 April 1991, the Corporation was converted to a public company limited by shares under the Corporations Law of the Australian Capital Territory and it was renamed Commonwealth Serum Laboratories Limited. These changes were brought into effect by the *Commonwealth Serum Laboratories (Conversion into Public Company) Act 1990* (Cth). On 7 October 1991, the name was changed to CSL Limited. The Commonwealth divested all of its shares by public float on 3 June 1994.

The *CSL Sale Act 1993* (Cth) amends the CSL Act to impose certain restrictions on the voting rights of persons having significant foreign shareholdings, and certain restrictions on CSL itself. CSL ordinary shares have been traded on the Australian Securities Exchange (ASX) since 30 May 1994. Melbourne is the Home Exchange.

In June 2014, CSL commenced a sponsored Level 1 American Depository Receipts (ADR) program with the Bank of New York Mellon. The sponsored ADR program replaced the unsponsored ADR programs that have previously operated with CSL's involvement.

The ADRs are tradeable via licensed US brokers in the ordinary course of trading in the Over-The-Counter (OTC) market in the US. Particulars for the sponsored ADR program are: US Exchange – OTC and DR Ticker Symbol – CSLLY.

### SUBSTANTIAL SHAREHOLDERS

As at 30 June 2018, the Commonwealth Bank of Australia and its subsidiaries and BlackRock Inc and its subsidiaries were substantial shareholders in CSL.

### VOTING RIGHTS

At a general meeting, subject to restrictions imposed on significant foreign shareholdings and some other minor exceptions, on a show of hands each shareholder present has one vote. On a poll, each shareholder present has one vote for each fully paid share held in person or by proxy.

In accordance with the CSL Act, CSL's Constitution provides that the votes attaching to significant foreign shareholdings are not to be counted when they pertain to the appointment, removal or replacement of more than one-third of the directors of CSL who hold office at any particular time. A significant foreign shareholding is one where a foreign person has a relevant interest in 5% or more of CSL's voting shares.

DISTRIBUTION OF SHAREHOLDINGS AS AT 30 JUNE 2018

| Range | Total Holders | Units | % of Issued Capital |
|---|---|---|---|
| 1 - 1,000 | 125,091 | 32,587,599 | 7.20 |
| 1,001 - 5,000 | 22,989 | 52,970,483 | 11.71 |
| 5,001 - 10,000 | 3,768 | 25,947,095 | 5.74 |
| 10,001 - 100,000 | 1,578 | 28,504,158 | 6.30 |
| 100,001 and over | 57 | 312,391,449 | 69.05 |
| **Total shareholders and shares on issue** | **153,483** | **452,400,784** | **100.00** |

| Unmarketable Parcels | Minimum Parcel Size | Holders | Units |
|---|---|---|---|
| Minimum A$500.00 parcel at A$192.62 per unit | 3 | 422 | 506 |

# Shareholder Information

CSL's share registry is overseen by Computershare. Shareholders with enquiries should go to investorcentre.com where most common questions can be answered by virtual agent "Penny". There is an option to contact the share registry by email if the virtual agent cannot provide the answer. Alternatively, shareholders may telephone or write to Computershare at the below address.

Separate shareholdings may be consolidated by advising the Share Registry in writing or by completing a Request to Consolidate Holdings form which can be found online at investorcentre.com.

Change of address should be notified to the Share Registry online via the Investor Centre at investorcentre.com, by telephone or in writing without delay. Shareholders who are broker sponsored on the CHESS sub-register must notify their sponsoring broker of a change of address.

Direct payment of dividends into a nominated account is mandatory for shareholders with a registered address in Australia or New Zealand. All shareholders are encouraged to use this option by providing a payment instruction online via investorcentre.com or by obtaining a direct credit form from the share registry or by advising the share registry in writing.

CSL now offers shareholders the opportunity to receive dividend payments in US dollars by direct credit to a US bank account. Shareholders who wish to avail themselves of this payment option for the 2018 final dividend payment must provide their valid US bank account details to Computershare by the dividend record date of 12 September 2018.

The Annual Report is produced for your information. The default option is an online Annual Report via CSL.com. If you opted to continue to receive a printed copy and you receive more than one or you wish to be removed from the mailing list for the Annual Report, please advise the Share Registry. You will continue to receive Notices of Meeting and Proxy forms.

The Annual General Meeting will be held at the Clarendon Auditorium, Melbourne Convention and Exhibition Centre (MCEC), South Wharf, Melbourne, at 1pm on Wednesday, 17 October 2018. Clarendon Auditorium is easily accessible from the Clarendon Street entrance. For transport and parking directions to the venue please visit MCEC.com.au/visit/visit-information#getting-here.

## Share Registry

COMPUTERSHARE INVESTOR SERVICES PTY LIMITED
Yarra Falls, 452 Johnston Street
Abbotsford VIC 3067

*Postal Address:*

GPO Box 2975 Melbourne VIC 3001

*Enquiries within Australia:*

1800 646 882

*Enquiries outside Australia:*

+61 3 9415 4178

*Investor enquiries online:*

investorcentre.com/contact

*Website:*

investorcentre.com

SHAREHOLDERS AS AT 30 JUNE 2018

| | Shareholders | Shares |
|---|---|---|
| Australian Capital Territory | 2,359 | 2,123,153 |
| New South Wales | 45,035 | 220,313,591 |
| Northern Territory | 337 | 278,406 |
| Queensland | 17,860 | 15,267,983 |
| South Australia | 7,538 | 8,854,473 |
| Tasmania | 1,613 | 1,397,955 |
| Victoria | 47,670 | 187,339,836 |
| Western Australia | 22,688 | 11,050,561 |
| International Shareholders | 8,383 | 5,774,826 |
| **Total Shareholders and Shares on Issue** | **153,483** | **452,400,784** |

## CSL'S TWENTY LARGEST SHAREHOLDERS AS AT 30 JUNE 2018

| | Shareholder | Shares | % Total Shares |
|---|---|---|---|
| 1 | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 158,397,785 | 35.01 |
| 2 | JP MORGAN NOMINEES AUSTRALIA LIMITED | 75,529,611 | 16.70 |
| 3 | CITICORP NOMINEES PTY LIMITED | 24,333,586 | 5.38 |
| 4 | NATIONAL NOMINEES LIMITED | 14,053,197 | 3.11 |
| 5 | BNP PARIBAS NOMINEES PTY LTD | 6,926,925 | 1.53 |
| 6 | BNP PARIBAS NOMS PTY LTD | 5,607,094 | 1.24 |
| 7 | CITICORP NOMINEES PTY LIMITED | 5,233,200 | 1.16 |
| 8 | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 2,284,510 | 0.50 |
| 9 | AUSTRALIAN FOUNDATION INVESTMENT COMPANY LIMITED | 1,761,000 | 0.39 |
| 10 | AMP LIFE LIMITED | 1,518,137 | 0.34 |
| 11 | CUSTODIAL SERVICES LIMITED | 1,288,748 | 0.28 |
| 12 | NATIONAL NOMINEES LIMITED | 1,262,499 | 0.28 |
| 13 | ARGO INVESTMENTS LIMITED | 1,113,370 | 0.25 |
| 14 | NETWEALTH INVESTMENTS LIMITED | 892,507 | 0.20 |
| 15 | DWS NOMINEES PTY LTD | 793,090 | 0.18 |
| 16 | NAVIGATOR AUSTRALIA LTD | 705,836 | 0.16 |
| 17 | MILTON CORPORATION LIMITED | 592,198 | 0.13 |
| 18 | MUTUAL TRUST PTY LTD | 588,146 | 0.13 |
| 19 | FORSYTH BARR CUSTODIANS LTD | 568,561 | 0.13 |
| 20 | DIVERSIFIED UNITED INVESTMENT LTD | 565,000 | 0.12 |

| | | |
|---|---|---|
| **Top 20 holders of ordinary fully paid shares** | **304,015,000** | **67.20** |
| **Remaining holders balance** | **148,385,784** | **32.80** |
| **Total shares on issue** | **452,400,784** | **100.00** |

**In addition, as at 30 June 2018, a substantial shareholder notice has been received from:**

Commonwealth Bank of Australia and its subsidiaries and BlackRock Inc and its subsidiaries

# Corporate Governance at CSL

CSL Limited's Board and management team maintain high standards of corporate governance as part of the Company's commitment to maximise shareholder value. This is achieved through promoting effective strategic planning, risk management, transparency and corporate responsibility.

## CSL'S CORPORATE GOVERNANCE STATEMENT

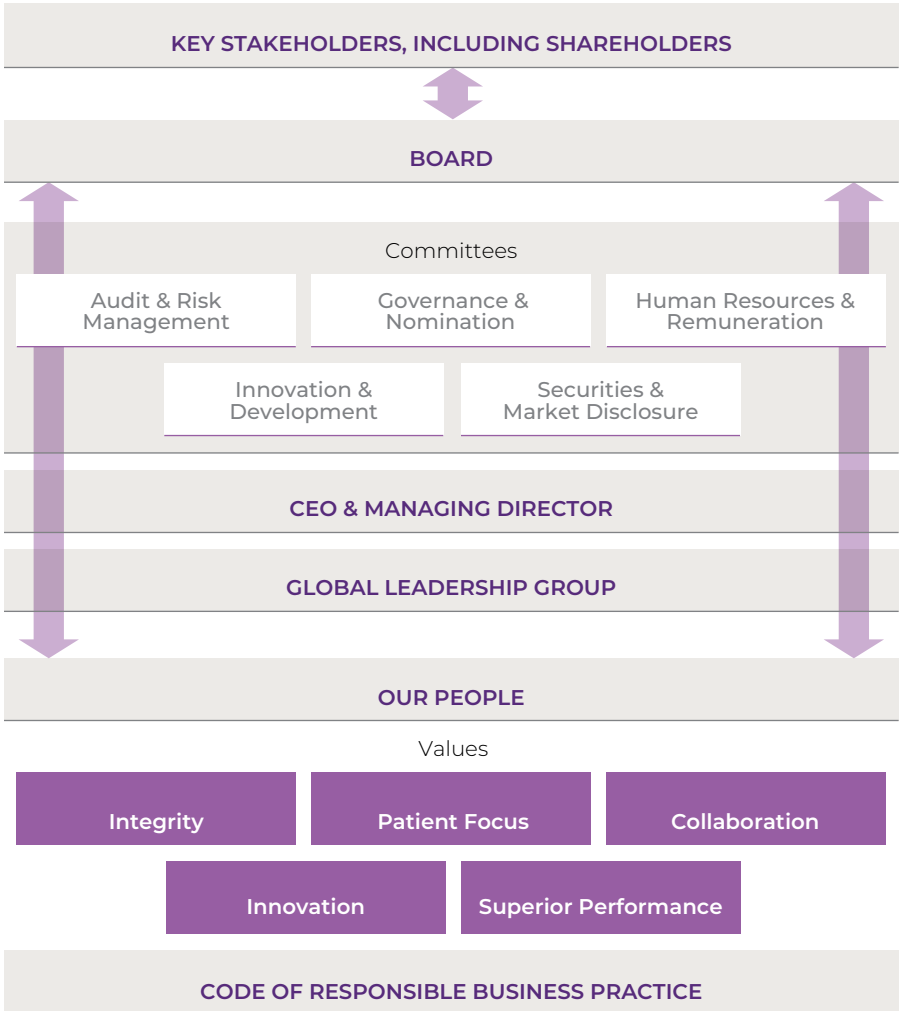
**A detailed statement outlining CSL's principal corporate governance practices in place during the financial year ended 30 June 2018 can be found at CSL.com. This statement has been approved by the Board.**

### GOVERNANCE STRUCTURE

The Board has a formal charter documenting its membership, operating procedures and the allocation of responsibilities between the Board and management.

The Board is responsible for oversight of the management of CSL and providing strategic direction. It monitors operational and financial performance, human resources policies and practices and approves CSL's budgets and business plans. It is also responsible for overseeing CSL's risk management, financial reporting and compliance framework.

The Board has delegated the day-to-day management of CSL, and the implementation of approved business plans and strategies, to the Managing Director, who in turn may further delegate to senior management.




Robust processes are in place to ensure the delegation flows through the Board and its committees to the CEO and Managing Director, the Global Leadership Group (GLG) and into the organisation. The CEO and GLG have responsibility for the day-to-day management of the Group. CSL's Code of Responsible Business Practice underpins the Company's approach to corporate governance. It defines CSL's Values and purpose and fosters a culture that rewards high ethical standards, personal and corporate integrity and respect for others.

### CSL BOARD

Throughout the year there were between nine and ten directors on the Board. As at the date of this report, there were ten directors on the Board, comprising nine independent, non-executive Directors and the CEO and Managing Director. Two new directors, Mr Abbas Hussain and Dr Brian McNamee AO, were appointed to the Board and one director, Mr Maurice Renshaw, retired from the Board during the financial year. Professor John Shine AC, Mr Bruce Brook and Ms Christine O'Reilly were re-elected as directors at the 2017 Annual General Meeting.

On 13 December, CSL announced that once elected following the close of the 2018 AGM, Dr Brian McNamee AO would assume the position of Chairman of the Board of Directors and Professor John Shine will retire from the CSL Board.

Details of the directors, including their qualifications and experience, together with details of their length of service, can be found on pages 36 and 37 of this report.

## SHAREHOLDER ENGAGEMENT

CSL regards stakeholder engagement as a foundation of good corporate governance. Engagement with shareholders in a two-way dialogue ensures the Company understands expectations and can respond to various interests and concerns. CSL strives to establish appropriate channels to engage with shareholders and ensure they can voice their perspective.

The Company's more formal and structured engagement opportunities over the 2017/18 reporting period include:

| Event | Purpose | Led by | Location |
|---|---|---|---|
| Full-year (Aug 2017) and half-year (Feb 2018) results (includes webcast and teleconference with questions and answers) | Share performance against strategy, outlook, organisational activities and milestones | CEO & Managing Director | Melbourne, Australia |
| Investor roadshows (biannual) | Update shareholders with significant holdings on results or other key announcements<br>We also engage with other capital providers; for example, through meetings with debt investors | CEO & Managing Director | Sydney and Melbourne, Australia; Asia; Europe; North America |
| CSL Annual General Meeting (Oct 2017)<br>(includes webcast and face-to-face questions and answers) | Share performance against strategy, outlook, organisational milestones, elect new directors and set remuneration practices and values | Chairman | Melbourne, Australia |
| Research and Development Briefing (Dec 2017)<br>(includes webcast and teleconference questions and answers) | Share progress across CSL's product pipeline including clinical trial outcomes and market potential | Chief Scientific Officer/Chief Commercial Officer | Sydney, Australia |
| Retail investor roadshows (May 2018)<br>(includes face-to-face questions and answers) | Share performance against strategy, outlook, organisational activities and milestones | Chief Financial Officer | Perth and Adelaide, Australia; one-on-one meetings ongoing |
| CSL site tours | Operations familiarisation tours at CSL Behring Australia, Broadmeadows and CSL's research facilities at Bio21, Melbourne | Site General Manager/Head of Investor Relations | Melbourne, Australia |

## DIVERSITY AT CSL

CSL views diversity through a broad array of difference in people across attributes of gender, nationality, ethnicity, disability, sexual orientation, gender identity, generation/age, socio-economic status, religious beliefs, professional and educational background as well as global and cultural experiences.

CSL has a global diversity policy, which is integral to its overall talent and culture strategies and guides investments in this area. CSL supports an inclusive work environment where people have equitable access to career opportunities, training and benefits.

**BOARD COMPOSITION**
- Male **70%**
- Female **30%**

**PEOPLE MANAGER**
- Male **61%**
- Female **39%**

**EMPLOYEES**
- Male **44%**
- Female **56%**

## DIVERSITY OBJECTIVES

CSL's progress against diversity objectives set in 2017, and our commitments set for the 2018/19 financial year, can be found in our Corporate Governance Statement at CSL.com.

# CSL Limited
# Financial Report

## 2017/18



CSL™

# Directors' Report

The Board of Directors of CSL Limited (CSL) has pleasure in presenting their report on the consolidated entity for the year ended 30 June 2018.

## 1. DIRECTORS

The following persons were Directors of CSL during the whole of the year and up to the date of this report:

Professor J Shine AC (Chairman)
Mr P R Perreault (Managing Director and Chief Executive Officer)
Mr D W Anstice AO
Mr B R Brook
Dr M E Clark AC
Ms M E McDonald
Ms C E O'Reilly
Dr T Yamada KBE

Mr Abbas Hussain and Dr Brian McNamee AC were appointed as Directors on 14 February 2018 and continue in office as at the date of this report. Mr M Renshaw retired as a Director as of the conclusion of the 2017 Annual General Meeting.

Particulars of the directors' qualifications, independence, experience, all directorships of public listed companies held for the past three years, special responsibilities, ages and the period for which each has been a director are set out in the Directors' Profiles section of the Annual Report and on CSL's website, www.csl.com.

## 2. COMPANY SECRETARIES

Mr E H C Bailey, B.Com/LLB FGIA served in the position of Company Secretary until 21 December 2017.

Ms F Mead, B.Com/LLB (Hons) FGIA, GAICD, was appointed and commenced in the position of Company Secretary and Head of Corporate Governance on 4 June 2018 and continues in office as at the date of this report. Ms Mead was previously the Company Secretary and a member of the Executive Leadership Team at Tabcorp Holdings Limited. Prior to that, she was the Company Secretary at Asciano Limited. Ms Mead also served as Assistant Company Secretary at Telstra Corporation.

On 16 August 2011, Mr J A G Levy, CPA, was appointed as Assistant Company Secretary and continues in office as at the date of this report. Mr Levy has held a number of senior finance positions within the CSL Group since joining CSL in 1989. Mr Levy was acting Company Secretary for the period between Mr Bailey's departure and Ms Mead's appointment.

## 3. DIRECTORS' ATTENDANCES AT MEETINGS

The table below shows the number of Directors' meetings held (including meetings of Board Committees) and number of meetings attended by each of the Directors of CSL during the year. The Directors also visited various locations of the CSL Group's operations inside and outside Australia and met with local management.

| | Board of Directors | | Audit & Risk Management Committee | | Securities & Market Disclosure Committee | | Human Resources & Remuneration Committee | | Innovation & Development Committee | | Nomination Committee | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | A | B | A | B | A | B | A | B | A | B | A | B |
| J Shine | 9 | 9 | | | 9 | 9 | | 1* | 5 | 5 | 4 | 4 |
| D W Anstice | 9 | 9 | | | | | 6 | 6 | 5 | 5 | 4 | 4 |
| B R Brook | 9 | 9 | 5 | 5 | | | | 1* | | 5* | 4 | 4 |
| M E Clark | 9 | 9 | | 1* | | | 8 | 8 | 5 | 5 | 4 | 4 |
| S A Hussain | 4 | 4 | | 1* | | | 2 | 2 | | | | |
| B McNamee | 4 | 4 | | 1* | | | | 2* | | | | |
| M McDonald | 9 | 9 | 5 | 5 | | | 2 | 2, 2* | | 5* | 4 | 4 |
| P R Perreault | 9 | 9 | | 5* | 9 | 9 | | 8* | 5 | 5 | | 1* |
| C E O'Reilly | 9 | 9 | 5 | 5 | | | 8 | 8 | | 4* | 4 | 4 |
| M A Renshaw | 2 | 1 | | | | | | | 2 | 1 | 3 | 1 |
| T Yamada | 9 | 9 | | | | | | | 5 | 5 | 4 | 4 |

**A** Number of meetings held whilst a member.
**B** Number of meetings attended.

*Board Committee Meetings are open to all Directors to attend. Where a Director attended a meeting of a Committee of which they were not a member, it is indicated with an asterisk*.*

## 4. PRINCIPAL ACTIVITIES

The principal activities of the consolidated entity during the financial year were the research, development, manufacture, marketing and distribution of biopharmaceutical and allied products.

## 5. OPERATING AND FINANCIAL REVIEW AND FUTURE PROSPECTS

### (a) Financial Review

The CSL Group announced a net profit after tax of US$1,728.9m for the twelve months ended 30 June 2018, up 29.3% when compared to the prior comparable period. Underlying Net Profit After Tax at constant currency[1] grew 28.1% when compared to the prior comparable period. Sales Revenue was US$7,587.9m, up 11.8% on an underlying constant currency basis when compared to the prior comparable period, with research and development expenditure of US$702.4m. Net cash inflow from operating activities was US$1,902.1m.

### (b) Operating Review

**CSL Behring** total revenue of US$6,827m increased 10% at constant currency when compared to the prior comparable period.

Immunoglobulin (Ig) product sales of US$3,145m grew 11% at constant currency underpinned by demand for Privigen® (10% liquid Ig) and Hizentra® (subcutaneous Ig). Growth in this segment is masked to some extent by a very strong comparable period when sales were boosted by atypical market conditions

Globally demand for immunoglobulin has been strong driven by increased usage for chronic therapies, including Primary Immune Deficiency and Chronic Inflammatory Demyelinating Polyneuropathy (CIDP), together with increased disease awareness and diagnosis. During the period, Privigen® was approved in the US for CIDP and Hizentra was approved in both the US and EU for CIDP. CIDP is a debilitating peripheral nerve disorder and is the largest Ig indication.

Haemophilia product sales of US$1,113m grew 5% at constant currency. The main contributor to this growth has been the successful global rollout of CSL Behring's recombinant coagulation factors, which grew 12% at constant currency over the prior comparable period. Idelvion®, a novel long-acting recombinant factor IX product for the treatment of haemophilia B, has been particularly strong since its launch in US in 2016. Together with rolling launches globally, particularly in Europe and Japan, Idelvion® sales have more than doubled when compared with FY17.

Afstyla®, CSL Behring's novel recombinant factor VIII has delivered solid growth since launch, underpinned to a large extent by patients switching from Helixate as the availability of this product wound down in the lead up and following the expiry of the distribution agreement in December 2017. Competition in the Haemophilia A market remains intense as new entrants participate in the market.

[1] **Constant currency** removes the impact of exchange rate movements to facilitate comparability of operational performance for the Group. This is done in three parts: a) by converting the current year net profit of entities in the group that have reporting currencies other than US Dollars, at the rates that were applicable to the prior comparable period (***translation currency effect***); b) by restating material transactions booked by the group that are impacted by exchange rate movements at the rate that would have applied to the transaction if it had occurred in the prior comparable period (***transaction currency effect***); and c) by adjusting for current year foreign currency gains and losses (***foreign currency effect***). The sum of translation currency effect, transaction currency effect and foreign currency effect is the amount by which reported net profit is adjusted to calculate the result at constant currency.

**Summary NPAT adjusted for currency effects**

| | |
|---|---|
| Reported net profit after tax | US$1,728.9m |
| Translation currency effect (a) | US$(54.7m) |
| Transaction currency effect (b) | US$53.1m |
| Foreign currency (gains) and losses (c) | US$(14.4m) |
| Constant currency net profit after tax* | US$1,712.9m |

**a) Translation currency effect NPAT ($54.7m)**

Average Exchange rates used for calculation in major currencies (twelve months to June 17/June 18) were as follows: USD/EUR (0.84/0.92); USD/CHF (0.97/0.99).

**b) Transaction currency effect NPAT $53.1m**

Transaction currency effect is calculated by reference to the applicable prior year exchange rates. The calculation takes into account the timing of sales both internally within the CSL Group (ie from a manufacturer to a distributor) and externally (ie to the final customer) and the relevant exchange rates applicable to each transaction.

**c) Foreign Currency Gains ($14.4m)**

Foreign currency gains recorded during the period.

**Summary Sales**

| | |
|---|---|
| Reported sales | US$7,587.9m |
| Currency effect | US$(193.8m) |
| Constant currency sales* | US$7,394.1m |

**FY18 Underlying Net Profit after Tax**

| | |
|---|---|
| Reported Net Profit after Tax | US$1,728.9m |
| One off favourable Cost of Goods sold item | US$32.0m |
| FY Underlying Net Profit after Tax | US$1,696.9m |

* Constant currency net profit after tax, constant currency sales and underlying net profit after tax have not been audited or reviewed in accordance with Australian Auditing Standards.

Haemate®, CSL Behring's plasma derived product containing factor VIII and von Willebrand factor experienced good sales growth in Russia and Brazil. This growth has largely been offset by modest declines in both Beriate® and Mononine®.

Specialty product sales of US$1,490m grew 24% at constant currency. Sales of Kcentra® (4 factor pro-thrombin complex concentrate) in the US were strong driven by an expansion of new accounts and expanding usage in existing accounts.

The launch in the US of Haegarda® (C1 esterase inhibitor subcutaneous) has been very successful and reflected in a very strong patient adoption of the product. The product's clinical profile, broad pre-launch activities and competitive supply disruption all contributed to sales growth.

Sales of Haemocomplettan® (fibrinogen concentrate) and Respreeza® (Alpha-1 proteinase inhibitor) in Europe also contributed to growth of specialty product sales.

Albumin sales of US$921 million rose 7% at constant currency underpinned by strong sales growth in China with further market penetration into Tier 2 and Tier 3 cities. This growth was tempered to some extent by competitive pricing pressure.

**Seqirus** total revenue of US$1,088 million grew 16% at constant currency driven largely by increased sales of seasonal influenza vaccines.

Seqirus' portfolio of influenza vaccines is transitioning towards higher valued Quadrivalent influenza vaccines - Flucelvax® and Afluria®. This transition together with a significant increase in FLUAD® sales were the main growth drivers. FLUAD® is Seqirus' adjuvanted influenza vaccine designed to offer increased protection for over 65 year olds.

Revenue growth has been tempered by the divestment of its specialty cold chain distribution business in Australia which was sold in December 2016.

Included within total Seqirus revenue is 'other' revenue of US$178 million, which increased 22% at constant currency, mainly arising from an increase in pandemic facility reservation fees.

**(c) Future Prospects (including Key Risks)**

In the medium term CSL expects to continue to grow through developing differentiated plasma-derived and recombinant products, receiving royalty flows from the exploitation of the Human Papillomavirus Vaccine by Merck & Co, Inc, and the commercialisation of CSL's technology. Over the longer term CSL intends to develop new products which are protected by its own intellectual property and which are high margin human health medicines marketed and sold by CSL's global operations.

This is underpinned by CSL's research and development strategy that comprises four main areas:

- Immunoglobulins – support and enhance the current portfolio with improved patient convenience, yield improvements, expanded labels and new formulation science;
- Haemophilia Products – support and enhance the current portfolio with new plasma-derived products, recombinant coagulation factors and coagulation research;
- Speciality Products – expand the use of speciality plasma-derived products through new markets, novel indications and new modes of administration; and
- Breakthrough Medicines – develop new protein-based therapies for significant unmet medical needs and multiple indications.

Further comments on likely developments and expected results of certain aspects of the operations of the consolidated entity and on the business strategies and prospects for future financial years of the consolidated entity, are contained in the Year in Review in the Annual Report and in section 5 (b) of this Directors' Report. Additional information of this nature can be found on CSL's website, CSL.com. Any further information of this nature has been omitted as it would unreasonably prejudice the interests of CSL to refer further to such matters.

In the course of CSL's business operations, CSL is exposed to a variety of risks that are inherent to the pharmaceutical industry, and in particular the plasma therapies industry. The following details some of the key business risks that could affect CSL's business and operations but are not the only risks CSL faces. Key financial risks are set out in Note 11 to the Financial Statements. Other risks besides those detailed below or in the Financial Statements could also adversely affect CSL's business and operations, and key business risks below should not be considered an exhaustive list of potential risks that may affect CSL.

| DESCRIPTION OF KEY RISK | KEY RISK MANAGEMENT |
|---|---|
| **Healthcare Industry Risk** | |
| • CSL faces competition from pharmaceutical companies and biotechnology companies. The introduction of new competitive products or follow-on biologics by our competitors, may impact our ability to access fast-growing/strategic markets, and may result in reduced product sales and lower prices. In addition, industry wide shifts in demand for our products may affect our business and operations.<br>• Accessing fast-growing or strategic markets and executing on value-creating business development deals are key growth opportunities for CSL. If these activities are unsuccessful our business and financial performance could be adversely affected.<br>• CSL operates in many countries and changes in the regulatory framework under which we operate in these countries could have a negative impact on our business and operations. Healthcare industry regulations address many aspects of our business including, but not limited to, clinical trials, product registration, manufacturing, logistics, pharmacovigilance, reimbursement and pricing. | • Along with regular reviews of key markets and geographies of strategic value and potential, CSL monitors our competitive markets to understand what new competitive products may be emerging and the ongoing demand for our products. We ensure a diverse product pipeline with a focus on product lifecycle development, and seek to ensure that the pricing of our products remains competitive.<br>• CSL identifies and assesses new business development and market expansion opportunities that align with our long term strategic objectives. Broader input from a variety of functions is engaged when opportunities reach specific points in the due diligence process, to ensure appropriate evaluation, integration and business continuity in operations should we enter fast-growing strategic markets or make an acquisition.<br>• CSL works to understand the current and emerging regulatory environment to be able to meet requirements and also engages with government bodies to present constructive views and information regarding the regulatory policy framework. |
| **Manufacturing & Supply Risk** | |
| • The manufacture of CSL's products, in accordance with regulatory requirements, is a complex process including fractionation, purification, filling and finishing. Any challenges experienced in the continuity of this process, and/or the quality of supply, could have a negative impact on our business results.<br>• CSL depends on a limited group of companies that supply our raw materials and supply and maintain our equipment. If there is a material interruption to the supply or quality of a critical raw material or finished product, this could disrupt production or our commercial operations. If the equipment should malfunction or suffer damage, the repair or replacement of the machinery may require substantial time and cost, which could disrupt production and other operations.<br>• CSL also depends on plasma donors for the supply of plasma. Ineffective management of donors has the potential to impact supply and may also have reputational consequences. | • CSL has a robust management process to ensure that any process is well is maintained through our strategy to operate large, long-life and efficient manufacturing facilities. This includes adoption of, and compliance with, a broad suite of internationally recognised standards (GxP) including Good Manufacturing Practice (GMP).<br>• CSL seeks to maintain appropriate levels of inventory and safety stock and ensures that, where practicable, we have alternative supply arrangements in place. We have a robust preventative maintenance program and access to remedial maintenance when necessary. We undertake quality audits of suppliers and maintain and review business continuity plans which can be actioned in the event of any significant event.<br>• CSL responsibly sources plasma from donors, complying with voluntary and regulatory standards. The donor experience is closely monitored to ensure the comfort, health and safety of donors. |
| **Research and Development/Commercialisation Risk** | |
| • Our future success depends significantly on our ability to continue to successfully develop new products. The success of such development efforts involves great challenge and uncertainty. To achieve this, we must conduct, at our own expense, by ourselves or by our collaboration partners, early stage research and clinical trials to demonstrate proof of concept and the safety and efficacy of the product candidates. Clinical trials are expensive, difficult to design and implement, can take multiple years to complete and are uncertain as to outcome.<br>• Commercialisation requires effective transition of research and development activities to business operations. | • CSL seeks to ensure that our research and development programs conducted by ourselves or by our collaboration partners, including early stage research and clinical trials, are undertaken responsibly and ethically within an appropriate governance framework that includes multiple decision points where the science and commercialisation opportunities are robustly analysed and risk-assessed.<br>• CSL undertakes extensive advance planning and transitioning work to ensure research and development activities and technologies are effectively transitioned to business operations. We also actively source partners/subcontractors, where necessary, to ensure business continuity in product development or general operations. |
| **Business Combination Risk** | |
| • Potential business combinations could require significant management attention and prove difficult to integrate with CSL's business.<br>• CSL may not realise the anticipated benefits, or it may take longer to do so than anticipated, from any business combination we may undertake in the future and any benefits we do realise may not justify the acquisition price. | • CSL takes a disciplined approach to acquisitions. We focus on strategically aligned opportunities, including those where we can derive synergies through our substantial existing knowledge and expertise. We also seek to ensure that a detailed review and assessment of potential business combinations occurs prior to any acquisition.<br>• CSL seeks to ensure that integration activities are well planned and executed, leveraging our existing capabilities and knowledge base, as well as those of highly qualified and reputable advisors. |

| DESCRIPTION OF KEY RISK | KEY RISK MANAGEMENT |
|---|---|
| **Tax Risk** | |
| • Tax reform policy continues to be a topic of discussion in the United States and many other countries in which we operate. Changes in tax laws or exposure to additional tax liabilities may have an impact on our financial performance. | • CSL ensures it is aware of and assesses emerging tax risks in the jurisdictions in which it operates. CSL operates a model that identifies tax risk, which includes engaging with external advisors and revenue authorities on uncertain tax matters, and assesses the likelihood of outcomes resulting from tax assessments and proposed changes in tax frameworks. |
| **Information Security, including Cybersecurity** | |
| • Most of CSL's operations are computer-based and information technology (IT) systems are essential to maintaining effective operations.<br>• CSL's IT Systems are exposed to risks of complete or partial failure of IT systems or data centre infrastructure, the inadequacy of internal or third-party IT systems due to, amongst other things, failure to keep pace with industry developments and the capacity of existing systems to effectively accommodate growth, unauthorised access and integration of existing operations. | • CSL has developed numerous security controls for our IT systems and data centre infrastructure that are based on our understanding of known threats and best practice industry knowledge. We continually reassess the appropriateness of, and seek to continuously improve, these controls in light of the evolving nature of such threats, and through regular training and awareness campaigns ensure our employees can respond appropriately to relevant threats.<br>• CSL employs robust IT Disaster Recovery planning, as well as Business Continuity planning to mitigate operational interruptions. We also seeks to continuously improve, update and implement new IT systems, in part to assist us to satisfy regulator demands, ensure information security, enhance the manufacture and supply of our products and integration of our operations. |
| **Intellectual Property Risk** | |
| • CSL relies on an ability to obtain and maintain protection for our intellectual property (IP) in the countries in which we operate.<br>• CSL's products or product candidates may infringe, or be accused of infringing, on one or more claims of an issued patent, or may fall within the scope of one or more claims in a published patent application that may be subsequently issued and to which we do not hold a licence or other rights. | • CSL seeks appropriate patent and trademark protection and manages any specifically identified IP risks. Along with dedicated IP personnel to manage IP opportunity and risk, we use specialist advisors by jurisdiction to inform this approach.<br>• CSL ensures that our projects, products and related activities include an appropriate assessment of any third party IP profile and our IP profile. |
| **Personnel Risk** | |
| • Providing a safe and rewarding work environment for CSL's employees is critical to our sustainability.<br>• CSL is dependent on the principal members of our executive and scientific teams. The loss of the services of any of these persons might impede the achievement of our research, development, operational and commercialisation objectives. | • CSL has in place a robust workplace health and safety management system in line with industry best practice. Incident prevention, monitoring and reporting, along with early injury intervention, assist in mitigating risks to employee health and safety.<br>• CSL seeks to ensure that our remuneration and retention arrangements are competitive in the employment markets in which we operate. We have plans and processes in place to develop our future leaders, such as succession planning and talent development. |
| **Unexpected Side Effects Risk** | |
| • As for all pharmaceutical products, the use of CSL's products can produce undesirable or unintended side effects or adverse reactions (referred to cumulatively as "adverse events"). The occurrence of adverse events for a particular product or shipment may result in a loss, and could have a negative impact on our business and reputation, as well as results of operations. | • CSL seeks to maintain processes and procedures that meet good pharmacovigilance practice standards. We ensure that our product information is up to date and contains all relevant information to assist healthcare practitioners to appropriately use our products. |
| **Market Practice Risk** | |
| • CSL's marketplace is diverse and complex, presenting many opportunities and challenges. Breach of regulations, local or international law, or industry codes of conduct, may subject us to financial penalty and reputational damage. Such instances may invite further regulation that may negatively affect our ability to market therapies. | • CSL ensures our employees, contractors and suppliers are aware of our expectations in relation to their interaction with stakeholders. We undertake relevant training and monitoring of our Code of Responsible Business Practice. We undertake internal audits of functions, processes and activities across our operating geographies. |

CSL has adopted and follows a detailed and structured Risk Framework to ensure that risks in the CSL Group are identified, evaluated, monitored and managed. This Risk Framework sets out the risk management processes and internal compliance and control systems, the roles and responsibilities for different levels of management, the risk tolerance of CSL, the matrix of risk impact and likelihood for assessing risk and risk management reporting requirements.

The risk management processes and internal compliance and control systems are made up of various CSL policies, processes, practices and procedures, which have been established by management and/or the Board to provide reasonable assurance that:

- established corporate and business strategies are implemented, and objectives are achieved;
- any material exposure to risk is identified and adequately monitored and managed;
- significant financial, managerial and operating information is accurate, relevant, timely and reliable; and
- there is an adequate level of compliance with policies, standards, procedures and applicable laws and regulations.

Further details of CSL's risk management framework are contained in CSL's corporate governance statement.

## 6. DIVIDENDS

On 14 August 2018 the Directors resolved to pay a final dividend of US$0.93 per ordinary share, unfranked, bringing dividends per share for 2018 to US$1.72 per share. In accordance with determinations by the Directors, CSL's dividend reinvestment plan remains suspended.

Dividends paid during the year were as follows:

| Dividend | Date Resolved | Date Paid | Unfranked dividend per share US$ | Total Dividend US$ |
|---|---|---|---|---|
| **Final Dividend for Year Ended 30 June 2017** | 15/08/2017 | 13/10/2017 | 0.72 cents | $323.6m |
| **Interim Dividend for Year Ended 30 June 2018** | 13/02/2018 | 13/04/2018 | 0.79 cents | $348.6m |

## 7. SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

There were no significant changes in the state of affairs of the consolidated entity during the financial year not otherwise disclosed in this report or the financial statements.

## 8. SIGNIFICANT EVENTS AFTER YEAR END

Other than as disclosed in the financial statements, the Directors are not aware of any other matter of circumstance which has arisen since the end of the financial year which has significantly affected or may significantly affect the operations of the consolidated entity, results of those operations or the state of affairs of the consolidated entity in subsequent financial years.

## 9. ENVIRONMENT, HEALTH, SAFETY & SUSTAINABILITY PERFORMANCE

CSL has an Environment, Health, Safety and Sustainability (EHS2) Strategic Plan that ensures its facilities operate to industry and regulatory standards. This strategy includes compliance with government regulations and commitments to continuously improve the health and safety of the workforce as well as minimising the impact of operations on the environment. To drive this strategy, a Global CSL EHS2 Management System (EHSMS) Standard has been developed and implemented. Internal audits at two sites resulted in the issuance of compliance certificates. Completion of the remaining internal audits will be over the next two years.

The Global Total Recordable Incident Rate continues to demonstrate an improving trend in recordable injury and illness performance. Our Australian operations continue to be classified as an Established Licensee in respect to CSL's self-insurance licence as granted by the Safety, Rehabilitation and Compensation Commission.

No environmental breaches have been notified by the Environment Protection Authority (EPA) in Victoria, Australia or by any other equivalent Australian interstate or foreign government agency in relation to CSL's Australian, European, North American or Asia Pacific operations during the year ended 30 June 2018. During the year CSL has directly engaged with EPA Victoria regarding historical contamination of groundwater in a small portion of the Parkville (Australia) site and has been in discussion with EPA on actions to remediate any impact. This engagement is ongoing.

A Stage 1 non-compliance notice was issued to CSL by the local water authority in relation to an elevated sample result for sulphide in wastewater discharged to the sewer from the Parkville site. CSL is working with the authority to resolve this issue to their satisfaction. A second non-compliance with a wastewater permit limit sampling issue at the Holly Springs (USA) site has been rectified with the authority and subsequent sampling is demonstrating compliance.

Environmental obligations and waste discharge quotas are regulated under applicable Australian and foreign laws. Environmental performance is monitored from time to time by government agency audits and site inspections. The EHS2 function continues to refine standards, processes and data collection systems to ensure we are well prepared for new regulatory requirements.

As part of compliance and continuous improvement in regulatory and voluntary environmental performance, CSL continues to report on key environmental issues including energy consumption, emissions, water use and management of waste as part of CSL's annual Corporate Responsibility Report and submission to the Carbon Disclosure Project. CSL has met its reporting obligations under the Australian Government's National Greenhouse and Energy Reporting Act (2007) and Victorian Government's Industrial Waste Management Policy (National Pollutant Inventory).

Environmental and climate change risks, and control measures continue to be monitored to ensure compliance to new and emerging regulatory requirements.

CSL's environmental performance is particularly important and relevant to select stakeholders and CSL reaffirms its commitment to continue to participate in initiatives such as CDP's (previously known as Carbon Disclosure Project) climate change and water disclosures to help inform investors of its environmental management approach and performance. Further details related to EHS2 performance can be found in CSL's sustainability report and our website CSL.com.

## 10. DIRECTORS' SHAREHOLDINGS AND INTERESTS

At 30 June 2018, the interests of the Directors who held office at 30 June 2018 in the shares, options and performance rights of CSL are set out in the Remuneration Report – Tables 12 and 13 for executive Key Management Personnel (KMP) and Table 12 for Non-Executive Directors. It is contrary to Board policy for KMP to limit exposure to risk in relation to these securities. From time to time the Company Secretary makes inquiries of KMP as to their compliance with this policy.

## 11. DIRECTORS' INTERESTS IN CONTRACTS

Section 13 of this Report sets out particulars of the Directors Deed entered into by CSL with each director in relation to access to Board papers, indemnity and insurance.

## 12. PERFORMANCE RIGHTS AND OPTIONS

As at 30 June 2018, the number of unissued ordinary shares in CSL under options and under performance rights are set out in Note 18 of the Financial Statements.

Holders of options or performance rights do not have any right, by virtue of the options or performance rights, to participate in any share issue by CSL or any other body corporate or in any interest issued by any registered managed investment scheme.

The number of options and performance rights exercised during the financial year and the exercise price paid to acquire fully paid ordinary shares in CSL is set out in Note 18 of the Financial Statements. Since the end of the financial year, no shares were issued under CSL's Performance Rights Plan.

## 13. INDEMNIFICATION OF DIRECTORS AND OFFICERS

During the financial year, the insurance and indemnity arrangements discussed below were in place concerning directors and officers of the consolidated entity:

CSL has entered into a Director's Deed with each director regarding access to Board papers, indemnity and insurance. Each deed provides:

(a) an ongoing and unlimited indemnity to the relevant director against liability incurred by that director in or arising out of the conduct of the business of CSL or of a subsidiary (as defined in the Corporations Act 2001) or in or arising out of the discharge of the duties of that director. The indemnity is given to the extent permitted by law and to the extent and for the amount that the relevant director is not otherwise entitled to be, and is not actually, indemnified by another person or out of the assets of a corporation, where the liability is incurred in or arising out of the conduct of the business of that corporation or in the discharge of the duties of the director in relation to that corporation;

(b) that CSL will purchase and annually renew a liability insurance program which covers all past, present and future directors and officers against liability for acts and omissions in their respective capacity on behalf of CSL. Coverage will be maintained for a minimum of seven years following the cessation of office for each director appointment for acts or omissions during their time served; and

(c) the relevant director with a right of access to Board papers relating to the director's period of appointment as a director for a period of seven years following that director's cessation of office. Access is permitted where the director is, or may be, defending legal proceedings or appearing before an inquiry or hearing of a government agency or an external administrator, where the proceedings, inquiry or hearing relates to an act or omission of the director in performing the director's duties to CSL during the director's period of appointment.

In addition to the Director's Deeds, Rule 95 of CSL's constitution requires CSL to indemnify each "officer" of CSL and of each wholly owned subsidiary of CSL out of the assets of CSL "to the relevant extent" against any liability incurred by the officer in the conduct of the business of CSL or in the conduct of the business of such wholly owned subsidiary of CSL or in the discharge of the duties of the officer unless incurred in circumstances which the Board resolves do not justify indemnification.

For this purpose, "officer" includes a director, executive officer, secretary, agent, auditor or other officer of CSL. The indemnity only applies to the extent CSL is not precluded by law from doing so, and to the extent that the officer is not otherwise entitled to be or is actually indemnified by another person, including under any insurance policy, or out of the assets of a corporation, where the liability is incurred in or arising out of the conduct of the business of that corporation or in the discharge of the duties of the officer in relation to that corporation.

CSL paid insurance premiums of US$717,374 in respect of a contract insuring each individual director of CSL and each full time executive officer, director and secretary of CSL and its controlled entities, against certain liabilities and expenses (including liability for certain legal costs) arising as a result of work performed in their respective capacities, to the extent permitted by law.

## 14. INDEMNIFICATION OF AUDITORS

To the extent permitted by law, CSL has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

## 15. AUDITOR INDEPENDENCE AND NON-AUDIT SERVICES

CSL may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with CSL and/or the consolidated entity are important.

Details of the amounts paid or payable to the entity's auditor, Ernst & Young, for non-audit services provided during the year are set out below. The directors, in accordance with the advice received from the Audit and Risk Management Committee, are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are satisfied that the provision of non-audit services by the auditor did not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed by the Audit and Risk Management Committee to ensure that they do not impact the impartiality and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in Professional Statement F1, including reviewing or auditing the auditor's own work, acting in a management or a decision making capacity for CSL, acting as an advocate for CSL or jointly sharing economic risks and rewards.

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 accompanies this Report.

Ernst & Young and its related practices received or are due to receive the following amounts for the provision of non-audit services in respect to the year ended 30 June 2018:

| | US$ |
|---|---|
| Other assurance services | 203,751 |
| Non-assurance services | 749,992 |
| Total fee paid for non-audit services | 953,743 |

The signing partner for the auditor is normally to be rotated at least every five years, and the auditor is required to make an independence declaration annually. Mr Rodney Piltz continues to act as the signing partner for Ernst & Young for the 2017-2018 financial year following his appointment in the prior year. The Audit and Risk Management Committee undertakes a formal review of the appropriateness of continuing with the incumbent audit firm prior to approving the appointment of a new signing partner by rotation.

## 16. ROUNDING

The amounts contained in this report and in the financial report have been rounded to the nearest $100,000 (where rounding is applicable) unless specifically stated otherwise under the relief available to CSL under ASIC Corporations Instrument 2016/19. CSL is an entity to which the Instrument applies.

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Building a better working world

## Auditor's Independence Declaration to the Directors of CSL Limited

As lead auditor for the audit of CSL Limited for the financial year ended 30 June 2018, I declare to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of CSL Limited and the entities it controlled during the financial year.

Ernst & Young

Rodney Piltz
Partner
14 August 2018

## 17. REMUNERATION REPORT

### 1. Remuneration Snapshot

The CSL Board of Directors is pleased to present the Remuneration Report ('Report') for CSL Limited (CSL) for the year ended 30 June 2018 (2018) prepared in accordance with the Corporations Act 2001 (Cth) and the Corporations Regulations 2001 (Cth). This Report contains detailed information regarding the remuneration arrangements for the directors and senior executives who are the Key Management Personnel ('KMP') for CSL during 2018.

The Board is committed to an executive remuneration framework that is focused on driving a performance culture and linking pay to the achievement of CSL's long term strategy and business objectives. These in turn drive long term shareholder value.

In 2017 your Board recognised that the significant global growth of CSL had overtaken the pay design we had been using for many years. The existing remuneration framework did not reflect the global nature of our business, required simplification and needed stronger alignment with shareholders and yet CSL's success depends on attracting and retaining executives of the requisite calibre.

As a consequence, we completed a major review of CSL's remuneration framework taking into consideration shareholder and stakeholder feedback, market expectations and regulatory developments. At the 2017 Annual General Meeting ('AGM'), the Remuneration Report for the year ended 30 June 2017, which outlined the new remuneration framework, was well supported by our shareholders.

We simplified our long term remuneration by moving to a single long term incentive (LTI) equity instrument which is time and performance hurdled. We recognised the importance of the long term by measuring performance using a seven year rolling average Return on Invested Capital measure to focus executives on achieving CSL's long term objectives. We also made our approach to valuing equity more transparent by changing from a fair value to a face value methodology. This means that the value of a CSL Performance Share Unit (PSU) at grant is the same price that you would pay for a CSL share on the day.

In order to maintain global competiveness and shareholder alignment, executive KMP, excluding the Chief Executive Officer and Managing Director (CEO), received an average increase to their LTI target of 7%. The CEO received no increase to his LTI target.

I am pleased to announce that our new LTI program has been globally recognised by the Global Equity Organization, winning an award at its recent annual conference for Best Plan Effectiveness. The award recognises CSL for developing an equity plan that delivers against key strategic objectives and helps CSL achieve its mission and goals.

The Board considers that the new remuneration framework builds strong alignment with shareholders, balances sensible risk management and motivates executives to deliver outstanding results and long term growth.

CSL's strategy is to develop and deliver innovative medicines that save lives, protect public health and help people with life threatening medical conditions live full lives. Consistent with this strategy, in 2018 CSL has delivered sector-leading growth through efficient plasma production and product sales, expanded into new markets including China, expanded our product pipeline portfolio through acquisitions and research and development (R&D) and delivered on our influenza strategy. CSL also extended its plasma collection network with 27 new centres opened and completed capacity expansion projects.

The remuneration outcomes in 2018 reflect CSL's outstanding financial results and achievements across CSL's operational and development activities. These results are outlined further across this Directors' Report.

CSL's sector-leading performance and global reach has delivered against our objective of growing shareholder value with a 41% increase in Total Shareholder Return over the 12 month period. As a result, CSL has grown to become the fourth largest company on the Australian Securities Exchange (ASX) as at June 30 2018.

Key measures of the results achieved in 2018 included:

- 29.3% increase in Net Profit after Tax (NPAT);
- 52.6% increase in Cash Inflow from Operations (CFO);
- Return on Invested Capital (ROIC) of 25.9%;
- Turn-around of the Seqirus influenza business to breakeven; and
- A strong R&D pipeline with new registrations, exciting new collaborations, positive results in our clinical trials and the initiation of the largest clinical trial ever undertaken by CSL.

#### 1.1 2018 CEO Remuneration Outcome

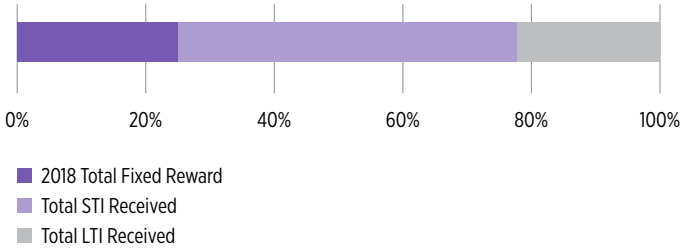
In 2018, our CEO, Mr Paul Perreault, received no increase to his Fixed Reward from the previous year, which remained at US$1,751,000, and no increase to his STI percentage of 120% for target performance, capped at 180% for outstanding performance.

The STI outcome for Mr Perreault was 143% of target based on the two key measures of above target performance for NPAT and CFO, resulting in a cash payment of US$3,008,183 (to be paid in September 2018). As part of the LTI program, Mr Perreault was granted 52,052 PSUs (representing 310% of Fixed Reward) in October 2017 which are subject to both time and performance hurdles over the next four years.

### 1.2 2018 CEO 'Take-Home' Pay

The Board believes that CEO and executive KMP 'take-home' pay is a simple and transparent view of what was actually earned in 2018. We have disclosed the CEO 'take-home' pay in the graph below with a full view of all executive KMP 'take-home' pay details in section 8.3, Table 9.

2018 CEO 'TAKE-HOME' PAY




Mr Perreault's 'take-home' pay for 2018 was US$7,394,489 and this is a 0.2% decrease in 'take-home pay' from the prior year. Table 9 of this Report provides the detail on the 'take-home' pay.

Given the long term nature of CSL's legacy remuneration plans we will continue to see their impact on 'take-home pay' of our executive KMP until 2021.

### 1.3 Changes to CEO, Executive KMP and Board Remuneration for 2019

Taking into consideration shareholder feedback and global market positioning, the Board has determined to make no increase to Fixed Reward or STI target and maximum opportunity for the second year in a row to the CEO. Consistent with CSL's guiding principles for remuneration the Board has decided to rebalance the remuneration pay-mix toward LTI. To ensure our CEO has market appropriate incentives and remains aligned with the interests of our shareholders, in 2019 he will receive a 13% increase in his LTI target which is both time and performance hurdled.

For our executive KMP in 2019, the Board has approved an average 4% increase in Fixed Reward, no increase in STI and an average 30% increase in LTI targets to recognise that our executive KMP LTI component is significantly below global market comparators.

A review of Board and Committee workload and fees against the median of the ASX top 12 companies was completed. Accordingly, adjustments were made to the Board Chair and Director fees and also the Audit Committee fees. Adjustments to fees were made within the existing aggregate fee pool approved by shareholders in 2016. The Board has considered that sufficient headroom remains within the existing fee pool.

Our existing NED equity program has been replaced with a plan, described in more detail in this Report, which will enable directors to more quickly build a meaningful level of equity in the Company and which will restrict disposal of shares acquired under the plan for three to fifteen years.

### 1.4 Shareholder engagement

Thank you for your constructive feedback over the past year – it is important to us as we embed our new remuneration framework and seek your support for this year's Report. We are committed to ensuring that our senior executives' interests are aligned with yours. We will adjust our remuneration framework wherever there are opportunities to make it even more effective, aligned to shareholders and to support our global talent in their achievement of CSL's long-term global business goals.

Thank you for supporting CSL and our patients around the world.

Dr Megan Clark AC
Chair Human Resources and Remuneration Committee

## Contents



**Independent audit of the report**

The Remuneration Report has been audited by Ernst & Young. Please see page 117 of the Financial Statements for Ernst & Young's report.

## 2. CSL's Key Management Personnel

This Report sets out remuneration information for Key Management Personnel (KMP) which includes Non-Executive Directors (NEDs), the Executive Director (i.e. the Chief Executive Officer and Managing Director (CEO)) and those key executives who have authority and responsibility for planning, directing and controlling the major activities of CSL during the financial year (executive KMP). The CSL KMP during 2018 are outlined in Table 1.

**TABLE 1**

| NON-EXECUTIVE DIRECTORS |
|---|
| **Chairman**<br>Professor John Shine AC |
| Mr David Anstice AO |
| Mr Bruce Brook |
| Dr Megan Clark AC |
| Mr Shah Abbas Hussain (commenced 14 February 2018) |
| Ms Marie McDonald |
| Dr Brian McNamee AO (commenced 14 February 2018) |
| Ms Christine O'Reilly |
| Dr Tadataka Yamada KBE |
| Mr Maurice Renshaw (retired 18 October 2017) |

| EXECUTIVE KEY MANAGEMENT PERSONNEL |
|---|
| **Executive Director and Chief Executive Officer and Managing Director (CEO)**<br>Mr Paul Perreault |
| **EVP Legal & Group General Counsel**<br>Mr Greg Boss |
| **EVP & Chief Commercial Officer**<br>Mr William Campbell (commenced 1 September 2017) |
| **Chief Scientific Officer**<br>Dr Andrew Cuthbertson AO |
| **EVP Quality & Business Services**<br>Ms Karen Etchberger |
| **Chief Financial Officer**<br>Mr David Lamont |
| **President, Seqirus**<br>Mr Gordon Naylor |
| **SVP Human Resources**<br>Ms Laurie Reed (retired from role 30 November 2017) |
| **EVP Commercial Operations**<br>Mr Robert Repella (retired from role 31 August 2017) |
| **EVP Manufacturing Operations & Planning**<br>Mr Val Romberg |
| **EVP & Chief Human Resources Officer**<br>Ms Elizabeth Walker (commenced 1 December 2017) |

### 2.1 Changes in KMP

Mr Maurice Renshaw retired from the Board of Directors following the 2017 Annual General Meeting (AGM) on 18 October 2017. Mr Shah Abbas Hussain and Dr Brian McNamee AO were appointed as Non-Executive Directors on 14 February 2018.

Mr Robert Repella retired from the role of Executive Vice President (EVP) Commercial Operations on 31 August 2017 and was replaced by Mr William Campbell in the role of EVP & Chief Commercial Officer effective 1 September 2017. Ms Laurie Reed retired from the role of Senior Vice President Human Resources on 30 November 2017. Ms Elizabeth Walker was appointed to the role of EVP & Chief Human Resources Officer on 1 December 2017.

## 3. Remuneration Governance

### 3.1 Human Resources and Remuneration Committee (HRRC)

The HRRC has oversight of all aspects of remuneration at CSL. The Board has delegated responsibility to the HRRC for reviewing and making recommendations to the Board with regard to:

- Executive remuneration design;
- Approval of awards to the CEO;
- Senior executive succession planning;
- The design and implementation of any incentive plan (including equity based arrangements);
- The remuneration and other benefits applicable to NEDs; and
- The CSL diversity policy and measurable objectives for achieving gender diversity.

The HRRC is able to approve the remuneration of executive KMP (excluding the CEO).

Full responsibilities of the HRRC are outlined in its Charter, which is reviewed annually. The Charter is available on CSL's website CSL.com.

The HRRC comprises four independent NEDs: Dr Megan Clark AC (Chair), Mr Abbas Hussain, Ms Marie McDonald and Ms Christine O'Reilly. The Chairman of the Board and other NEDs may attend in an ex officio capacity and the HRRC may invite members of the management team and external advisers to attend its meetings. A portion of all meetings is NED only attendance.

During 2018 Mr David Anstice AO retired from his role as Chair and member of the HRRC.

### 3.2 HRRC Activities

During 2018, the HRRC met formally on eight occasions involving the following activities:

- Review of the executive remuneration framework;
- Appointment of external remuneration advisors;
- Review of senior executive appointments and remuneration arrangements;
- Review of STI and LTI arrangements, and reward outcomes for senior executives;
- Review of the CSL diversity objectives and report, and gender pay review and progress against diversity objectives;
- Review of talent and succession planning for senior executives;
- Review of long term remuneration strategy and global trends in remuneration;
- Review of NED remuneration; and
- Review of the HRRC Charter and HRRC performance.

### 3.3 External Remuneration Advice

As appropriate, the Board and the HRRC seek and consider advice directly from external advisers, who are independent of management. In 2018 the HRRC engaged the services of Aon Consulting in the US, and MinterEllison in Australia.

Under engagement and communication protocols adopted by CSL, the market data and other advice were provided directly to the HRRC by both Aon Consulting and MinterEllison. Neither Aon Consulting nor MinterEllison provided a 'Remuneration Recommendation' as defined in the Corporations Act 2001 during the 2018 financial year.

### 3.4 Securities Dealing

The CSL Securities Dealing Policy prohibits employees from using price protection arrangements (e.g. hedging) in respect of CSL securities, or allowing them to be used. The Policy also provides that no CSL securities can be used in connection with a margin loan. Upon vesting of an award an employee may only deal in their CSL securities in accordance with the Policy. A breach of the Policy may result in disciplinary action. A copy of the Policy is available on the CSL Limited website at CSL.com.

### 3.5 Minimum Shareholding Guideline

To be met within a target of the first five years of appointment, or within five years for current incumbents, and to be held whilst in the role at CSL, the following levels of vested equity must be held:

- NEDs: One times base fee;
- CEO: Three times base salary; and
- Executive KMP: One times base salary.

## 4. Remuneration Framework

### 4.1 Guiding Principles

The prime objectives of the CSL Executive Performance and Alignment Plan remuneration framework are to make guaranteed (Fixed Reward) and performance based pay more effective as a driver of growth in enterprise value, and to create real alignment between executives and shareholders by facilitating executives becoming shareholders sooner and requiring that they remain shareholders while they are in their roles at CSL.

Our Guiding Principles, adopted in April 2017, provide the foundation for CSL executive reward design and quantum decisions.

| | |
|---|---|
| One Pay Design for Senior Executives | A uniform pay design recognises the importance of functioning as a team and assists in mobility of our executives. One pay design recognises the global scope and value to CSL of every executive role and allows us to competitively recruit, engage, retain and deploy talent in our global business. |
| Simple and Transparent | Our pay design is no more complicated than it needs to be. It recognises shareholders' remuneration guidelines and provides clarity so that our shareholders, executives, and all other interested parties understand how pay at CSL helps drive the business strategy and shareholder alignment. Having a simple and transparent pay design helps us focus and be accountable to our shareholders. |
| Reward Real Achievement | We focus our top talent on the challenges that matter – that make a difference to our business and our capacity to improve the lives of those with serious medical conditions. Our senior executives are responsible for making decisions that build enterprise value. We balance reward for short term results with long-term sustained performance. Over the longer term, executive reward must be aligned with business performance and shareholder return. |
| Share-holder and Executive Alignment | We align senior executives' interests and those of shareholders. We encourage directors and executives to build and maintain a meaningful shareholding to create alignment between directors, executives and shareholders and to enhance focus on long-term value creation. CSL recognises the importance of equity in its long term employee rewards and that a significant proportion of total executive reward should be CSL equity earned by achieve-ment and performance over the longer term. |

### 4.2 Reward Framework – Overview

#### 4.2.1 Total Reward

Understanding competitive pay levels around the world helps us ensure we pay appropriately to reward senior talent. Five reference groups are used to assist in determining CSL executive KMP Total Reward and the pay-mix. Total Reward comprises a Fixed Reward, a short term performance component, 'STI', and a long term equity alignment component, 'LTI'. The reference groups, a global pharmaceutical/biotechnology sector reference group and four general industry reference groups representing Australia, North America, the United Kingdom and Europe (focused on Germany and Switzerland), cover senior executive roles in companies of similar scale and complexity. We regularly review Total Reward against real movements in the global reference groups, with a view to achieving and maintaining competitiveness.

### 4.2.2 Fixed Reward

Fixed Reward (or salary) is determined based on the scope, complexity and responsibility of the role ensuring internal consistency across executive KMP. Set at competitive levels, to attract, retain and engage key talent, Fixed Reward is regularly compared against external benchmarks of the reference peer groups described above.

### 4.2.3 Performance Component (STI)

Maintaining a focus on underlying value creation within the business operations is critical to the success of CSL in the long-term. In our view, it is more effective to focus executive KMP on a small number of Key Performance Indicators (KPIs) that matter as we believe that too many KPIs can result in competing objectives and dilute the incentive value to the participant.

Executive KMP KPIs include two critical measures of business strength, shared by all, NPAT and CFO, plus up to four business building KPIs (individual, business unit, operations, function or research related) – with the majority weighting on the financial KPIs. This STI opportunity is based on a percentage of Fixed Reward and is tested and awarded annually in cash subject to achievement of KPIs.

### 4.2.4 Alignment Component (LTI)

The objective of this component is to build economic alignment between executive KMP and shareholders.

Equity grants, in the form of Performance Share Units (PSUs), vest in equal tranches on the first, second, third and fourth anniversaries of grant, subject to continuing employment, meeting a minimum individual performance rating and achievement of an absolute return measure - a seven year rolling average Return on Invested Capital (ROIC) hurdle set by the Board each year. All four tranches of the grant will have the same ROIC hurdle. Executive KMP will be granted PSUs at face value. To the extent that threshold and target performance hurdles are achieved, one CSL share will be delivered for each PSU that vests.

We continue to shift the risk in our pay-mix towards higher levels of performance based pay as a proportion of Total Reward to better align with our peer reference groups and to build alignment and focus on responsibly achieving what matters. In this regard, it will be necessary to increase equity allocations and it is proposed to do this over the next few years.

A minimum shareholding guideline was introduced to further reinforce the alignment between executive KMP and shareholders. A description of the guideline can be found in section 3.5.

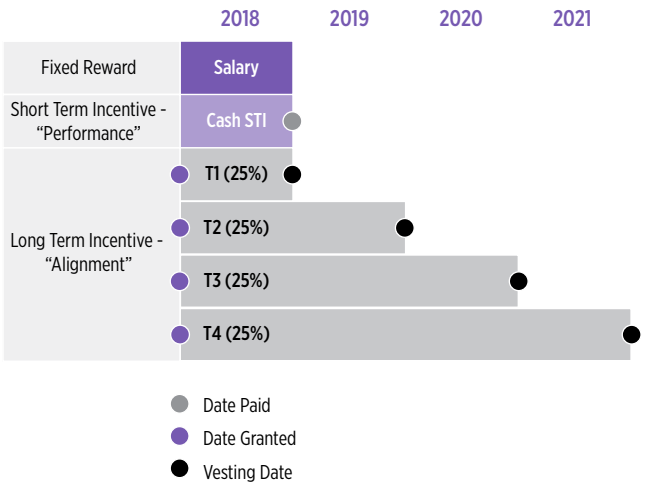
### 4.2.5 Leading and Managing Modifier

The Board has the discretion to apply a 'Leading and Managing' modifier to both the Performance (STI) and Alignment (LTI) components of executive KMP. The Board's objective is to formally recognise the importance of CSL's culture including leadership behaviours, values and diversity objectives without shifting focus away from the financial and operational KPIs.

The modifier allows for the Board to adjust in exceptional circumstances +20% / -50% of short term annual incentive earned, and/or long term equity incentive opportunity granted. In particular, the capacity for downward adjustment provides the Board with the ability to adjust for adverse management behaviour at a level below that requiring application of the malus and clawback policy.

### 4.2.6 Current Executive Remuneration Framework – Potential Remuneration Delivery

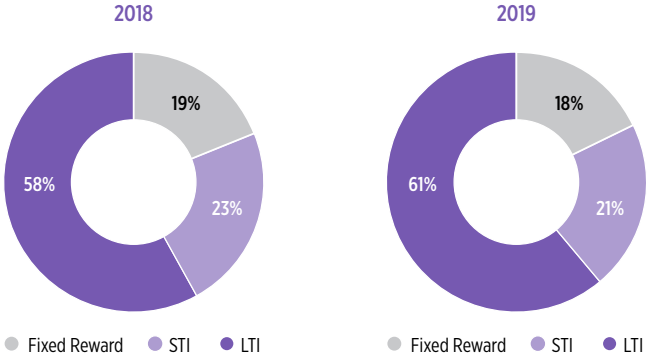
The diagram below shows the period over which potential 2018 remuneration is delivered and when the awards vest.



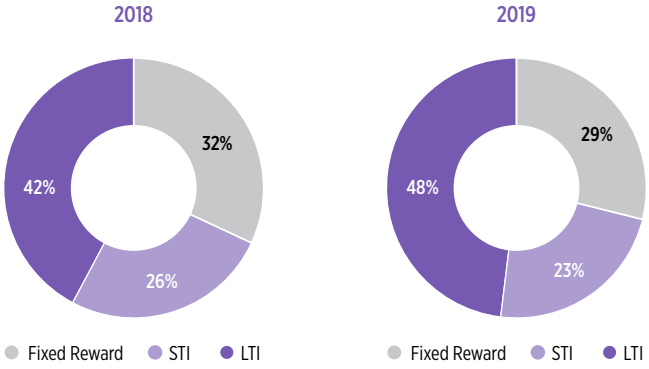

## 4.3 Executive KMP Pay-Mix

As described in section 1 the remuneration framework for executive KMP was changed on 1 July 2017. Our pay-mix continues to shift towards higher levels of performance based pay, specifically the LTI opportunity and we will continue to rebalance the pay-mix over the coming two years. The graphs below show each of the components as a percentage of Total Target Reward for the 2018 and 2019 financial years. For executive KMP this calculation is a weighted average. Reward changes in both 2018 and 2019 are included in section 8 of this Report.

**CEO AND MANAGING DIRECTOR**




**EXECUTIVE KMP**



### 4.4 Short Term Incentive (STI)

In July 2017 a new STI plan was implemented for executive KMP. Measuring performance over an annual period and paid in cash, the plan incentivises executive KMP to work together to achieve a small group of key short term objectives that really matter, providing them with the latitude to identify and manage the actions needed to build the business, without competing objectives.

Each executive KMP has a maximum of six KPIs. The KPIs are made up of two critical measures of CSL business strength, shared by all participants - NPAT and CFO, plus up to four individual business building KPIs.

KPIs are challenging and not just duties expected of an executive KMP in the normal course of their role. There must be real difference between under achieve / achieve / over achieve targets and measures, set so that a challenging but meaningful incentive is provided. Hurdles are set at threshold, target and maximum levels of performance. The KPIs and hurdles are set to drive business performance and the creation of shareholder value. The key features of the program for cash awards for the year ended 30 June 2018 (paid in September 2018) are detailed as follows.

| FEATURE | DESCRIPTION | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Performance Period** | Annual aligned with the financial year 1 July 2017 to 30 June 2018 | | | | | | | |
| **Performance Measures** | ***Financial Performance*** | | | | ***Individual Performance*** | | | |
| | Top line growth is the foundation of long term sustainability and evidences our competitive advantage, whilst pursuing profitable growth aligns employee and shareholder objectives. The financial performance measures are NPAT and CFO. NPAT is measured at constant currency and CFO is a reported rate | | | | Individual performance hurdles align with strategic priorities, encourage appropriate decision making, and balance performance in non-financial priorities. The individual performance measures are based on individual responsibilities and categories include divisional performance, achievement of strategic objectives and improvement in operations, risk management, compliance, health and safety and quality | | | |
| **KPI Weighting** | ***Executive*** | ***NPAT*** | ***CFO*** | ***Individual*** | ***Executive*** | ***NPAT*** | ***CFO*** | ***Individual*** |
| | P Perreault | 50% | 50% | - | D Lamont | 35% | 35% | 30% |
| | G Boss | 30% | 30% | 40% | G Naylor | 15% | 15% | 70% |
| | W Campbell | 35% | 35% | 30% | L Reed | 30% | 30% | 40% |
| | A Cuthbertson | 30% | 30% | 40% | V Romberg | 30% | 30% | 40% |
| | K Etchberger | 30% | 30% | 40% | E Walker | 30% | 30% | 40% |
| **Performance Hurdles** | ***Performance Level*** | | ***STI Outcome*** | | | | | |
| | Below Threshold | | 0% earned | | | | | |
| | Between Threshold and Target | | 50% earned on achievement of threshold level performance, increasing on a straight-line basis to 100% earned on achievement of target level performance | | | | | |
| | Target | | 100% earned | | | | | |
| | Maximum | | 100% earned at target level performance, increasing on a straight-line basis to 150% earned on achievement of maximum level performance (capped) | | | | | |
| | The above STI Outcome percentages are then multiplied by the KPI weighting and individual STI opportunity (as disclosed in Table 3) to determine the payment amount | | | | | | | |
| **Cessation of Employment** | A "good leaver" (such as retirement) may receive a pro-rata payment based on time elapsed since the start of the Performance Period, subject to Performance Measures being met | | | | | | | |
| **Performance Review Process** | A formal review of executive KMP progress against objectives is conducted twice annually by the CEO and annually by the Board for the CEO. Following the full year performance review, the CEO makes recommendations in respect of executive KMP to the HRRC. The HRRC and the Board assess individual performance against objectives at the end of the financial year, and approve the actual STI payments to be made. The Board may adjust STI outcomes | | | | | | | |

### 4.5 Long Term Incentive (LTI)

The table to the right describes the equity grant made in October 2017 - the first grant under the new remuneration framework. The LTI program has been simplified to a single equity instrument, PSUs, which are hurdled. A face value equity allocation methodology is used with the number of PSUs granted being based on an executive KMP's Board approved equity opportunity, and a volume weighted average share price based on the market price of a CSL share at the time of grant.

The performance hurdle is a seven year rolling average Return on Invested Capital (ROIC) measure, focusing executives on achieving CSL's long term objectives and to align with shareholder returns. This measure was selected as the Board considers it a measurement of real achievement over an appropriate time period for our R&D and capacity investment cycle. Developing a new medical product can take more than ten years from science to manufacturing to market. We manage our business to support our investments and have decided to align our senior executives' equity interests in CSL by rewarding sustainable ROIC outcomes over the longer term.

The Board establishes a ROIC hurdle for each annual grant taking into consideration the CSL budget and longer term forecast annual ROIC over the four year term of the grant, together with the historical annual ROIC achieved that will form part of the performance test over the four year annual testing period. The ROIC hurdle established is tested against market analyst consensus for reasonableness. The Board also reviews peer group ROIC numbers to ensure the performance levels we are targeting are appropriate.

### 4.6 Leading and Managing Modifier

The Board, based on recommendations from the CEO for executive KMP, and the HRRC for the CEO, will have the discretion to apply a 'Leading and Managing' modifier to both the STI and LTI opportunity – allowing for recognition of extraordinary contribution in exceptional circumstances or significant leadership failure. In 2018 the Leading and Managing Modifier was not used.

| FEATURE | DESCRIPTION | |
|---|---|---|
| **Summary** | A 'right' to a CSL share (i.e. full value instrument) | |
| **Security** | Performance Share Unit (PSU) | |
| **Performance Period** | Tranche 1 - 1 July 2011 to 30 June 2018; Tranche 2 - 1 July 2012 to 30 June 2019; Tranche 3 - 1 July 2013 to 30 June 2020; and Tranche 4 - 1 July 2014 to 30 June 2021 | |
| **Performance Measure** | Return on Invested Capital | |
| **Performance Target** | Threshold – 24.0%<br>Target – 27.0% | |
| **Vesting Schedule** | ***Performance Level*** | ***Outcome as a % of target opportunity*** |
| | Below Threshold | 0% earned |
| | Between Threshold and Target | 50% earned on achievement of threshold level performance, increasing on a straight-line basis to 100% earned on achievement of target level performance |
| | Target | 100% earned |
| | Above Target | Outcome capped at 100% - cannot exceed target |
| **Vesting Date** | Tranche 1 (25% of award granted) - 1 September 2018; Tranche 2 (25% of award granted) - 1 September 2019 ; Tranche 3 (25% of award granted) - 1 September 2020; and Tranche 4 (25% of award granted) - 1 September 2021 | |
| **Retesting** | No retest of any tranche | |
| **Cessation of Employment** | A "good leaver" (such as retirement) may retain a pro-rated number of PSUs based on time elapsed since grant date, subject to original terms and conditions including test date | |
| **Change of Control** | In the event of a change of control, the Board, in its absolute discretion, may determine that some or all of the awards vest having regard to the performance of CSL during the vesting period to the date of the change of control event. Vesting may occur at the date of the change of control event or an earlier vesting date as determined by the Board | |
| **Dividends** | No dividends are paid on unvested awards. Executive KMP are only eligible for dividends once the PSUs have vested and shares have been allocated | |

### 4.7 Global Pharmaceutical/Biotechnology Peer Group

The global pharmaceutical/biotechnology industry peer group serves as a primary reference group for remuneration benchmarking, created such that CSL falls in the middle of the group with respect to market capitalisation and revenue. The group represents global industry peers, and is updated annually. The peer group in 2018 included: Alexion Pharmaceuticals, Inc.; Allergan plc; AstraZeneca PLC; Bayer Aktiengesellschaft; Biogen Inc.; BioMarin Pharmaceutical Inc.; Celgene Corporation; Eli Lilly and Company; Endo International plc; Gilead Sciences Inc.; Grifols, S.A.; Incyte Corporation; Jazz Pharmaceuticals Public Limited Company; Merck Kommanditgesellschaft auf Aktien; Novo Nordisk A/S; Regeneron Pharmaceuticals, Inc.; Shire plc; UCB SA; United Therapeutics Corporation; Vertex Pharmaceuticals Incorporated. This peer group will also be used in 2019.

CSL also compares executive KMP reward levels to general industry pay in the global pay markets in which we operate. This provides a better understanding of the position of the global pharmaceutical/biotechnology sector compared to the broader market in each geography. On an annual basis the HRRC will determine peer group relevancy for any individual executive KMP position.

### 4.8 Malus and Clawback Policy

CSL operates a Malus and Clawback Policy. "Malus" means adjusting or cancelling all or part of an individual's variable remuneration as a consequence of a materially adverse development occurring prior to payment (in the case of cash incentives) and/or prior to vesting (in the case of equity incentives). "Clawback" means seeking recovery of a benefit paid to take into account a materially adverse development that only comes to light after payment, including shares delivered post vesting.

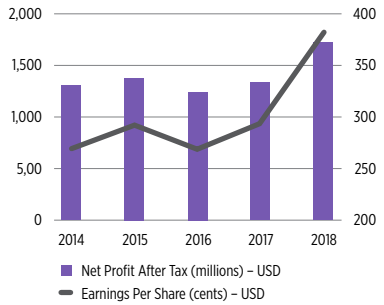
The Board, in its discretion, may apply the policy to any incentive provided to a senior executive, including a former senior executive, in the event of a material misstatement or omission in the financial statements of a Group company or the CSL Group, or other material error, or in the event of fraud, dishonesty or other serious and wilful misconduct involving a senior executive, leading to a senior executive receiving a benefit greater than the amount which would have been due based on the corrected financial statements or had the error or misconduct not occurred.

## 5. CSL Performance and Shareholder Returns

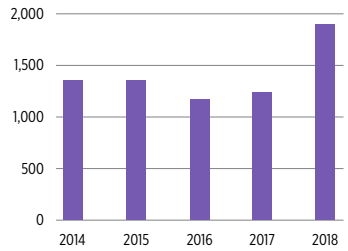
### 5.1 Financial Performance from 2014 to 2018

The following graphs summarise key financial[2] performance over the past five financial years.

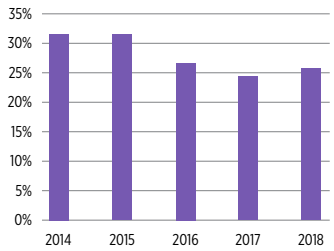
Net Profit After Tax/Earnings per Share (USD)



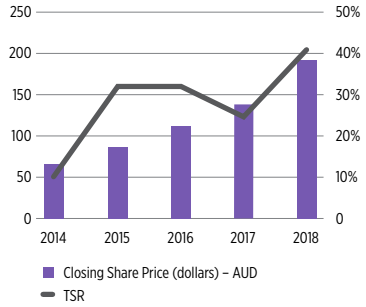

Cash inflow From Operating Activities (millions USD)



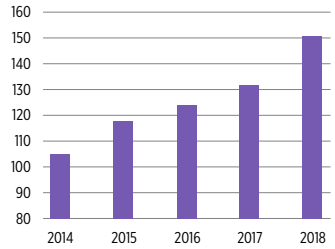

Annual Return on Invested Capital




Closing Share Price (at 30 June AUD) / Total Shareholder Return




Total Dividends per Share (cents USD)




[2] The 2016 Annual Return on Invested Capital figure includes the gain on acquisition of Novartis' global influenza vaccine business of US$176.1m. The Total Dividends per Share is the actual total dividends paid within the financial year.

During 2018 the CSL Board completed the buy-back program with a total of approximately 1.1m shares (A$150m) purchased on-market in 2018. The buy-back policy had been in operation for the past eight years improving the efficiency of the balance sheet. Through these buybacks, all CSL shareholders benefited from improved investment return ratios, including earnings per share and return on equity. Whilst the buybacks have been largely funded by debt, they do not impact ROIC. This is because the increase in net debt is directly offset by the decline in equity, and the financing cost of the share buy-back does not impact Earnings Before Interest and Tax.

### 5.2 CSL – Achievement of Our Goals and Financial Performance

The following performance outcomes were achieved resulting in above target STI payment outcomes (see Table 3). Additional quantitative objectives, which were also integral to the achievement of individual performance, were considered by the Board when assessing executive KMP performance, remain confidential for commercial reasons.

**TABLE 2: CSL ACHIEVEMENTS IN 2018**

| GROWTH | EFFICIENCY | INFLUENZA | INNOVATION | PEOPLE AND CULTURE |
|---|---|---|---|---|
| • Reported NPAT – above target performance of US$1,728.9m;<br>• Reported CFO - above target performance of US$1,902.1m;<br>• Exceptionally strong performance across all businesses;<br>• Acquisition in China of plasma-derived therapies manufacturer Wuhan Zhong Yuan Rui De Biological Products Co. Ltd.;<br>• Successful launch of Haegarda® in the US; and<br>• Successful launch of 10 products across 17 countries in all four regions. | • 27 Plasma centres opened taking our total to 206 globally;<br>• New Donor Management System rolled out;<br>• Major capital projects on track; and<br>• Successful implementation at our first site in Bern, Switzerland of the new Enterprise Resource Planning (ERP) system. | • Seqirus reported Earnings Before Tax and Interest – above target performance at US$52.4m;<br>• FLUAD® approved in the UK;<br>• Holly Springs, US doses produced quadrupled; and<br>• Successful implementation of the Seqirus ERP system. | • Acquisition and successful integration of Calimmune into CSL;<br>• CSL 112 phase III study commenced;<br>• Vitaeris collaboration on the emerging transplant franchise;<br>• Privigen® approved for CIDP in the US; and<br>• Hizentra® approved for CIDP in Europe and the US. | • Execution on our R&D growth initiative with over 300 hires completed;<br>• Employee engagement index above global IBM norm; and<br>• CSL Limited named among the top 50 employers in the world by Forbes Magazine. |

## 6. Executive Key Management Personnel Outcomes in 2018

### 6.1 STI Outcomes by Executive KMP in 2018

2018 has been an exceptionally strong year of performance for CSL, delivering against our strategy and delivering sector leading financial outcomes and returns to our shareholders. Over the past 12 months CSL's share price has grown 40% from A$138.03 to A$192.62. The STI outcomes for executive KMP in 2018 are reflective of this performance.

Financial performance of CSL makes up the majority weighting of the KPIs for executive KMP, incentivising the delivery of strong financial performance. In 2018 the financial performance measures were NPAT and CFO and both of these outcomes were above target performance with the CFO outcome exceeding the maximum level of performance. The remaining KPIs measured individual performance. Achievements that contributed to the outcomes detailed in Table 3 below can be found in Table 2 of this Report.

**TABLE 3: STI OUTCOMES IN 2018**

| Executive | STI opportunity at Target level hurdle as a % of FR | STI opportunity at Maximum level hurdle as a % of FR | STI earned as % of Target level opportunity | STI earned as % of FR | Value of STI Earned (US$)[3] | Financial Performance % Weighting | Financial Performance Outcome | Individual Performance % Weighting | Individual Performance Outcome |
|---|---|---|---|---|---|---|---|---|---|
| **P Perreault** | 120% | 180% | 143% | 172% | 3,008,183 | 100% | Between Target and Maximum | - | - |
| **G Boss** | 75% | 113% | 132% | 99% | 596,542 | 60% | Between Target and Maximum | 40% | Between Target and Maximum |
| **W Campbell**[4] | 85% | 128% | 148% | 105% | 630,135 | 70% | Between Target and Maximum | 30% | Between Target and Maximum |
| **A Cuthbertson** | 85% | 128% | 138% | 118% | 892,908 | 60% | Between Target and Maximum | 40% | Between Target and Maximum |
| **K Etchberger** | 75% | 113% | 131% | 98% | 540,990 | 60% | Between Target and Maximum | 40% | Between Target and Maximum |
| **D Lamont** | 85% | 128% | 132% | 112% | 1,072,749 | 70% | Between Target and Maximum | 30% | Between Target and Maximum |
| **G Naylor** | 85% | 128% | 125% | 123% | 986,749 | 30% | Between Target and Maximum | 70% | Between Target and Maximum |
| **V Romberg** | 85% | 128% | 142% | 139% | 775,202 | 60% | Between Target and Maximum | 40% | Between Target and Maximum |
| **E Walker**[5] | 75% | 113% | 107% | 47% | 199,293 | 60% | Between Target and Maximum | 40% | Between Target and Maximum |
| *Former Executive Key Management Personnel* | | | | | | | | | |
| **L Reed**[6] | 75% | 113% | 128% | 60% | 272,768 | 30% | Between Target and Maximum | 70% | Between Target and Maximum |

[3] The Australian Dollar (AUD), British Pound (GBP) and Swiss Franc (CHF) awards during the year ended 30 June 2018 have been converted to US Dollars (USD) at an average rate for the 2018 financial year of AUD – 1.28996 / CHF – 0.96982 / GBP – 0.74249. Amount payable in September 2018.

[4] Reflects STI outcome for the period 1 September 2017 to 30 June 2018 being the period W Campbell was executive KMP.

[5] Reflects STI outcome for the period 1 December 2017 to 30 June 2018 being the period E Walker was executive KMP.

[6] Reflects STI outcome for the period 1 July 2017 to 30 November 2017 being the period L Reed was executive KMP.

### 6.2 LTI Outcomes by Executive KMP in 2018

The table below shows the performance of CSL against the targets for the 2012 and 2013 LTI awards, with performance periods ended in 2018. No Options were granted at 1 October 2012 or 2013, therefore no Options were tested. Executive Deferred Incentive Plan (EDIP) awards, granted in 2015 (grant date of 1 October 2014), vested at 100% and as a result of the share price at vesting there was an 80% growth in the value of each Notional Share that was cash settled. These are all awards under our legacy LTI frameworks.

**TABLE 4: LTI AWARDS TESTING OUTCOMES IN 2018**

| Grant Date | Tranche tested | Performance outcome | Vesting Outcome |
|---|---|---|---|
| **1 October 2012** | 2 (retest) | Annual EPS growth at 8.3% | EPSg - 2.5% vested[7] |
| **1 October 2013** | 1 (retest) | Annual EPS growth at 4.9% | EPSg - 0% vested[8] |
| | 2 | Annual EPS growth at 4.9% | EPSg - 0% vested[9] |
| | | RTSR ranking - Above MSCI Gross Pharmaceutical Index | rTSR - 100% vested |

[7] In October 2016 51.25% of the award vested based on the EPS outcome in 2016. This was a retest and an EPS outcome of 8.3% resulted in an additional 2.5% vesting. The remaining 46.25% of this award lapsed.

[8] This award has been lapsed in full as no vesting occurred in either 2017 or 2018.

[9] Unvested portion will be retested and reported in the 2019 Remuneration Report.

## 7. Executive Key Management Personnel Legacy Remuneration

Our legacy LTI programs will continue to be measured and reported through until the 2021 Remuneration Report. As a consequence of legacy plans and the new LTI framework, in 2019 we will have four different years of awards that will be tested and subsequently vested or lapsed based on performance. Based on the exceptionally strong performance of CSL over the performance period and the significant increase of the CSL share price since the grant of these awards, the value of any vesting achieved is expected to be high, in alignment with shareholder returns over the same period.

The following table sets out a preview of the awards that will be tested in 2019 for executive KMP with Table 6 providing the specific grant details for each executive KMP. The face value in Table 5 is provided in Australian Dollars.

**TABLE 5: LTI AWARDS DUE TO BE TESTED IN 2019**

| Grant Date | Security | Performance Measure | Exercise Price | Face Value of a CSL Share at Date of Grant A$ |
|---|---|---|---|---|
| **1 October 2013** | Right | EPSg | - | 64.53 |
| **1 October 2014** | Right | rTSR | - | 74.22 |
| **1 October 2014** | Right | EPSg | - | |
| **1 October 2014** | Option | Individual Performance | A$73.93 | |
| **1 October 2015** | Notional Share | Individual Performance | - | 89.94 |
| **1 October 2017**[10] | Performance Share Unit | ROIC | - | 133.96 |
| **1 October 2017** | Restricted Share Unit | Individual Performance | - | |

[10] E Walker had a portion of her Performance Share Units granted on 1 March 2018 where the face value of a CSL share on the date of grant was A$161.42.

**TABLE 6: EXECUTIVE KMP LTI OPPORTUNITY TO BE TESTED IN 2019**

| KMP | Number of Performance Rights | Number of Options | Number of Notional Shares | Number of Performance Share Units | Number of Restricted Share Units |
|---|---|---|---|---|---|
| **P Perreault** | 43,055 | 94,828 | 11,161 | 13,013 | - |
| **G Boss** | 9,944 | 21,137 | 2,332 | 2,082 | - |
| **W Campbell** | 5,784 | - | 2,359 | 2,632 | - |
| **A Cuthbertson** | 13,738 | - | 1,988 | 2,111 | - |
| **K Etchberger** | 8,744 | 18,593 | 2,131 | 1,902 | - |
| **D Lamont** | 15,278 | - | 2,010 | 2,039 | - |
| **G Naylor** | 16,924 | - | 1,611 | 2,732 | - |
| **V Romberg** | 6,205 | 19,709 | 3,464 | 2,298 | - |
| **E Walker** | - | - | 1,228 | 754 | 151 |

### 7.1 Key Characteristics of prior financial years Performance Right and Option grants

| Feature | 2013 - 2014 | 2015 - 2017 |
|---|---|---|
| **Grant Date** | 1 October 2012 (reported 2013 / expiry 30 September 2019) and 1 October 2013 (reported 2014 / expiry 30 September 2020) | 1 October 2014 (reported 2015 / expiry 30 September 2019), 1 October 2015 (reported 2016 / expiry 30 September 2020) and 1 October 2016 (reported 2017 / expiry 30 September 2021) |
| **Instrument** | Performance Rights | Options and Performance Rights |
| **Tranches** | Two tranches: T1 - 50% of grant and T2 - 50% | One tranche of Options and three tranches of Performance Rights |
| **Performance Period** | T1 – 3 years and T2 – 4 years | 4 years |
| **Performance Measure** | 50% of award: rTSR against the MSCI Gross Pharmaceutical Index<br>50% of award: EPSg | Options - individual performance measure<br>Performance Rights T1 – rTSR against selected global Pharmaceutical and Biotechnology companies, and T2 and T3 - EPSg |
| **Vesting Schedule** | rTSR at or below performance of Index – 0% vesting<br>rTSR exceeds performance of Index – 100% vesting<br>EPSg < 8% – 0% vesting<br>EPSg 8% to 12% - Straight line vesting from 50% to 100% vesting<br>EPSg 12% or above – 100% vesting | ***Tranche 1 - rTSR***<br>< 50th %ile – 0% vesting<br>50th %ile – 50% vesting<br>Between 50th and 75th %ile - Straight line vesting from 50% to 100% vesting<br>≥ 75th %ile – 100% vesting<br>***Tranche 2 – EPS target performance***<br>< 8% – 0% vesting<br>8% to 13% - Straight line vesting from 35% to 100% vesting<br>13% - 100% vesting<br>***Tranche 3 – EPS maximum performance***<br>13% - 0% vesting<br>13% to 15% - Straight line vesting from 0% to 100% vesting<br>15% - 100% vesting |
| **Exercise Price** | N/A | Options only: 2015 – A$73.93, 2016 – A$89.52 and 2017 – A$107.25 |
| **Retesting** | 1 retest per tranche, after an additional 12 months | No retest |

### 7.2 Key Characteristics of prior financial years Executive Deferred Incentive Plan grants

| Feature | 2014 - 2017 |
|---|---|
| **Grant Date** | 1 October 2014 (reported 2015), 1 October 2015 (reported 2016) and 1 October 2016 (reported 2017) |
| **Instrument** | Notional Shares |
| **Tranches** | One |
| **Performance Period** | Three years |
| **Performance Measure** | Individual performance measure |
| **Vesting Schedule** | 100% of performance measure met |
| **Exercise Price** | N/A |
| **Settlement** | Value of the award at vest is based on the five day weighted average share price up to the award maturity date multiplied by the number of Notional Shares held |
| **Retesting** | No retest |

## 8. Remuneration Changes in 2018 and 2019

### 8.1 Changes to Reward in 2018

For the 2018 year, the Board determined that the CEO would not receive an increase to any component of Total Reward as we looked to realign the overall pay-mix. For 2018, Mr Paul Perreault's salary remained at US$1,751,000, his STI target at 120%, with the maximum payout at 180% and the long term incentive (LTI) target of 310%.

For our executive KMP, an average Total Reward increase of 3% was applied, with the increase granted solely as hurdled Performance Share Units under the new LTI program (an average 7% increase to LTI target). These LTI target adjustments were made to improve the competitive positioning of roles within the market and also reweight the pay-mix towards alignment LTI opportunity.

The sum of the adjustments, expressed as a percentage change to prior year, are summarised at the Total Reward item in Table 7 (presented in US Dollars). No data is reported for Mr William Campbell or Ms Elizabeth Walker as they were not executive KMP when recommendations were made.

### 8.2 Changes to Reward in 2019

Aligning executive KMP rewards with shareholder outcomes and the long term performance of the organisation is a key driver of our reward strategy. The Board has resolved that our CEO, while driving market leading performance, will receive no increase to Fixed Reward or STI, at target or maximum, however we will rebalance Total Reward toward the long-term equity component over the coming two years. In 2019 we will increase the LTI target opportunity by 13% taking the target from the current 310% to 350%, with an anticipated further increase in 2020. This long term equity component will remain subject to performance and service conditions. This increase is not only reflective of strong performance and leadership but also better aligns the CEO towards the market median of our global pharmaceutical/biotechnology peer group.

Further to this, in 2019 we will increase the LTI target opportunity of our executive KMP by an average of 30% to not only drive long term performance delivery for CSL but to also better align our LTI targets within our global pharmaceutical/biotechnology peer group. Further increases to LTI targets will be applied in 2020. While no increase to STI targets or maximum opportunity is being granted, the Board has determined, after a freeze on Fixed Reward increases in 2018, an average increase of 4% to Fixed Reward. These increases have been provided to reflect market movement, appropriately recognise the skills and experience of our executive KMP and to position those below the market median more competitively within the market range.

**TABLE 7: 2018 ADJUSTMENTS TO CEO AND EXECUTIVE KMP REWARD EFFECTIVE FROM 1 JULY 2017**

| Executive | % change in FR | % change in STI opportunity at target | % change in LTI opportunity at target | Total Reward Adjustment % | Total Reward Adjustment $ |
|---|---|---|---|---|---|
| P Perreault | 0% | 0% | 0% | 0% | - |
| G Boss | 0% | 0% | 7% | 3% | 54,272 |
| A Cuthbertson | 0% | 0% | 15% | 5% | 113,853 |
| K Etchberger | 0% | 0% | 7% | 3% | 49,595 |
| D Lamont | 0% | 0% | 10% | 3% | 76,654 |
| G Naylor | 0% | 0% | 8% | 3% | 83,275 |
| V Romberg | 0% | 0% | 7% | 3% | 64,158 |
| *Former Executive Key Management Personnel* | | | | | |
| L Reed | 0% | 0% | 7% | 3% | 40,789 |
| R Repella | 0% | 0% | 0% | 0% | - |

**TABLE 8: 2019 ADJUSTMENTS TO CEO AND EXECUTIVE KMP REWARD EFFECTIVE FROM 1 JULY 2018**

| Executive | % change in FR | % change in STI opportunity at target | % change in LTI opportunity at target | Total Reward Adjustment % | Total Reward Adjustment $ |
|---|---|---|---|---|---|
| P Perreault | 0% | 0% | 13% | 8% | 700,400 |
| G Boss | 3% | 0% | 25% | 13% | 250,257 |
| W Campbell | 3% | 0% | 13% | 8% | 171,300 |
| A Cuthbertson | 3% | 0% | 79% | 32% | 732,837 |
| K Etchberger | 3% | 0% | 25% | 13% | 228,686 |
| D Lamont | 3% | 0% | 46% | 17% | 443,632 |
| G Naylor | 3% | 0% | 4% | 3% | 95,304 |
| V Romberg | 6% | 0% | 24% | 14% | 270,175 |
| E Walker | 4% | 0% | 26% | 14% | 191,250 |

### 8.3 Executive KMP Remuneration Received in 2018 – 'Take-Home' Pay

Table 9 shows the actual 'take-home' pay of executive KMP for the year ended 30 June 2018 in US Dollars. This is a voluntary disclosure which the Board believes is simple and affords a transparent view of what executive KMP actually earned in 2018.

The main difference between actual 'take-home' pay disclosures, and the statutory disclosures in section 11, is the inclusion of 'opportunity' to earn performance based pay on achievement of hurdles in the statutory disclosures. The 'take-home' pay table details the actual vesting outcomes during 2018.

Some of the 'take-home' pay in the table was earned over the previous three to five years, but was not paid until 2018. This includes cash settled deferred STI earned in 2015, cash settled LTI earned between 2015 and 2018 and equity settled LTI earned over five years from 2013 to 2018. The significant increase in the CSL share price over the period of grant to vest has provided executive KMP with a significant increase in value of the LTI component of reward.

**TABLE 9: EXECUTIVE KMP REMUNERATION RECEIVED OR AVAILABLE AS CASH IN 2018**

| Executive | 2018 Total Fixed Reward[11] | 2018 Short Term Incentive[12] | Cash Settled Deferred STI in 2018[13] | Total STI Received | Cash Settled LTI in 2018[14] | LTI Vested in 2018[15] | Total LTI Received | Total Reward Received |
|---|---|---|---|---|---|---|---|---|
| **Period Earned** | **2018** | **2018** | **2015 – 2018** | **2015 - 2018** | **2014 – 2018** | **2013 - 2018** | **2013 - 2018** | **2013 - 2018** |
| **P Perreault** | 1,823,279 | 3,008,183 | 918,249 | 3,926,432 | 1,091,341 | 553,437 | 1,644,778 | 7,394,489 |
| **G Boss** | 663,219 | 596,542 | - | 596,542 | 228,051 | 185,972 | 414,023 | 1,673,784 |
| **W Campbell**[16] | 571,444 | 630,135 | - | 630,135 | 226,285 | - | 226,285 | 1,427,764 |
| **A Cuthbertson** | 791,828 | 892,908 | 330,392 | 1,223,300 | 181,111 | 309,881 | 490,992 | 2,506,120 |
| **K Etchberger** | 612,075 | 540,990 | - | 540,990 | 200,531 | 162,917 | 363,448 | 1,516,513 |
| **D Lamont** | 976,546 | 1,072,749 | - | 1,072,749 | 1,090,406 | - | 1,090,406 | 3,139,701 |
| **G Naylor** | 1,132,891 | 986,749 | 417,887 | 1,404,636 | 148,295 | 385,931 | 534,226 | 3,071,753 |
| **V Romberg** | 802,326 | 775,203 | - | 775,203 | 262,217 | 123,799 | 386,016 | 1,963,545 |
| **E Walker**[17] | 267,061 | 199,293 | - | 199,293 | - | - | - | 466,354 |
| *Former Executive Key Management Personnel* | | | | | | | | |
| **L Reed**[18] | 201,953 | 272,768 | - | 272,768 | 160,445 | - | 160,445 | 635,166 |
| **R Repella**[19] | 117,321 | - | - | - | - | - | - | 117,321 |

[11] Includes base salary, retirement / superannuation benefits, other benefits such as insurances, expatriate assignment benefits (school fees, tax services) and allowances paid in 2018.

[12] Relates to STI earned in 2018 and will be paid in September 2018 (refer to section 6.1).

[13] Relates to the deferred component (33%) of STI earned in the financial year 2015 (cash portion paid in September 2017). Note STI deferral ceased to operate in the calendar year 2015 and deferral from financial year 2016 (maturity in 2018) will be the final deferral amount to be reported (reported in the 2019 Remuneration Report).

[14] Value of awards vested at 30 September 2017 under the Executive Deferred Incentive Plan (EDIP) and paid in October 2017 (refer to section 7.2). Includes commencement benefit for D Lamont.

[15] Value of LTI vested at 19 October 2017 (Performance Rights) that became unrestricted (refer to section 7.1).

[16] Reflects 'take-home' pay for the period 1 September 2017 to 30 June 2018 being the period W Campbell was executive KMP.

[17] Reflects 'take-home' pay for the period 1 December 2017 to 30 June 2018 being the period E Walker was executive KMP.

[18] Reflects 'take-home' pay for the period 1 July 2017 to 30 November 2017 being the period L Reed was executive KMP.

[19] Reflects 'take-home' pay for the period 1 July 2017 to 31 August 2017 being the period R Repella was executive KMP.

## 9. Executive Key Management Personnel Contractual Arrangements

### 9.1 Contractual provisions for executive KMP

Executive KMP are employed on individual service contracts that outline the terms of their employment, which include:

| Duration of contract | Notice Period Employee | Notice Period CSL* | Termination Payment |
|---|---|---|---|
| **No Fixed Term** | Six months | Six months | 12 months |

*CSL may also terminate at any time without notice for serious misconduct and/or breach of contract.

### 9.2 Other Transactions

No loans or related party transactions were made to executive KMP or their associates during 2018.

## 10. Non-Executive Director Remuneration

### 10.1 NED fee policy

| Feature | Description |
|---|---|
| **Strategic objective** | CSL's NED fee arrangements are designed to appropriately compensate suitably qualified directors, with appropriate experience and expertise, for their Board responsibilities and contribution to Board committees. In the 2018 year, the Board had three Committees for which fees were payable |
| **Maximum aggregate fees approved by shareholders** | The current maximum aggregate fee pool of A$4,000,000 was approved by shareholders on 12 October 2016 and has applied from 1 July 2016. Actual NED fees paid during the year (including superannuation contributions and Committee fees) is within this agreed limit, and totalled A$2,556,300. NEDs may be reimbursed for reasonable expenses incurred by them in the course of discharging their duties and this reimbursement is not included within this limit |
| **Remuneration reviews** | The Board reviews NED fees on an annual basis in line with general industry practice. Fees are set with reference to the responsibilities and time commitments expected of NEDs along with consideration to the level of fees paid to NEDs of comparable Australian companies |
| **Independence** | To ensure independence and impartiality is maintained, NEDs do not receive any performance related remuneration |
| **NED Equity** | In July 2018 a new NED Rights Plan was introduced to enable NEDs to build up meaningful levels of equity more quickly. Under the plan NEDs will sacrifice at least 20% of their pre-tax base fee in return for a grant of Rights, each Right entitling a NED to acquire one CSL share at no cost. At the end of a nominated restriction period, of three to fifteen years, the NED will be able to access their shares.<br><br>The previous NED equity plan ceased operation on 30 June 2018. Under the plan NEDs received at least 20% of their post-tax base fee (excluding superannuation) in the form of shares. These acquisitions were facilitated through the NED Share Plan which was approved by shareholders in 2002. On-market purchases under the plan were made twice yearly, following the announcement of CSL's half and full year results<br><br>Additional shares may be purchased by NEDs on-market at prevailing share prices in accordance with CSL's Securities Dealing Policy |
| **Post-Employment Benefits** | Superannuation contributions are made in accordance with legislation and are included in the reported base fee, and are not additional to the base fee. NEDs are not entitled to any compensation on cessation of appointment |
| **Contracts** | NEDs are appointed under a letter of appointment and are subject to ordinary election and rotation requirements as stipulated in the ASX Listing Rules and CSL Limited's constitution |

### 10.2 NED fees in 2018

The following table provides details of current Board and Committee fees from 1 July 2016 as no increase was applied at 1 July 2017. Committee fees are not payable to the Chairman or to members of the Nomination Committee or the Securities & Market Disclosure Committee.

**TABLE 10: NED FEES FOR 2018**

| | | |
|---|---|---|
| **Board Chairman Fee** | A$700,000 | |
| **Board NED Base Fee** | A$212,000 | |
| **Committee Fees** | **Committee Chair** | **Committee Member** |
| Audit & Risk Management | A$54,000 | A$28,000 |
| Human Resources & Remuneration | A$54,000 | A$28,000 |
| Innovation & Development | A$54,000 | A$28,000 |

### 10.3 NED fees in 2019

In 2018, following an external review of fees paid by ASX Top 12 companies where CSL sat at the median for market capitalisation, the Board determined to increase NED fees for the 2018 financial year. The increases have been applied to take fees to the median of the peer group and ensure a competitive reward package. From 1 July 2018 the Board Chairman fee will increase to A$782,500 and the Board NED Base Fee to A$227,500; The Audit and Risk Committee Chair fee will increase to A$64,550 and the Committee Member fee to A$31,750. There will be no change to the Committee Chair and Member fees for the Human Resources and Remuneration Committee and Innovation and Development Committee fees as these committees are competitively positioned.

From 1 July 2018 a new Corporate Governance and Nomination Committee will be formed. The Committee Chair fee will be A$28,000 and the Member fee A$14,000. Following these fee increases and the introduction of the new Corporate Governance and Nomination Committee, the NED fee spend will increase by 20% to A$3,076,550. The total spend is 77% of the shareholder approved fee pool.

### 10.4 Other Transactions

No loans were made to NEDs during 2018. NEDs and their related entities conducted the following transactions with CSL, as part of a normal supplier relationship on 'arm's length' terms:

- CSL Behring in Australia has entered into an agreement to make a research grant to the Australia and New Zealand College of Anaesthetists (ANZCA), of which Mr Bruce Brook is a member of the Board of Governors;
- CSL has entered into a number of contracts, including collaborative research agreements, with Monash University, of which Dr Megan Clark AC is a member of Council;
- Financial services provided by Bank of America Merrill Lynch of which Dr Megan Clark AC is a member of the Australian Advisory Board;
- CSL has entered into a number of contracts, including collaborative research agreements, with the Walter and Eliza Hall Institute for Medical Research (WEHI), of which Ms Marie McDonald is a director;
- Corporate accounts with CityLink, operated by Transurban Group of which Ms Christine O'Reilly is a Director;
- Corporate accounts with Energy Australia of which Ms Christine O'Reilly was a Director during the year;
- CSL has entered into a research collaboration with the Baker Heart and Diabetes Institute, of which Ms Christine O'Reilly is a Director; and
- CSL has a commercial relationship to acquire laboratory supplies from Agilent Technologies, of which Dr Tadataka Yamada KBE is a Director.

During 2018, CSL completed two on-market purchases of shares for the purposes of the NED Share Plan. A total of 1,554 shares were purchased during the reporting period and the average price paid per share was A$139.97

## 11. Statutory Tables

### 11.1 Currency Reporting

Remuneration is reported in US Dollars (USD), unless otherwise stated. This is consistent with the presentation currency used by CSL. Remuneration for executive KMP outside the US is paid in local currency and converted to USD based on the average exchange rate for the 2018 financial year: AUD – 1.28996 / CHF - 0.96982 / GBP – 0.74249. Valuation of equity awards was converted from Australian Dollars (AUD) to USD at the average exchange rate of 1.28996 for the 2018 financial year.

## 11.2 Executive KMP Remuneration for 2017 and 2018

### TABLE 11: STATUTORY REMUNERATION DISCLOSURE – EXECUTIVE KMP REMUNERATION (US DOLLARS)

| | | Short Term Benefits | | | Post Employment | Other Long-Term | | Share Based Payment[21] | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Executive | Year[20] | Cash salary and fees[22] | Cash bonus[23] | Non-monetary[24] | Superannuation | LSL | Deferred STI[25,26] | Performance Rights | Options | Performance Share Units | Restricted Share Units | EDIP[27] | Total | % of remuneration performance related |
| **P Perreault –** CEO and Managing Director | **2018** | **1,744,266** | **3,008,183** | **53,029** | **19,250** | **-** | **578,482** | **1,114,346** | **1,199,370** | **2,149,557** | **-** | **1,399,962** | **11,266,445** | **84%** |
| | 2017 | 1,845,277 | 2,382,060 | 62,080 | 18,550 | - | 698,459 | 857,634 | 1,030,262 | - | - | 1,286,509 | 8,180,831 | 76% |
| **G Boss -** EVP Legal & Group General Counsel | **2018** | **621,488** | **596,542** | **40,939** | **19,250** | **-** | **-** | **115,278** | **213,507** | **343,897** | **-** | **295,739** | **2,246,640** | **70%** |
| | 2017 | 593,176 | 502,374 | 38,266 | 18,550 | - | - | 172,160 | 189,167 | - | - | 273,964 | 1,787,657 | 64% |
| **W Campbell[28] -** EVP & Chief Commercial Officer | **2018** | **524,215** | **630,135** | **51,694** | **19,750** | **-** | **-** | **184,341** | **-** | **434,786** | **-** | **81,209** | **1,926,130** | **69%** |
| | 2017 | - | - | - | - | - | - | - | - | - | - | - | - | - |
| **A Cuthbertson -** Chief Scientific Officer | **2018** | **723,288** | **892,908** | **29,944** | **19,380** | **22,401** | **191,369** | **107,067** | **-** | **348,670** | **-** | **266,960** | **2,601,987** | **69%** |
| | 2017 | 733,099 | 726,815 | 29,944 | 26,310 | 49,804 | 241,138 | 229,554 | - | - | - | 214,049 | 2,250,713 | 63% |
| **K Etchberger -** EVP Quality & Business Services | **2018** | **572,245** | **540,990** | **44,493** | **16,532** | **-** | **-** | **112,798** | **193,272** | **314,201** | **-** | **269,954** | **2,064,485** | **69%** |
| | 2017 | 542,899 | 434,274 | 41,940 | 17,326 | - | - | 153,760 | 171,085 | - | - | 241,461 | 1,602,745 | 62% |
| **D Lamont -** Chief Financial Officer | **2018** | **990,076** | **1,072,749** | **14,747** | **19,380** | **23,760** | **-** | **510,879** | **-** | **336,795** | **-** | **369,049** | **3,337,435** | **69%** |
| | 2017 | 948,317 | 865,387 | 14,746 | 26,310 | 22,689 | - | 312,651 | - | - | - | 430,772 | 2,620,872 | 61% |
| **G Naylor -** President, Seqirus | **2018** | **1,152,085** | **986,749** | **70,870** | **56,928** | **20,693** | **235,055** | **133,956** | **215,776** | **451,286** | **-** | **192,877** | **3,516,275** | **63%** |
| | 2017 | 800,103 | 721,120 | 49,479 | 26,310 | 22,925 | 298,527 | 297,204 | 185,784 | - | - | 164,234 | 2,565,686 | 65% |
| **V Romberg -** EVP Manufacturing Operations & Planning | **2018** | **678,060** | **775,203** | **143,216** | **17,528** | **-** | **75,992** | **175,353** | **193,104** | **379,559** | **-** | **437,641** | **2,875,656** | **71%** |
| | 2017 | 649,297 | 623,718 | 143,714 | 21,072 | - | 42,182 | 151,809 | 170,280 | - | - | 347,113 | 2,149,185 | 62% |
| **E Walker[29] -** EVP & Chief Human Resources Officer | **2018** | **240,843** | **199,293** | **19,144** | **-** | **-** | **-** | **-** | **-** | **101,017** | **19,370** | **117,754** | **697,421** | **63%** |
| | 2017 | - | - | - | - | - | - | - | - | - | - | - | - | - |
| **L Reed[30] -** SVP Human Resources (Former Executive Key Management Personnel) | **2018** | **188,833** | **272,768** | **10,431** | **2,688** | **-** | **-** | **102,018** | **101,038** | **-** | **-** | **169,552** | **847,328** | **76%** |
| | 2017 | 457,186 | 362,258 | 23,845 | 20,295 | - | - | 102,061 | 133,385 | - | - | 193,840 | 1,292,870 | 61% |
| **R Repella[31] -** EVP Commercial Operations (Former Executive Key Management Personnel) | **2018** | **114,237** | **-** | **3,961** | **-** | **-** | **28,920** | **(30,063)** | **40,904** | **-** | **-** | **161,321** | **319,280** | **63%** |
| | 2017 | 650,858 | 766,480 | 41,957 | 18,550 | - | 96,318 | 196,564 | 208,845 | - | - | 407,146 | 2,386,718 | 70% |

[20] The AUD, GBP and CHF compensation paid during the years ended 30 June 2017 and 30 June 2018 have been converted to USD. For the 30 June 2018 compensation, this has been converted to USD at an average exchange rate for the 2018 financial year: AUD – 1.28996 / CHF – 0.96982 / GBP – 0.74249. Both the amount of remuneration and any movement in comparison to prior years may be influenced by changes in the AUD/USD, GBP/USD and CHF/USD exchange rates. No sign-on or termination benefits were paid in 2018.

[21] The Performance Rights and Options have been valued using a combination of the Binomial and Black Scholes option valuation methodologies including Monte Carlo simulation as at the grant date adjusted for the probability of hurdles being achieved. The Performance Share Units have been valued using the Black Scholes option valuation methodology. This valuation was undertaken by PricewaterhouseCoopers. The amounts disclosed have been determined by allocating the value of the Options, Performance Rights and Performance Share Units over the period from grant date to vesting date in accordance with applicable accounting standards. As a result, the current year includes Options and Performance Rights that were granted in prior years and are expected to or will lapse.

[22] Includes cash salary, cash allowances and short term compensated absences, such as annual leave entitlements accrued but not taken during the year.

[23] The cash bonus in respect of 2018 is scheduled to be paid in September 2018. The cash component of the cash bonus received in 2017 was paid in full during 2018 for all executive KMP as previously disclosed, with no adjustment.

[24] Includes any health benefits, insurances benefits and other benefits. For International Assignees this may include personal tax advice, health insurance and other expatriate assignment benefits.

[25] The fair value of the deferred incentive (STI deferral) has been measured by reference to the CSL share price at reporting date, adjusted for the dividend yield and the number of days left in the vesting period.

[26] STI deferral was removed in 2016 however deferred awards for the Strategic Leadership Group are still outstanding.

[27] The fair value of the EDIP cash settled deferred payment has been measured by reference to the CSL share price at reporting date, adjusted for the dividend yield and the number of days left in the vesting period.

[28] The period reported is 1 September 2017 to 30 June 2018 being the period W Campbell was executive KMP.

[29] The period reported is 1 December 2017 to 30 June 2018 being the period E Walker was executive KMP.

[30] L Reed was the former SVP Human Resources and retired from this role 30 November 2017. The period reported is 1 July 2017 to 30 November 2017 being the period L Reed was executive KMP.

[31] R Repella was the former EVP Commercial Operations and retired from this role 31 August 2017. The period reported is 1 July 2017 to 31 August 2017 being the period R Repella was executive KMP.

### 11.3 Summary of Executive KMP allocated, vested or lapsed equity

Executive KMP LTI opportunities are detailed in Table 12 below. These grants are the first awards made under the new Executive Performance and Alignment Plan. To determine the number of PSUs issued, a five day weighted average share price is used. The LTI opportunity for each element is divided by the calculated face value to determine the number of awards granted. The number and both face and fair value (as determined by accounting standards) of PSUs awarded to executive KMP in 2018 is shown in the following table in US Dollars. The awards had a grant date of 1 October 2017, 25% of each award will vest on 1 September in 2018, 2019, 2020 and 2021 provided performance hurdles have been met. For Ms Elizabeth Walker, the award had a grant date of 1 March 2018 and the same vesting dates and performance criteria apply.

**TABLE 12: LTI GRANTED IN 2018**

| | Performance Share Units | | | |
|---|---|---|---|---|
| Executive | Opportunity at Target level achievement as % of FR | Number of Performance Share Units granted[32] | Face Value of grant[33] | Fair Value of grant[34] |
| P Perreault | 310% | 52,052 | 5,405,504 | 5,161,479 |
| G Boss | 144% | 8,327 | 864,744 | 825,708 |
| W Campbell | 183% | 10,529 | 1,093,416 | 1,044,054 |
| A Cuthbertson | 115% | 8,442 | 876,688 | 837,115 |
| K Etchberger | 144% | 7,609 | 790,180 | 754,507 |
| D Lamont | 88% | 8,155 | 846,881 | 808,653 |
| G Naylor | 124% | 10,928 | 1,134,852 | 1,083,622 |
| V Romberg | 150% | 9,190 | 954,364 | 911,286 |
| E Walker | 62% | 2,107 | 263,659 | 256,113 |
| *Former Executive Key Management Personnel* | | | | |
| L Reed | - | - | - | - |
| R Repella | - | - | - | - |

[32] The number of Performance Share Units was calculated based on a five day weighted average share price being A$133.37. The AUD value was converted to USD at an average exchange rate for the 2018 financial year of 1.28996.

[33] The face value is calculated using a share price of A$133.96 being the share price on the date of grant – 1 October 2017. For E Walker the face value is A$161.42 being the CSL share price at 1 March 2018.

[34] The number of Performance Share Units is calculated based on an assessment of the fair market value of the instruments in accordance with the accounting standards (refer to Note 18 in the Financial Statements). The fair value of each Performance Share Unit granted on 1 October 2017 was Tranche 1: A$131.26; Tranche 2: A$129.01; Tranche 3: A$126.78 and Tranche 4: A$124.60. For the awards granted 1 March 2018 the fair values were Tranche 1: A$160.32; Tranche 2: A$157.95; Tranche 3: A$155.61 and Tranche 4: A$153.31.

### 11.4 Legacy LTI awards vested and lapsed in 2018

The table below summarises the number of LTI awards vested and lapsed in US Dollars for each executive KMP. No EDIP awards lapsed in 2018.

**TABLE 13: LTI AWARDS VESTED AND LAPSED IN 2018**

| | Performance Rights vested | | Performance Rights lapsed | | EDIP vested (cash settled)[35] | |
|---|---|---|---|---|---|---|
| Executive | Number | Value[36] | Number | Value[37] | Number | Value[38] |
| P Perreault | 5,065 | 553,437 | 7,336 | 801,582 | 10,509 | 1,091,341 |
| G Boss | 1,702 | 185,972 | 2,720 | 297,206 | 2,196 | 228,051 |
| W Campbell[39] | - | - | - | - | 2,179 | 226,285 |
| A Cuthbertson | 2,836 | 309,881 | 4,575 | 499,896 | 1,744 | 181,111 |
| K Etchberger | 1,491 | 162,917 | 2,283 | 249,456 | 1,931 | 200,531 |
| D Lamont | - | - | - | - | 10,500 | 1,090,406 |
| G Naylor | 3,532 | 385,931 | 5,699 | 622,712 | 1,428 | 148,295 |
| V Romberg | 1,133 | 123,799 | 1,833 | 200,286 | 2,525 | 262,217 |
| E Walker[40] | - | - | - | - | - | - |
| *Former Executive Key Management Personnel* | | | | | | |
| L Reed[41] | - | - | - | - | 1,545 | 160,445 |
| R Repella[42] | - | - | - | - | - | - |

[35] Awards were granted on 1 October 2014 with the exception of D Lamont where the award was January 2016 on commencement of employment.

[36] Performance Rights vested during the year, multiplied by the share price at the date of vesting. The AUD value was converted to USD at an average exchange rate for the 2018 financial year of 1.28996. The share price at vesting was A$140.95.

[37] Performance Rights lapsed during the year, multiplied by the share price at the date of lapsing. The AUD value was converted to USD at an average exchange rate for the 2018 financial year of 1.28996. The share price at lapsing was A$140.95.

[38] Notional Shares vested during the year, multiplied by the share price at the date of vesting. The AUD value was converted to USD at an average exchange rate for the 2018 financial year of 1.28996. The share price at vesting was A$133.96.

[39] For W Campbell the period reported is 1 September 2017 to 30 June 2018 being the period W Campbell was executive KMP.

[40] For E Walker the period reported is 1 December 2017 to 30 June 2018 being the period E Walker was executive KMP.

[41] For L Reed the period reported is 1 July 2017 to 30 November 2017 being the period L Reed was executive KMP.

[42] For R Repella the period reported is 1 July 2017 to 31 August 2017 being the period R Repella was executive KMP.

### 11.5 Non-Executive Director Fees for 2017 and 2018

All amounts are presented in US Dollars.

**TABLE 14: STATUTORY REMUNERATION DISCLOSURE – NON-EXECUTIVE DIRECTOR REMUNERATION**

| | | Short term benefits | Post-employment | | |
|---|---|---|---|---|---|
| Non-Executive Director | Year[43] | Cash salary and fees[44] | Superannuation | Retirement benefits | Total |
| **J Shine** Chairman | **2018** | **527,110** | **15,542** | **-** | **542,652** |
| | 2017 | 499,887 | 26,310 | - | 526,197 |
| **D Anstice** | **2018** | **203,479** | **19,008** | **-** | **222,487** |
| | 2017 | 197,366 | 18,750 | - | 216,116 |
| **B Brook** | **2018** | **190,665** | **15,542** | **-** | **206,207** |
| | 2017 | 185,209 | 14,745 | - | 199,954 |
| **M Clark** | **2018** | **197,255** | **15,542** | **-** | **212,797** |
| | 2017 | 181,451 | 14,745 | - | 196,196 |
| **A Hussain**[45] | **2018** | **71,770** | **6,139** | **-** | **77,909** |
| | 2017 | - | - | - | - |
| **M McDonald** | **2018** | **178,649** | **15,542** | **-** | **194,191** |
| | 2017 | 165,664 | 14,746 | - | 180,410 |
| **B McNamee**[46] | **2018** | **63,866** | **5,903** | **-** | **69,769** |
| | 2017 | - | - | - | - |
| **C O'Reilly** | **2018** | **192,216** | **15,542** | **-** | **207,758** |
| | 2017 | 186,713 | 14,745 | - | 201,458 |
| **T Yamada**[47] | **2018** | **186,052** | **-** | | **186,052** |
| | 2017 | 148,588 | - | - | 148,588 |
| *Former Non-Executive Director* | | | | | |
| **J Akehurst**[48] | **2018** | **-** | **-** | **-** | **-** |
| | 2017 | 50,780 | 4,112 | - | 54,892 |
| **M Renshaw**[49] | **2018** | **56,495** | **5,367** | **-** | **61,862** |
| | 2017 | 182,607 | 17,348 | - | 199,955 |

[43] The AUD compensation paid during the years ended 30 June 2017 and 30 June 2018 have been converted to USD. For the 2018 compensation, this has been converted to USD at an average exchange rate for the 2018 financial year: AUD – 1.28996. Both the amount of remuneration and any movement in comparison to prior years may be influenced by changes in the AUD/USD exchange rates.

[44] As disclosed in the section titled "Non-Executive Director Remuneration", NEDs participate in the NED Share Plan under which NEDs are required to take at least 20% of their after-tax base fees (excluding superannuation guarantee contributions) in the form of shares in the Company which are purchased on-market at prevailing share prices. The value of this remuneration element is included in cash, salary and fees.

[45] In 2018 A Hussain was a NED for the period 14 February 2018 to 30 June 2018.

[46] In 2018 B McNamee was a NED for the period 14 February 2018 to 30 June 2018.

[47] In 2017 T Yamada was a NED for the period 1 September 2016 to 30 June 2017.

[48] In 2017 J Akehurst was a NED for the period 1 July 2016 to 12 October 2016.

[49] In 2018 M Renshaw was a NED for the period 1 July 2017 to 18 October 2017.

### 11.6 KMP Shareholdings

Details of shares held directly, indirectly or beneficially by each executive KMP and NED, including their related parties, is provided in Table 15. For executive KMP, details of Options, Performance Rights, PSUs and Restricted Share Units held are provided in Table 16. Any amounts are presented in US Dollars.

**TABLE 15: NED AND EXECUTIVE KMP SHAREHOLDINGS**

| KMP | Balance at 1 July 2017 | Number of shares acquired on exercise of Options, Performance Rights, Performance Share Units or Restricted Share Units during year | Value of shares acquired on exercise of Options[50], Performance Rights, Performance Share Units or Restricted Share Units during year | Number of (Shares Sold) / Purchased | Balance at 30 June 2018 |
|---|---|---|---|---|---|
| *Non-Executive Director* | | | | | |
| J Shine | 9,850 | - | - | (206) | 9,644 |
| D Anstice | 13,344 | - | - | 186 | 13,530 |
| B Brook# | 4,633 | - | - | 149 | 4,782 |
| M Clark | 1,485 | - | - | 829 | 2,314 |
| A Hussain[51] | - | - | - | 17 | 17 |
| M McDonald | 2,397 | - | - | 149 | 2,546 |
| B McNamee[52] | 177,587 | - | - | 17 | 177,604 |
| C O'Reilly | 3,053 | - | - | 149 | 3,202 |
| T Yamada | 94 | - | - | 163 | 257 |
| *Executive Key Management Personnel* | | | | | |
| P Perreault | 50,300 | 5,065 | 553,437 | (2,533) | 52,832 |
| G Boss | 6,231 | 1,702 | 186,622 | (1,589) | 6,344 |
| W Campbell[53] | - | - | - | 52 | 52 |
| A Cuthbertson | 114,143 | 15,060 | 1,684,321 | (38,010) | 91,193 |
| K Etchberger | 12,704 | - | 189,825 | - | 12,704 |
| D Lamont | 1,300 | - | - | 55 | 1,355 |
| G Naylor | 41,412 | 38,260 | 3,883,882 | (16,141) | 63,531 |
| V Romberg | 775 | - | - | 72 | 847 |
| E Walker[54] | - | - | - | - | - |
| *Former Key Management Personnel* | | | | | |
| L Reed[55] | - | - | - | - | - |
| M Renshaw[56] | 9,171 | - | - | 81 | 9,252 |
| R Repella[57] | 1,304 | - | - | - | 1,304 |

[50] The value at exercise date has been determined by the share price at the close of business on exercise date less the Option exercise price, multiplied by the number of Options exercised during 2018. For Performance Rights, Performance Share Units and Restricted Share Units, the value at exercise date has been determined by the share price at the close of business on the exercise date. The AUD value was converted to USD at an average exchange rate for the year of 1.28996.

[51] The opening balance for A Hussain is 14 February 2018 being the date A Hussain became a NED.

[52] The opening balance for B McNamee is 14 February 2018 being the date B McNamee became a NED.

[53] The opening balance for W Campbell is 1 September 2017 being the date W Campbell became an executive KMP.

[54] The opening balance for E Walker is 1 December 2017 being the date E Walker became an executive KMP.

[55] The closing balance for L Reed is 30 November 2017 being the date L Reed ceased to be an executive KMP.

[56] The closing balance for M Renshaw is 18 October 2017 being the date M Renshaw ceased to be a KMP.

[57] The closing balance for R Repella is 31 August 2017 being the date R Repella ceased to be an executive KMP.

# The opening and closing balances for B Brook have been corrected since the report was published on 15 August 2018 to exclude 50 shares that had been incorrectly included.

There have been no movements in shareholdings of executive KMP or NEDs between 30 June 2018 and the date of this Report.

**TABLE 16: EXECUTIVE KMP OPTION, PERFORMANCE RIGHT, PERFORMANCE SHARE UNIT AND RESTRICTED SHARE UNIT HOLDINGS**

| | | | | | | | | Balance at 30 June 2018 | |
|---|---|---|---|---|---|---|---|---|---|
| KMP | Instrument | Balance at 1 July 2017 | Number Granted | Number Exercised | Number Lapsed | Balance at 30 June 2018 | Number Vested during year | Vested[58] | Unvested |
| *Executive KMP* | | | | | | | | | |
| **P Perreault** | Options | 406,253 | - | - | - | 406,253 | - | - | 406,253 |
| | Rights | 154,321 | - | 5,065 | 7,336 | 141,920 | 5,065 | - | 141,920 |
| | PSUs | - | 52,052 | - | - | 52,052 | - | - | 52,052 |
| **G Boss** | Options | 74,801 | - | - | - | 74,801 | - | - | 74,801 |
| | Rights | 30,371 | - | 1,702 | 2,720 | 25,949 | 1,702 | - | 25,949 |
| | PSUs | - | 8,327 | - | - | 8,327 | - | - | 8,327 |
| **W Campbell[59]** | Options | - | - | - | - | - | - | - | - |
| | Rights | 17,277 | - | - | - | 17,277 | - | - | 17,277 |
| | PSUs | - | 10,529 | - | - | 10,529 | - | - | 10,529 |
| **A Cuthbertson** | Options | - | - | - | - | - | - | - | - |
| | Rights | 53,860 | - | 15,060 | 4,575 | 34,225 | 2,836 | - | 34,225 |
| | PSUs | - | 8,442 | - | - | 8,442 | - | - | 8,442 |
| **K Etchberger** | Options | 66,974 | - | - | - | 66,974 | - | - | 66,974 |
| | Rights | 27,144 | - | 1,491 | 2,283 | 23,370 | 1,491 | - | 23,370 |
| | PSUs | - | 7,609 | - | - | 7,609 | - | - | 7,609 |
| **D Lamont** | Options | - | - | - | - | - | - | - | - |
| | Rights | 39,227 | - | - | - | 39,227 | - | - | 39,227 |
| | PSUs | - | 8,155 | - | - | 8,155 | - | - | 8,155 |
| **G Naylor** | Options | 90,563 | - | 18,920 | - | 71,643 | - | - | 71,643 |
| | Rights | 112,228 | - | 19,340 | 5,699 | 87,189 | 3,532 | 44,486 | 42,703 |
| | PSUs | - | 10,928 | - | - | 10,928 | - | - | 10,928 |
| **V Romberg** | Options | 69,732 | - | - | - | 69,732 | - | 2,870 | 66,862 |
| | Rights | 35,814 | - | - | 1,833 | 33,981 | 1,133 | 10,742 | 23,239 |
| | PSUs | - | 9,190 | - | - | 9,190 | - | - | 9,190 |
| **E Walker[60]** | Options | - | - | - | - | - | - | - | - |
| | Rights | - | - | - | - | - | - | - | - |
| | PSUs | 906 | 2,107 | - | - | 3,013 | - | - | 3,013 |
| | RSUs[61] | 604 | - | - | - | 604 | - | - | 604 |

[58] Vested awards are exercisable to the executive KMP. There are no vested and unexercisable awards.

[59] The opening balance for W Campbell is 1 September 2017 being the date W Campbell became an executive KMP.

[60] The opening balance for E Walker is 1 December 2017 being the date E Walker became an executive KMP.

[61] Restricted Share Units granted to E Walker in prior role of Chief Talent Officer.

**TABLE 16: EXECUTIVE KMP OPTION, PERFORMANCE RIGHT, PERFORMANCE SHARE UNIT AND RESTRICTED SHARE UNIT HOLDINGS CONTINUED**

| KMP | Instrument | Balance at 1 July 2017 | Number Granted | Number Exercised | Number Lapsed | Balance at 30 June 2018 | Number Vested during year | Balance at 30 June 2018 | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | Vested[58] | Unvested |
| *Former Executive Key Management Personnel* | | | | | | | | | |
| **L Reed**[62] | Options | 52,342 | - | - | - | 52,342 | - | - | 52,342 |
| | Rights | 17,847 | - | - | - | 17,847 | - | - | 17,847 |
| | PSUs | - | - | - | - | - | - | - | - |
| **R Repella**[63] | Options | 82,338 | - | - | - | 82,338 | - | - | 82,338 |
| | Rights | 34,506 | - | - | - | 34,506 | - | - | 34,506 |
| | PSUs | - | - | - | - | - | - | - | - |

[62] The grant, exercise and lapse activity along with the closing balance for L Reed is for the period 1 July 2017 to 30 November 2017 being the period L Reed was executive KMP.

[63] The grant, exercise and lapse activity along with the closing balance for R Repella is for the period 1 July 2017 to 31 August 2017 being the period R Repella was executive KMP.

This report has been made in accordance with a resolution of directors.

**John Shine AC**
Chairman

**Paul Perreault**
Managing Director

Melbourne
14 August 2018

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* Gardasil is a trademark of Merck & Co, Inc

# Consolidated Statement of Comprehensive Income

For the Year Ended 30 June 2018

| | Notes | Consolidated Entity 2018 US$m | 2017 US$m |
|---|---|---|---|
| **Continuing operations** | | | |
| Sales revenue | | **7,587.9** | 6,615.8 |
| Pandemic Facility Reservation fees | | **117.7** | 94.0 |
| Royalties and License revenue | | **144.8** | 203.3 |
| Other Income | | **64.9** | 33.9 |
| **Total Operating Revenue** | | **7,915.3** | 6,947.0 |
| Cost of sales | | **(3,531.6)** | (3,329.4) |
| **Gross profit** | | **4,383.7** | 3,617.6 |
| Research and development expenses | 6 | **(702.4)** | (666.9) |
| Selling and marketing expenses | | **(786.2)** | (697.0) |
| General and administration expenses | | **(514.8)** | (484.8) |
| **Operating profit** | | **2,380.3** | 1,768.9 |
| Finance costs | 2 | **(108.4)** | (90.0) |
| Finance income | | **9.3** | 10.9 |
| **Profit before income tax expense** | | **2,281.2** | 1,689.8 |
| Income tax expense | 3 | **(552.3)** | (352.4) |
| **Net profit for the period** | | **1,728.9** | 1,337.4 |
| Other comprehensive income | | | |
| **Items that may be reclassified subsequently to profit or loss** | | | |
| Exchange differences on translation of foreign operations, net of hedges on foreign investments | 12 | **(96.9)** | 97.5 |
| **Items that will not be reclassified subsequently to profit or loss** | | | |
| Actuarial gains on defined benefit plans, net of tax | 19 | **29.6** | 75.5 |
| Total of other comprehensive income/(loss) | | **(67.3)** | 173.0 |
| **Total comprehensive income for the period** | | **1,661.6** | 1,510.4 |

| **Earnings per share (based on net profit for the period)** | | **US$** | US$ |
|---|---|---|---|
| Basic earnings per share | 10 | **3.822** | 2.937 |
| Diluted earnings per share | 10 | **3.809** | 2.931 |

*The consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.*

# Consolidated Balance Sheet
As at 30 June 2018

| | Notes | Consolidated Entity 2018 US$m | Consolidated Entity 2017 US$m |
|---|---|---|---|
| **CURRENT ASSETS** | | | |
| Cash and cash equivalents | 14 | **814.7** | 844.5 |
| Trade and other receivables | 15 | **1,478.0** | 1,170.4 |
| Inventories | 4 | **2,692.8** | 2,575.8 |
| Current tax assets | | **6.6** | 6.2 |
| Other financial assets | | **1.6** | 5.2 |
| Total Current Assets | | **4,993.7** | 4,602.1 |
| **NON-CURRENT ASSETS** | | | |
| Other receivables | 15 | **15.3** | 16.5 |
| Other financial assets | | **6.2** | 3.9 |
| Property, plant and equipment | 8 | **3,551.4** | 2,942.7 |
| Deferred tax assets | 3 | **401.3** | 496.5 |
| Intangible assets | 7 | **1,802.5** | 1,055.4 |
| Retirement benefit assets | 18 | **4.1** | 5.6 |
| Total Non-Current Assets | | **5,780.8** | 4,520.6 |
| TOTAL ASSETS | | **10,774.5** | 9,122.7 |
| **CURRENT LIABILITIES** | | | |
| Trade and other payables | 15 | **1,256.8** | 1,133.8 |
| Interest-bearing liabilities | 11 | **225.7** | 122.5 |
| Current tax liabilities | | **248.4** | 202.5 |
| Provisions | 16 | **180.7** | 156.1 |
| Deferred government grants | 9 | **3.1** | 3.2 |
| Total Current Liabilities | | **1,914.7** | 1,618.1 |
| **NON-CURRENT LIABILITIES** | | | |
| Other non-current liabilities | 15 | **126.6** | 25.8 |
| Interest-bearing liabilities | 11 | **4,160.6** | 3,852.7 |
| Deferred tax liabilities | 3 | **193.7** | 138.2 |
| Provisions | 16 | **34.7** | 32.9 |
| Deferred government grants | 9 | **37.7** | 35.9 |
| Retirement benefit liabilities | 18 | **226.6** | 255.3 |
| Total Non-Current Liabilities | | **4,779.9** | 4,340.8 |
| TOTAL LIABILITIES | | **6,694.6** | 5,958.9 |
| NET ASSETS | | **4,079.9** | 3,163.8 |
| **EQUITY** | | | |
| Contributed equity | 12 | **(4,634.5)** | (4,534.3) |
| Reserves | 12 | **224.2** | 294.2 |
| Retained earnings | 19 | **8,490.2** | 7,403.9 |
| TOTAL EQUITY | | **4,079.9** | 3,163.8 |

*The consolidated balance sheet should be read in conjunction with the accompanying notes.*

# Consolidated Statement of Changes in Equity

For the year ended 30 June 2018

| | Contributed Equity US$m | | Foreign currency translation reserve US$m | | Share based payment reserve US$m | | Retained earnings US$m | | Total US$m | |
|---|---|---|---|---|---|---|---|---|---|---|
| **Consolidated Entity** | **2018** | **2017** | **2018** | **2017** | **2018** | **2017** | **2018** | **2017** | **2018** | **2017** |
| **As at the beginning of the year** | **(4,534.3)** | (4,213.0) | **126.0** | 28.5 | **168.2** | 159.4 | **7,403.9** | 6,592.3 | **3,163.8** | 2,567.2 |
| Profit for the period | **-** | - | **-** | - | **-** | - | **1,728.9** | 1,337.4 | **1,728.9** | 1,337.4 |
| Other comprehensive income | **-** | - | **(96.9)** | 97.5 | **-** | - | **29.6** | 75.5 | **(67.3)** | 173.0 |
| **Total comprehensive income for the full year** | | | | | | | | | **1,661.6** | 1,510.4 |
| **Transactions with owners in their capacity as owners** | | | | | | | | | | |
| Share based payments | **-** | - | **-** | - | **26.9** | 8.8 | **-** | - | **26.9** | 8.8 |
| Dividends | **-** | - | **-** | - | **-** | - | **(672.2)** | (601.3) | **(672.2)** | (601.3) |
| Share buy back | **(115.9)** | (334.0) | **-** | - | **-** | - | **-** | - | **(115.9)** | (334.0) |
| Share issues | | | | | | | | | | |
| - Employee share scheme | **15.7** | 12.7 | **-** | - | **-** | - | **-** | - | **15.7** | 12.7 |
| **As at the end of the year** | **(4,634.5)** | (4,534.3) | **29.1** | 126.0 | **195.1** | 168.2 | **8,490.2** | 7,403.9 | **4,079.9** | 3,163.8 |

*The consolidated statement of changes in equity should be read in conjunction with the accompanying notes.*

# Consolidated Statement of Cash Flows

For the year ended 30 June 2018

| | Notes | Consolidated Entity 2018 US$m | 2017 US$m |
|---|---|---|---|
| **Cash flows from Operating Activities** | | | |
| Receipts from customers (inclusive of goods and services tax) | | **8,003.4** | 6,749.2 |
| Payments to suppliers and employees (inclusive of goods and services tax) | | **(5,570.4)** | (4,946.9) |
| | | **2,433.0** | 1,802.3 |
| Income taxes paid | | **(424.6)** | (468.3) |
| Interest received | | **9.0** | 6.7 |
| Borrowing costs | | **(115.3)** | (94.1) |
| **Net cash inflow from operating activities** | | **1,902.1** | 1,246.6 |
| **Cash flows from Investing Activities** | | | |
| Payments for property, plant and equipment | | **(778.8)** | (689.0) |
| Payments for intangible assets | | **(213.8)** | (171.5) |
| Payments for business acquisitions (Net of cash acquired) | | **(539.7)** | - |
| Payments for other financial assets and liabilities | | **(1.8)** | (2.4) |
| **Net cash outflow from investing activities** | | **(1,534.1)** | (862.9) |
| **Cash flows from Financing Activities** | | | |
| Proceeds from issue of shares | | **15.7** | 12.7 |
| Dividends paid | | **(672.2)** | (601.3) |
| Proceeds from borrowings | | **1,898.9** | 1,381.4 |
| Repayment of borrowings | | **(1,475.5)** | (581.3) |
| Payment for shares bought back | | **(138.4)** | (314.9) |
| **Net cash outflow from financing activities** | | **(371.5)** | (103.4) |
| **Net (decrease)/increase in cash and cash equivalents** | | **(3.5)** | 280.3 |
| Cash and cash equivalents at the beginning of the financial year | | **843.0** | 555.3 |
| Exchange rate variations on foreign cash and cash equivalent balances | | **(26.8)** | 7.4 |
| **Cash and cash equivalents at the end of the financial year** | 14 | **812.7** | 843.0 |

*The consolidated statement of cash flows should be read in conjunction with the accompanying notes.*

# Notes to the Financial Statements
For the year ended 30 June 2018

## Contents



## About this Report

### Notes to the financial statements:

### Corporate information

CSL Limited ("CSL") is a for-profit company incorporated and domiciled in Australia and limited by shares publicly traded on the Australian Securities Exchange. This financial report covers the financial statements for the consolidated entity consisting of CSL and its subsidiaries (together referred to as the Group). The financial report was authorised for issue in accordance with a resolution of directors on 14 August 2018.

A description of the nature of the Group's operations and its principal activities is included in the directors' report.

#### a. Basis of preparation

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, International Financial Reporting Standards (IFRS) and the Corporations Act 2001. It presents information on a historical cost basis, except for certain financial instruments, which have been measured at fair value. Amounts have been rounded off to the nearest hundred thousand dollars.

The report is presented in US Dollars, because this currency is the pharmaceutical industry standard currency for reporting purposes. It is the predominant currency of the Group's worldwide sales and operating expenses.

#### b. Principles of consolidation

The consolidated financial statements comprise the financial statements of CSL and its subsidiaries as at 30 June 2018. CSL has control of its subsidiaries when it is exposed to, and has the rights to, variable returns from its involvement with those entities and when it has the ability to affect those returns. A list of significant controlled entities (subsidiaries) at year-end is contained in Note 17.

The financial results of the subsidiaries are prepared using consistent accounting policies and for the same reporting period as the parent company.

In preparing the consolidated financial statements, all intercompany balances and transactions have been eliminated in full. The Group has formed a trust to administer the Group's employee share scheme. This trust is consolidated as it is controlled by the Group.

#### c. Foreign currency

While the presentation currency of the Group is US dollars, entities in the Group may have other functional currencies, reflecting the currency of the primary economic environment in which the relevant entity operates. The parent entity, CSL Limited, has a functional currency of Australian dollars.

If an entity in the Group has undertaken transactions in foreign currency, these transactions are translated into that entity's functional currency using the exchange rates prevailing at the dates of the transactions. Where the functional currency of a subsidiary is not US dollars, the subsidiary's assets and liabilities are translated on consolidation to US dollars using the exchange rates prevailing at the reporting date, and its profit and loss is translated at average exchange rates. All resulting exchange differences are recognised in other comprehensive income and in the foreign currency translation reserve in equity.

#### d. Other accounting policies

Significant accounting policies that summarise the measurement basis used and are relevant to an understanding of the financial statements are provided throughout the notes to the financial statements.

### e. Key judgements and estimates

In the process of applying the Group's accounting policies, management has made a number of judgements and estimates of future events. Material judgements and estimates are found in the following notes:



### f. The notes to the financial statements

The notes to these financial statements have been organised into logical groupings to help users find and understand the information they need. Where possible, related information has been provided in the same place. More detailed information (for example, valuation methodologies and certain reconciliations) has been placed at the rear of the document and cross-referenced where necessary. CSL has also reviewed the notes for materiality and relevance and provided additional information where it is helpful to an understanding of the Group's performance.

### g. Significant changes in the current reporting period

There were no changes in accounting policy during the year ended 30 June 2018, nor did the introduction of new accounting standards lead to any change in measurement or disclosure in these financial statements. See Note 24 for details of new accounting standards issued but not yet effective.

## Our Current Performance

### Note 1: Segment Information and Business Combinations

The Group's segments represent strategic business units that offer different products and operate in different industries and markets. They are consistent with the way the CEO (who is the chief operating decision-maker) monitors and assesses business performance in order to make decisions about resource allocation. Performance assessment is based on EBIT (earnings before interest and tax) and EBITDA (earnings before interest, tax, depreciation and amortisation). These measures are different from the profit or loss reported in the consolidated financial statements which is shown after net interest and tax expense. This is because decisions that affect net interest expense and tax expense are made at the Group level. It is not considered appropriate to measure segment performance at the net profit after tax level.

The Group's operating segments are:

- **CSL Behring** – manufactures, markets, and develops plasma therapies (plasma products and recombinants), conducts early stage research on plasma and non-plasma therapies, excluding influenza, receives licence and royalty income from the commercialisation of intellectual property and undertakes the administrative and corporate function required to support the Group. The entities acquired during the financial year are part of the CSL Behring segment.
- **Seqirus** – manufactures and distributes non-plasma biotherapeutic products and develops influenza related products.

| | CSL Behring | | Seqirus | | Consolidated Entity | |
|---|---|---|---|---|---|---|
| | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m |
| Sales to external customers | **6,677.5** | 5,834.8 | **910.4** | 781.0 | **7,587.9** | 6,615.8 |
| Pandemic Facility Reservation fees | **-** | - | **117.7** | 94.0 | **117.7** | 94.0 |
| Royalties and License revenue | **124.8** | 183.0 | **20.0** | 20.3 | **144.8** | 203.3 |
| Other revenue / Other income (excl interest income) | **24.7** | 5.2 | **40.2** | 28.7 | **64.9** | 33.9 |
| **Total segment revenue** | **6,827.0** | 6,023.0 | **1,088.3** | 924.0 | **7,915.3** | 6,947.0 |
| Consolidated Revenue | | | | | **7,915.3** | 6,947.0 |
| **Segment Gross Profit** | **3,893.0** | 3,358.3 | **490.7** | 259.3 | **4,383.7** | 3,617.6 |
| **Segment Gross Profit %** | **57.0%** | 55.8% | **45.1%** | 28.1% | **55.4%** | 52.1% |
| **Consolidated Gross Profit** | | | | | **4,383.7** | 3,617.6 |
| **Segment EBIT** | **2,327.9** | 1,958.3 | **52.4** | (179.4) | **2,380.3** | 1,778.9 |
| Consolidated EBIT | | | | | **2,380.3** | 1,778.9 |
| Acquisition related costs | | | | | **-** | (10.0) |
| **Consolidated Operating Profit** | | | | | **2,380.3** | 1,768.9 |
| Interest income | | | | | **9.3** | 10.9 |
| Finance costs | | | | | **(108.4)** | (90.0) |
| **Consolidated profit before tax** | | | | | **2,281.2** | 1,689.8 |
| Income tax expense | | | | | **(552.3)** | (352.4) |
| **Consolidated net profit after tax** | | | | | **1,728.9** | 1,337.4 |
| Amortisation | **40.8** | 40.1 | **17.0** | 31.3 | **57.8** | 71.4 |
| Depreciation | **211.6** | 184.1 | **27.3** | 23.7 | **238.9** | 207.8 |
| **Segment EBITDA** | **2,580.3** | 2,182.5 | **96.7** | (124.4) | **2,677.0** | 2,058.1 |
| Acquisition related costs | | | | | **-** | (10.0) |
| **Consolidated EBITDA** | | | | | **2,677.0** | 2,048.1 |

| | CSL Behring | | Seqirus | | Consolidated Entity | | Consolidated Entity | |
|---|---|---|---|---|---|---|---|---|
| | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m |
| **Segment assets** | **10,643.9** | 9,108.4 | **1,567.8** | 1,417.7 | **(1,437.2)** | (1,403.4) | **10,774.5** | 9,122.7 |
| **Total assets** | | | | | | | **10,774.5** | 9,122.7 |
| **Segment liabilities** | **6,532.7** | 5,844.6 | **1,599.1** | 1,517.7 | **(1,437.2)** | (1,403.4) | **6,694.6** | 5,958.9 |
| **Total liabilities** | | | | | | | **6,694.6** | 5,958.9 |
| **Other Information – capital expenditure excluding Business Acquisition** | | | | | | | | |
| Payments for property, plant and equipment | **732.0** | 636.9 | **46.8** | 52.2 | **-** | - | **778.8** | 689.1 |
| Payments for intangibles | **124.6** | 81.5 | **89.2** | 90.0 | **-** | - | **213.8** | 171.5 |
| **Total capital expenditures excluding Business Acquisition** | | | | | | | **992.6** | 860.6 |

### Inter-segment sales

Inter-segment sales are carried out on an arm's length basis and reflect current market prices.

### Geographical areas of operation

The Group operates predominantly in Australia, the USA, Germany, the United Kingdom, Switzerland and China. The rest of the Group's operations are spread across many countries and are collectively disclosed as 'Rest of World'.

| Geographic areas | Australia US$m | | United States US$m | | Germany US$m | | UK US$m | | Switzerland US$m | | China US$m | | Rest of world US$m | | Total US$m | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| **External Operating Revenue** | **691.5** | 849.5 | **3,521.8** | 2,894.3 | **817.7** | 696.1 | **362.6** | 285.0 | **227.4** | 226.8 | **589.8** | 509.3 | **1,704.5** | 1,486.0 | **7,915.3** | 6,947.0 |
| **Property, plant, equipment and intangible assets** | **776.9** | 657.0 | **1,702.5** | 1,422.0 | **589.3** | 465.1 | **321.8** | 239.3 | **1,487.2** | 1,202.7 | **467.0** | 0.8 | **9.2** | 11.2 | **5,353.9** | 3,998.1 |

## Note 1b: Business Combination

Three business combinations occurred in the financial year ended 30 June 2018.

### Ruide Acquisition

On 1 August 2017 CSL acquired 80% of the equity of Ruide from Humanwell. Ruide develops, manufactures and commercialises plasma-derived products for the Chinese domestic market and provides a vehicle for the Group to access this growing market for plasma therapeutics.

The initial purchase price was $352 million for 80% of Ruide. There was additional consideration possible within the agreement, part of which was contingent on the registration of new products and the opening of new plasma centres, and part was related to a put and call option over the remaining 20% of Ruide. CSL exercised control over the acquired entity through the appointment of a majority of the board of directors and of the head of the business from the date of acquisition (when CSL held 80% of the equity interest in Ruide). As noted below the remaining 20% equity interest was acquired by CSL in June 2018 bringing CSL's equity interest to 100%.

The fair value of assets and liabilities acquired were:

| Asset Class | US$m |
|---|---|
| Cash | 0.2 |
| Trade and other receivables | 0.7 |
| Inventory | 20.7 |
| Buildings | 22.8 |
| Plant & equipment | 25.8 |
| Deferred tax assets | 0.6 |
| Identifiable Intangible Assets | 25.3 |
| Other non-current assets | 1.5 |
| Trade creditors & accruals | (1.5) |
| Non-current liabilities | (4.6) |
| Deferred tax liabilities | (5.0) |
| **Fair Value of Net Assets Acquired** | **86.5** |
| Goodwill arising on acquisition | 395.5 |
| Consideration paid | 351.8 |
| Contingent consideration recognised as a liability at the date of acquisition | **130.2** |

The liability recognised at the date of acquisition was calculated by reference to management's judgement of the expected probability and timing of the contingent consideration discounted to a present value using an appropriate discount rate. The liability was included in the non-current liabilities amount on the balance sheet at the date of acquisition.

The range of undiscounted contingent consideration was originally expected to be between $140m and $150m including interest that was payable on certain components of the contingent consideration.

On 20 June 2018, Humanwell and CSL renegotiated the terms and conditions under which the remaining consideration would be paid. The payment of $102m for the 20% equity initially retained by Humanwell was paid in June 2018 and the timing and triggers for the balance of the consideration of $30.6m were amended. As this was a change in the nature of the transaction the impact of changes in the fair value of liabilities as at 20 June 2018 is recorded in the statement of comprehensive income. The changes in the timing of payments has generated a gain of $4.1m which is recorded in other income in the statement of comprehensive income. The expected undiscounted future contingent consideration that is now expected to be paid is $30.6m.

The fair value of the originally recognised liability related to the original contingent consideration was reassessed at the date of the revised agreement and at year end. An interest charge of $5.7m has been recorded in the full year result, reflecting the change in fair value between the acquisition date and 20 June 2018 and between 20 June 2018 and 30 June 2018.

The goodwill recognised in the business combination is largely related to access to the domestic Chinese plasma market. Such access is only available through acquisition of a local Chinese fractionator such as Ruide. The value of the domestic Chinese market lies in the anticipated growth in the utilisation of plasma products in China as the healthcare environment matures. Other intangible assets recognised are the plasma centre, manufacturing and product related licences that enable the business to operate.

Since CSL obtained control of the acquired business it has contributed $23.6m of sales and a $1.6m EBIT loss. The EBIT loss is principally attributable to integration costs incurred in the acquired entity.

### Calimmune Acquisition

On 31 August 2017 CSL acquired 100% of the equity of Calimmune Inc for an upfront payment of $82m and a series of contingent payments subject to the achievement of development milestones. Calimmune has developed a suite of gene therapy technologies that may prove the basis of treatments for rare diseases. The acquisition provides CSL with a new technology platform and manufacturing process.

CSL also agreed to fund certain deal related liabilities of Calimmune totalling $8.6m, these are not consideration for the acquisition and the associated liabilities are included in the fair value disclosures in this note. The cash flows arising from the settlement of these liabilities by Calimmune after CSL obtained control are disclosed in the consolidated statement of cash flows as cash outflows from payment for business as they are directly related to the transaction.

The fair value of assets and liabilities acquired were:

| Asset Class | US$m |
|---|---|
| Cash | 0.7 |
| Trade and other receivables | 0.3 |
| Plant and equipment | 0.3 |
| Intellectual property[#] | 151.5 |
| Goodwill | 39.0 |
| Trade creditors & accruals | (5.5) |
| Non-current liabilities | (5.6) |
| Deferred tax liabilities | (39.0) |
| **Fair Value of Net Assets Acquired** | **141.7** |
| Consideration paid | 82.0 |
| Contingent consideration recognised as a liability at the date of acquisition[#] | 59.7 |

*[#] The provisional accounting included in the December 2017 accounts included a value of contingent consideration recognised as a liability at the date of acquisition of $62.1m and a value of intellectual property of $153.9m.*

Upon finalisation of the purchase price accounting, the expected timing of the contingent payments has been changed as better information is available since the half year accounts provisional accounting. The probabilities applied to each milestone are unchanged. This has had the impact of reducing both the fair value of the contingent consideration and the value of the intangible assets by $2.4m to $59.7m and $151.5m respectively.

The liability recognised at the date of acquisition has been calculated by reference management's judgement of the expected probability and timing of the contingent consideration which is then discounted to a present value using an appropriate discount rate. The liability is included in the non-current liabilities amount on the balance sheet.

The range of undiscounted contingent consideration is expected to be between $50m and $325m depending on the progress of the research and development program.

At balance date, the fair value of the liability related to the contingent consideration has been increased in relation to interest charge of $1.6m to reflect the passage of time.

The goodwill recognised is a consequence of the recognition of deferred tax liabilities in respect of indefinite lived intangible assets in accordance with accounting standards.

Since CSL obtained control of the acquired business it has contributed $0m of sales and $12.0m EBIT loss as a result of the ongoing research activity.

### Guangzhou Junxin Pharmaceutical Acquisition

On 14 May 2018 CSL acquired 100% of the equity of Guangzhou Junxin Pharmaceutical Limited. The acquired entity holds a GSP (Good Supply Practice) licence granted by the Chinese regulator. This licence enables the holder to own and sell inventory in the domestic Chinese market. Prior to this acquisition CSL operated through distributors. In the future CSL will be able to participate more fully in the value chain for Albumin imported into China. Consideration for the transaction is payable in stages within the next twelve months. This entity will also sell Ruide manufactured product in China.

CSL did not acquire any of the assets and liabilities of the entity, the economic interest in these was retained by the vendor. As a consequence, the entire consideration payable has been recognised as the GSP licence, an intangible asset.

| Asset Class | US$m |
|---|---|
| Intangible assets – GSP licence | 0.6 |
| **Fair Value of Net Assets Acquired** | **0.6** |
| Consideration paid | - |
| Contingent consideration recognised as a liability at the date of acquisition | 0.6 |

As at 30 June 2018 none of the consideration payable has been paid to the vendor, the full value is therefore recorded as a current liability on the balance sheet.

Since CSL obtained control of the acquired business it has contributed $0m in sales and EBIT.

## Note 2: Revenue and Expenses

### Recognition and measurement of revenue

Revenue is recognised and measured at the fair value of the consideration that has been or will be received. The Group recognises revenue when the amount of revenue can be reliably measured and it is probable that the future economic benefits will flow to the Group.

Further information about each source of revenue and the criteria for recognition follows.

**Sales:** Revenue earned (net of returns, discounts and allowances) from the sale of products. Sales are recognised when the significant risks and rewards of ownership of the goods have passed to the buyer.

**Royalties:** Income received or receivable from licensees of CSL intellectual property. Where the amount payable is based on sales of product, it is recognised as it accrues which is when the Group has a legally enforceable claim.

**Finance revenue:** Income from cash deposits is recognised as it accrues.

**Licence revenue:** Milestone income received or receivable from licensees of CSL intellectual property is recognised as it accrues.

**Pandemic facility reservation fees:** Income received from governments in return for access to influenza manufacturing facilities in the event of a pandemic. Contracts are time based and revenue is accrued progressively over the life of the relevant contract.

**Other:** Rent, proceeds from sale of fixed assets, government grants and other income is recognised as it accrues.

| Expenses | 2018 US$m | 2017 US$m |
|---|---|---|
| Finance costs | **108.4** | 90.0 |
| Depreciation and amortisation of fixed assets | **238.9** | 207.8 |
| Amortisation of intangibles | **57.8** | 71.4 |
| **Total depreciation and amortisation expense** | **296.7** | 279.2 |
| Write-down of inventory to net realisable value | **174.6** | 189.8 |
| Rental expenses relating to operating leases | **69.3** | 57.5 |
| Employee benefits expense | **1,942.9** | 1,618.3 |
| Net foreign exchange (gain)/loss | **(16.4)** | 64.3 |

### Recognition and measurement of expenses

**Finance costs:** Includes interest expense and borrowing costs. These are recognised as an expense when incurred, except where finance costs are directly attributable to the acquisition or construction of a qualifying asset where they are capitalised as part of the cost of the asset. Capitalised interest for qualifying assets during the year ended 30 June 2018 was $12.7m (2017: nil). Interest-bearing liabilities and borrowings are stated at amortised cost. Any difference between the borrowing proceeds (net of transaction costs) and the redemption value is recognised in the statement of comprehensive income over the borrowing period using the effective interest method.

**Depreciation and amortisation:** Refer to Note 8 for details on depreciation and amortisation of fixed assets and Note 7 for details on amortisation of intangibles.

**Write-down of inventory to net realisable value:** Included in Cost of Sales in the Statement of Comprehensive Income. Refer to Note 4 for details of inventories.

**Employee benefits expense:** Refer to Note 5 for further details.

**Rental expenses relating to operating leases:** Operating leases are leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group. Payments made under operating leases are charged to the statement of comprehensive income on a straight-line basis over the period of the lease.

### Goods and Services Tax and other foreign equivalents (GST)

Revenues, expenses and assets are recognised net of GST, except where GST is not recoverable from a taxation authority, in which case it is recognised as part of an asset's cost of acquisition or as part of the expense.

## Note 3: Tax

| | | 2018 US$m | 2017 US$m |
|---|---|---|---|
| **a.** | **Income tax expense recognised in the statement of comprehensive income** | | |
| | ***Current tax expense*** | | |
| | Current year | **484.3** | 454.9 |
| | ***Deferred tax expense/(recovery)*** | | |
| | Origination and reversal of temporary differences | **70.1** | (110.7) |
| | Total deferred tax expense/(recovery) | **70.1** | (110.7) |
| | Over/(under) provided in prior years | **(2.1)** | 8.2 |
| | **Income tax expense** | **552.3** | 352.4 |
| **b.** | **Reconciliation between tax expense and pre-tax net profit** | | |
| | The reconciliation between tax expense and the product of accounting profit before income tax multiplied by the Group's applicable income tax rate is as follows: | | |
| | Accounting profit before income tax | **2,281.2** | 1,689.8 |
| | Income tax calculated at 30% (2017: 30%) | **684.4** | 507.0 |
| | Effects of different rates of tax on overseas income | **(143.3)** | (157.6) |
| | Research and development | **(12.7)** | (13.3) |
| | Over/(under) provision in prior year | **(2.1)** | 8.2 |
| | Other non-deductible expenses | **26.0** | 8.1 |
| | Income tax expense | **552.3** | 352.4 |
| **c.** | **Income tax recognised directly in equity** | | |
| | ***Deferred tax benefit/(expense)*** | | |
| | Share-based payments | **(3.2)** | 3.7 |
| | **Income tax benefit/(expense) recognised in equity** | **(3.2)** | 3.7 |

| | | 2018 US$m | 2017 US$m |
|---|---|---|---|
| **d.** | **Deferred tax assets and liabilities** | | |
| | Deferred tax asset | **401.3** | 496.5 |
| | Deferred tax liability | **(193.7)** | (138.2) |
| | **Net deferred tax asset** | **207.6** | 358.3 |
| | **Deferred tax balances reflect temporary differences attributable to:** Amounts recognised in the statement of comprehensive income | | |
| | Inventories | **146.0** | 189.6 |
| | Property, plant and equipment | **(120.5)** | (112.8) |
| | Intangible assets | **(124.0)** | (116.2) |
| | Trade and other payables | **33.6** | 32.3 |
| | Recognised carry forward tax losses [a] | **178.3** | 226.8 |
| | Retirement liabilities, net | **37.7** | 42.1 |
| | Trade and other receivables | **3.0** | 2.0 |
| | Other assets | **6.4** | 12.2 |
| | Interest bearing liabilities | **5.6** | (1.0) |
| | Other liabilities and provisions | **61.9** | 63.8 |
| | Tax bases not in net assets – share-based payments | **1.8** | 0.5 |
| | Total recognised in the statement of comprehensive income | **229.8** | 339.3 |
| | Amounts recognised in equity | | |
| | Share-based payments | **21.8** | 19.0 |
| | **Net deferred tax asset** | **251.6** | 358.3 |
| **e.** | **Movement in temporary differences during the year** | | |
| | Opening balance | **358.3** | 269.8 |
| | Credited/(charged) to profit before tax | **(100.1)** | 100.6 |
| | Charged to other comprehensive income | **(6.9)** | (14.2) |
| | Net deferred tax asset/(liability) recognized in business combination | **(44.0)** | - |
| | Credited/(charged) to equity | **(3.2)** | 3.7 |
| | Currency translation difference | **3.5** | (1.6) |
| | **Closing balance** | **207.6** | 358.3 |
| | **Unrecognised deferred tax assets** | | |
| | Deferred tax assets have not been recognised for the following items: | | |
| | Tax losses with no expiry date[b] | **0.4** | 0.4 |

US tax reform came into effect for the Group in the financial year ended 30 June 2018. The Group was impacted by the lower tax and by the need to restate deferred balances to the new rate at which these are expected to be realised. The impact of these items is included in the full year financials and are immaterial to the Group.

### Current taxes

Current tax assets and liabilities are the amounts expected to be recovered from (or paid to) tax authorities, under the tax rates and laws in each jurisdiction. These include any rates or laws that are enacted or substantively enacted as at the balance sheet date.

### Deferred taxes

Deferred tax liabilities are recognised for taxable temporary differences. Deferred tax assets are recognised for deductible temporary differences, carried forward unused tax assets and unused tax losses, only if it is probable that taxable profit will be available to utilise them.

The carrying amount of deferred income tax assets is reviewed at the reporting date. If it is no longer probable that taxable profit will be available to utilise them, they are reduced accordingly.

Deferred tax is measured using tax rates and laws that are enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or when the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if a legally enforceable right exists to set-off current tax assets against current tax liabilities and if they relate to the same taxable entity or group and the same taxation authority.

Income taxes attributable to amounts recognised in other comprehensive income or directly in equity are also recognised in other comprehensive income or in equity, and not in the income statement.

CSL Limited and its 100% owned Australian subsidiaries have formed a tax consolidated group effective from 1 July 2003.

[a] *Deferred tax assets in respect of carry forward tax losses are principally recorded in CSL entities in Switzerland and the UK (prior year: Switzerland and the UK) and are recognised as it is probable that future taxable profit will be available in those entities to utilise the losses.*

[b] *Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available for utilisation in the entities that have recorded these losses.*

**Key Judgements and Estimates –**
## Tax

Management regularly assesses the risk of uncertain tax positions, and recognition and recoverability of deferred tax assets. To do this requires judgements about the application of income tax legislation in jurisdictions in which the Group operates and the future operating performance of entities with carry forward losses. These judgements and assumptions, which include matters such as the availability and timing of tax deductions and the application of the arm's length principle to related party transactions, are subject to risk and uncertainty. Changes in circumstances may alter expectations and affect the carrying amount of deferred tax assets and liabilities. Any resulting adjustment to the carrying value of a deferred tax item will be recorded as a credit or charge to the statement of comprehensive income.

## Note 4: Inventories

| | 2018 US$m | 2017 US$m |
|---|---|---|
| Raw materials | **718.9** | 631.4 |
| Work in progress | **1,165.8** | 995.2 |
| Finished products | **808.1** | 949.2 |
| **Total inventories** | **2,692.8** | 2,575.8 |

### Raw Materials

Raw materials comprise collected and purchased plasma, chemicals, filters and other inputs to production that will be further processed into saleable products but have yet to be allocated to manufacturing.

### Work in Progress

Work in progress comprises all inventory items that are currently in use in manufacturing and intermediate products such as pastes generated from the initial stages of the plasma production process.

### Finished Products

Finished products comprise material that is ready for sale and has passed all quality control tests.

Inventories generally have expiry dates and the Group provides for product that is short dated. Expiry dates for raw material are no longer relevant once the materials are used in production. At this stage the relevant expiry date is that applicable to the resultant intermediate or finished product.

Inventories are carried at the lower of cost or net realisable value. Cost includes direct material and labour and an appropriate proportion of variable and fixed overheads. Fixed overheads are allocated on the basis of normal operating capacity.

Net realisable value is the estimated revenue that can be earned from the sale of a product less the estimated costs of both completion and selling. The Group assesses net realisable value of plasma derived products on a basket of products basis given their joint product nature.

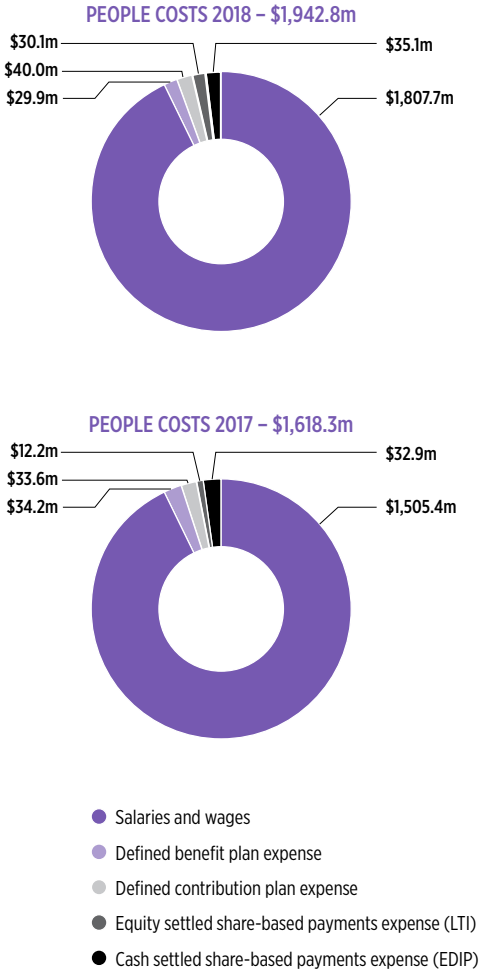
**Key judgements and estimates –**
## Inventory

Various factors affect the assessment of recoverability of the carrying value of inventory, including regulatory approvals and future demand for the Group's products. These factors are taken into account in determining the appropriate level of provisioning for inventory.

## Note 5: People Costs

### a. Employee benefits

Employee benefits include salaries and wages, annual leave and long-service leave, defined benefit and defined contribution plans and share-based payments incentive awards.




#### Salaries and wages

Wages and salaries include non-monetary benefits, annual leave and long service leave. These are recognised and presented in different ways in the financial statements:

- The liability for annual leave and the portion of long service leave expected to be paid within twelve months is measured at the amount expected to be paid.
- The liability for long service leave and annual leave expected to be paid after one year is measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date.
- The liability for annual leave and the portion of long service leave that has vested at the reporting date is included in the current provision for employee benefits.
- The portion of long service leave that has not vested at the reporting date is included in the non-current provision for employee benefits.

#### Defined benefit plans

| | 2018 US$m | 2017 US$m |
|---|---|---|
| **Expenses/(gains) recognised in the statement of comprehensive income are as follows:** | | |
| Current service costs | **32.3** | 32.0 |
| Net interest cost | **3.1** | 2.2 |
| Past service costs | **(5.5)** | - |
| **Total included in employee benefits expense** | **29.9** | 34.2 |

Defined benefit pension plans provide either a defined lump sum or ongoing pension benefits for employees upon retirement, based on years of service and final average salary.

Liabilities or assets in relation to these plans are recognised in the balance sheet, measured as the present value of the obligation less the fair value of the pension fund's assets at that date.

Present value is based on expected future payments to the reporting date, calculated by independent actuaries using the projected unit credit method. Past service costs are recognised in income on the earlier of the date of plan amendments or curtailment, and the date that the Group recognises restructuring related costs.

Detailed information about the Group's defined benefit plans is in Note 18.

#### Defined contribution plans

The Group makes contributions to various defined contribution pension plans and the Group's obligation is limited to these contributions. The amount recognised as an expense for the year ended 30 June 2018 was $40.0m (2017: $33.6m).

#### Equity settled share-based payments expense

Share-based payments expenses arise from plans that award long-term incentives.

Detailed information about the terms and conditions of the share-based payments arrangements is presented in Note 18.

**Key judgements and estimates -**
People Costs

The determination of certain employee benefit liabilities requires an estimation of future employee service periods and salary levels and the timing of benefit payments. These assessments are made based on past experience and anticipated future trends. The expected future payments are discounted using the rate applicable to high quality corporate bonds. Discount rates are matched to the expected payment dates of the liabilities.

### Outstanding share-based payment equity instruments

The number and weighted average exercise price for each share-based payment scheme outstanding is as follows. All schemes are settled by physical delivery of shares except for instruments granted to good leavers from 2012 onwards, which may be settled in cash at the discretion of the company.

| | Options | | Performance Rights | | Retain and Grow Plan (RGP) | | Executive Performance and Alignment Plan (EPA) | | Global Employee Share Plan (GESP)[#] | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | Number | Weighted average exercise price | Number | Weighted average exercise price | Number | Weighted average exercise price | Number | Weighted average exercise price | Number | Weighted average exercise price | Total |
| Outstanding at the beginning of the year | 906,766 | A$90.10 | 848,599 | A$0.00 | - | A$0.00 | - | A$0.00 | 83,530 | A$100.40 | 1,838,895 |
| Granted during the year | - | A$0.00 | - | A$0.00 | 324,104 | A$0.00 | 209,926 | A$0.00 | 203,425 | A$122.82 | 737,455 |
| Exercised during the year | 24,540 | A$29.34 | 67,714 | A$0.00 | 683 | A$0.00 | - | A$0.00 | 182,518 | A$105.47 | 275,455 |
| Cash settled during the year | - | - | 2,412 | A$0.00 | - | A$0.00 | - | A$0.00 | - | - | 2,412 |
| Forfeited during the year | 59,638 | A$97.69 | 93,532 | A$0.00 | 16,801 | A$0.00 | 3,133 | A$0.00 | - | - | 173,104 |
| GESP True-up [#] | - | - | - | - | - | - | - | - | (4,978) | A$100.40 | (4,978) |
| Closing balance at the end of the year | 822,588 | A$91.36 | 684,941 | A$0.00 | 306,620 | A$0.00 | 206,793 | A$0.00 | 99,459 | A$137.21 | 2,120,401 |
| Exercisable at the end of the year | 8,530 | A$29.34 | 58,492 | A$0.00 | - | A$0.00 | - | A$0.00 | - | - | 67,022 |

*[#] The exercise price at which GESP plan shares are issued is calculated at a 15% discount to the lower of the ASX market price on the first and last dates of the contribution period. Accordingly the exercise price and the final number of shares to be issued is not yet known (and may differ from the assumptions and fair values disclosed above). The number of shares which may ultimately be issued from entitlements granted on 1 March 2018 has been estimated based on information available as at 30 June 2018.*

The share price at the dates of exercise (expressed as a weighted average) by equity instrument type, is as follows:

| | 2018 | 2017 |
|---|---|---|
| Options | **A$162.60** | A$113.27 |
| Performance Rights | **A$137.99** | A$108.73 |
| RGP | **A$161.53** | - |
| GESP | **A$150.02** | A$113.12 |

### Cash-settled share-based payments expense

On 1 July 2017 and 1 October 2017, 6,673 and 1,509 notional shares respectively were granted to employees under the Executive Deferred Incentive Plan (EDIP) (July 2016: 2,568, October 2016: 281,715, January 2017: 3,922 and April 2017: 3,243). The notional shares will generate a cash payment to participants on a prorated vesting period over a two year period, provided they are still employed by the company and receive a satisfactory performance review over that period. The amount of the cash payment will be determined by reference to the CSL share price immediately before the award maturity date.

The October 2014 EDIP grant vested during the period ended 30 June 2018 and an amount of $24.9m was paid to employees (2017: $26.2m). A portion of the March 2016 EDIP grant vested during the period ending 30 June 2018 and an amount of $1.2m was paid to employees. The carrying amount of the liability at 30 June 2018 attributable to the 2015 and 2016 grants is $57.0m (2017: $50.0m) measured at fair value. Fair value is determined by reference to the CSL share price at reporting date, adjusted for expected future dividends that will be paid between reporting date and vesting date.

## b. Key management personnel disclosures

The remuneration of key management personnel is disclosed in section 17 of the Directors' Report and has been audited.

### Total compensation for key management personnel

| | 2018 US$ | 2017 US$ |
|---|---|---|
| Total of short term remuneration elements | **18,875,181** | 16,848,934 |
| Total of post-employment elements | **304,813** | 318,774 |
| Total of other long term elements | **1,176,672** | 1,472,042 |
| Total of share-based payments | **13,325,116** | 8,121,293 |
| **Total of all remuneration elements** | **33,681,782** | 26,761,043 |

# Our Future

## Note 6: Research & Development

The Group conducts research and development activities to support future development of products to serve our patient communities, to enhance our existing products and to develop new therapies.

All costs associated with these activities are expensed as incurred as uncertainty exists up until the point of regulatory approval as to whether a research and development project will be successful. At the point of approval the total cost of development has largely been incurred.

For the year ended 30 June 2018, the research costs, net of recoveries, were $702.4m (2017: $666.9m#). Further information about the Group's research and development activities can be found on the CSL website.

In the prior financial year research and development expense included $50.0m related to a licensing arrangement with Momenta. The Momenta transaction gave CSL rights to certain intellectual property, which was in an early stage and does not yet give rise to a demonstrated recoverable amount. If the intellectual property were to have a demonstrated recoverable amount in the future, then the charge would be reversed and the amount recognized as an intangible asset.

## Note 7: Intangible Assets

| | Goodwill US$m | | Intellectual property US$m | | Software US$m | | Intangible capital work in progress US$m | | Total US$m | |
|---|---|---|---|---|---|---|---|---|---|---|
| Year | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| Cost | **1,102.0** | 688.3 | **562.3** | 392.9 | **418.8** | 214.1 | **179.8** | 170.6 | **2,262.9** | 1,465.9 |
| Accumulated amortisation | **-** | - | **(299.4)** | (289.2) | **(161.0)** | (121.3) | **-** | - | **(460.4)** | (410.5) |
| **Net carrying amount** | **1,102.0** | 688.3 | **262.9** | 103.7 | **257.8** | 92.8 | **179.8** | 170.6 | **1,802.5** | 1,055.4 |
| **Movement** | | | | | | | | | | |
| Net carrying amount at the beginning of the year | **688.3** | 674.3 | **103.7** | 137.3 | **92.8** | 80.0 | **170.6** | 51.0 | **1,055.4** | 942.6 |
| Additions[1] | **-** | - | **2.1** | 5.2 | **0.7** | 2.6 | **218.1** | 162.2 | **220.9** | 170.0 |
| Business acquisition | **434.5** | - | **174.4** | - | **-** | - | **-** | - | **608.9** | - |
| Transfers from intangible capital work in progress | **-** | - | **-** | 0.5 | **210.2** | 43.1 | **(210.2)** | (43.6) | **-** | - |
| Transfers to/from property, plant and equipment | **-** | - | **-** | - | **-** | - | **0.6** | (0.4) | **0.6** | (0.4) |
| Disposals | **-** | - | **-** | - | **(0.8)** | (1.6) | **-** | (0.1) | **(0.8)** | (1.7) |
| Amortisation for the year[2] | **-** | - | **(14.6)** | (39.3) | **(43.2)** | (32.1) | **-** | - | **(57.8)** | (71.4) |
| Currency translation differences | **(20.8)** | 14.0 | **(2.7)** | - | **(1.9)** | 0.8 | **0.7** | 1.5 | **(24.7)** | 16.3 |
| **Net carrying amount at the end of the year** | **1,102.0** | 688.3 | **262.9** | 103.7 | **257.8** | 92.8 | **179.8** | 170.6 | **1,802.5** | 1,055.4 |

*[1] The 2017 intangible capital work in progress additions relate to two significant information technology projects.*
*[2] The amortisation charge is recognised in general and administration expenses in the statement of comprehensive income.*
*[#] This number has been corrected from that published on 15 August 2018*

### Goodwill

Any excess of the fair value of the purchase consideration of an acquired business over the fair value of the identifiable net assets (minus incidental expenses) is recorded as goodwill.

Goodwill is allocated to each of the cash-generating units but is monitored at the segment (business unit) level. The aggregate carrying amounts of goodwill allocated to each business unit are as follows:

| | 2018 US$m | 2017 US$m |
|---|---|---|
| CSL Behring | **1,102.0** | 688.3 |
| **Closing balance of goodwill as at 30 June** | **1,102.0** | 688.3 |

Goodwill is not amortised, but is measured at cost less any accumulated impairment losses. Impairment occurs when a business unit's recoverable amount falls below the carrying value of its net assets.

The results of the impairment test show that each business unit's recoverable amount exceeds the carrying value of its net assets, inclusive of goodwill. Consequently, there is no goodwill impairment as at 30 June 2018.

A change in assumptions significant enough to lead to impairment is not considered a reasonable possibility.

### Intellectual property

Intellectual property acquired separately or in a business combination is initially measured at cost, which is its fair value at the date of acquisition. Following initial recognition, it is carried at cost less any amortisation and impairment.

The useful life of intellectual property generally ranges from 5 – 20 years. Certain intellectual property acquired in a business combination is considered to have an indefinite life.

The decrease in the amortisation charge in the year ended 30 June 2018 reflects reassessments of useful life of intellectual property in the prior year.

### Software

Costs incurred in developing or acquiring software, licences or systems that will contribute future financial benefits are capitalised. These include external direct costs of materials and service and direct payroll and payroll related costs of employees' time spent on the project. Amortisation is calculated on a straight line basis over periods generally ranging from 3 to 10 years. IT development costs include only those costs directly attributable to the development phase and are only recognised following completion of technical feasibility, where the Group has the intention and ability to use the asset. The Group is undertaking two major software programs, these will be capitalized as they are brought into use and amortised over their estimated useful life of ten years.

### Recognition and measurement

The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortised over the useful life of the asset. Significant software intangible assets are amortised over a ten year useful life. The amortisation period and method is reviewed at each financial year end at a minimum.

Intangible assets with indefinite useful lives are not amortised. The useful life of these intangibles is reviewed each reporting period to determine whether indefinite life assessment continues to be supportable.

### Impairment of intangible assets

Assets with finite lives are subject to amortisation and are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

Intangible assets that have an indefinite useful life (including goodwill) are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they may be impaired.

An impairment loss is recognised in the statement of comprehensive income for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units), other than goodwill that is monitored at the segment level.

Impairment losses recognised in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash generating units, and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis.

### Key judgements and estimates

The impairment assessment process requires management to make significant judgements. Determining whether goodwill has been impaired requires an estimation of the recoverable amount of the cash generating units using a discounted cash flow methodology. This calculation uses cash flow projections based on operating budgets and a three-year strategic business plan, after which a terminal value, based on management's view of the longer term growth profile of the business is applied. Cash flows have been discounted using an implied pre-tax discount rate of 9.9% (2017: 10.1%) which is calculated with reference to external analyst views, long-term government bond rates and the company's pre-tax cost of debt. The determination of cash flows over the life of an asset requires judgement in assessing the future demand for the Group's products, any changes in the price and cost of those products and of other costs incurred by the Group.

## Note 8: Property, Plant and Equipment

| | Land US$m | | Buildings US$m | | Leasehold improvements US$m | | Plant and equipment US$m | | Leased property, plant and equipment US$m | | Capital work in progress US$m | | Total US$m | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| Cost | **39.8** | 37.2 | **665.2** | 535.0 | **326.6** | 275.9 | **2,909.3** | 2,561.5 | **35.0** | 35.4 | **1,340.5** | 1,080.0 | **5,316.4** | 4,525.0 |
| Accumulated depreciation / amortisation | **-** | - | **(175.3)** | (155.7) | **(95.7)** | (75.5) | **(1,472.5)** | (1,331.4) | **(21.5)** | (19.7) | **-** | - | **(1,765.0)** | (1,582.3) |
| **Net carrying amount** | **39.8** | 37.2 | **489.9** | 379.3 | **230.9** | 200.4 | **1,436.8** | 1,230.1 | **13.5** | 15.7 | **1,340.5** | 1,080.0 | **3,551.4** | 2,942.7 |
| **Movement** | | | | | | | | | | | | | | |
| Net carrying amount at the start of the year | **37.2** | 26.4 | **379.3** | 371.2 | **200.4** | 164.2 | **1,230.1** | 1,191.2 | **15.7** | 15.4 | **1,080.0** | 621.2 | **2,942.7** | 2,389.6 |
| Transferred from capital work in progress | **-** | - | **116.5** | 20.7 | **42.9** | 50.1 | **371.9** | 135.9 | **-** | - | **(531.3)** | (206.7) | **-** | - |
| Business Acquisition | **-** | - | **22.8** | - | **-** | - | **26.1** | - | **-** | - | **-** | - | **48.9** | - |
| Other Additions[3] | **3.4** | 10.0 | **0.3** | 0.3 | **11.3** | 3.4 | **18.1** | 55.8 | **1.6** | 4.0 | **807.0** | 651.9 | **841.7** | 725.4 |
| Disposals | **-** | - | **(0.1)** | (0.2) | **(2.1)** | (1.3) | **(43.0)** | (36.6) | **(2.6)** | (2.8) | **(0.6)** | - | **(48.4)** | (40.9) |
| Transferred to/from intangibles | **-** | - | **-** | - | **-** | - | **-** | - | **-** | - | **(0.6)** | 0.4 | **(0.6)** | 0.4 |
| Depreciation / amortisation for the year | **-** | - | **(21.8)** | (20.9) | **(22.0)** | (17.6) | **(192.2)** | (166.5) | **(3.0)** | (2.8) | **-** | - | **(239.0)** | (207.8) |
| Accumulated depreciation / amortisation on disposals | **-** | - | **0.0** | 0.1 | **1.4** | 1.1 | **38.8** | 29.0 | **1.9** | 1.8 | **-** | - | **42.1** | 32.0 |
| Currency translation differences | **(0.8)** | 0.8 | **(7.1)** | 8.1 | **(1.0)** | 0.5 | **(13.0)** | 21.3 | **(0.1)** | 0.1 | **(14.0)** | 13.2 | **(36.0)** | 44.0 |
| **Net carrying amount at the end of the year** | **39.8** | 37.2 | **489.9** | 379.3 | **230.9** | 200.4 | **1,436.8** | 1,230.1 | **13.5** | 15.7 | **1,340.5** | 1,080.0 | **3,551.4** | 2,942.7 |

*[3] The capital work in progress additions are the result of major capacity projects.*

### Property, plant and equipment

Land, buildings, capital work in progress and plant and equipment assets are recorded at historical cost less, where applicable, depreciation and amortisation.

Depreciation is on a straight-line basis over the estimated useful life of the asset.

| | |
|---|---|
| Buildings | 5 – 40 years |
| Plant and equipment | 3 – 15 years |
| Leasehold improvements | 5 – 10 years |

Assets' residual values and useful lives are reviewed and adjusted if appropriate at each reporting date. Items of property, plant and equipment are derecognised upon disposal or when no further economic benefits are expected from their use or disposal.

Impairment testing for property, plant and equipment occurs if an impairment trigger is identified. No impairment triggers have been identified in the current year.

Gains and losses on disposals of items of property, plant and equipment are determined by comparing proceeds with carrying amounts and are included in the statement of comprehensive income when realised.

40% of the Holly Springs facility, acquired with the Novartis Influenza business, is legally owned by the US Government. Full legal title will transfer to CSL on the completion of the Final Closeout Technical Report, expected in the next two to four years. CSL has full control of the asset and 100% of the value of the facility is included in the consolidated financial statements.

### Assets under Finance Leases

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. A finance lease is capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease

payments. The corresponding rental obligations, net of finance charges, are included in interest bearing liabilities and borrowings. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under a finance lease is depreciated over the shorter of the asset's useful life and the lease term.

### Leasehold improvements

The cost of improvements to leasehold properties is amortised over the unexpired period of the lease or the estimated useful life of the improvement, whichever is the shorter.

## Note 9: Deferred Government Grants

| | 2018 US$m | 2017 US$m |
|---|---|---|
| Current deferred income | **3.1** | 3.2 |
| Non-current deferred income | **37.7** | 35.9 |
| **Total deferred government grants** | **40.8** | 39.1 |

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and the Group will comply with all attached conditions. Government grants relating to an expense item are deferred and recognised in the statement of comprehensive income over the period necessary to match them with the expenses that they are intended to compensate. Government grants received for which there are no future related costs are recognised in the statement of comprehensive income immediately. Government grants relating to the purchase of property, plant and equipment are included in current and non-current liabilities as deferred income and are released to the statement of comprehensive income on a straight line basis over the expected useful lives of the related assets.

# Returns, Risk & Capital Management

## Note 10: Shareholder Returns

### Dividends

Dividends are paid from the retained earnings and profits of CSL Limited, as the parent entity of the Group. (See Note 19 for the Group's retained earnings). During the year, the parent entity reported profits of A$1,312.9m (2017: A$6,104.2m). The parent entity's retained earnings as at 30 June 2018 were A$10,720.4m (2017: A$10,275.9m). During the financial year A$868.5m (the equivalent of US$672.2m) was distributed to shareholders by way of a dividend, with a further A$578.3 (the equivalent of US$420.7m) being determined as a dividend payable subsequent to the balance date.

| Dividend paid | 2018 US$m | 2017 US$m |
|---|---|---|
| Paid: Final ordinary dividend of US$0.72 per share, unfranked, paid on 13 October 2017 for FY17 (prior year: US$0.68 per share, unfranked paid on 7 October 2016 for FY16) | **323.6** | 310.0 |
| Paid: Interim ordinary dividend of US$0.79 per share, unfranked, paid on 13 April 2018 for FY18 (prior year: US$0.64 per share, unfranked paid on 13 April 2017 for FY17) | **348.6** | 291.3 |
| **Total paid** | **672.2** | 601.3 |
| **Dividend determined, but not paid at year end:** | **420.7** | 326.3 |
| Final ordinary dividend of US$0.93 per share, unfranked, expected to be paid on 12 October 2018 for FY18, based on shares on issue at reporting date. The aggregate amount of the proposed dividend will depend on actual number of shares on issue at dividend record date (prior year: US$0.72 per share, unfranked paid on 7 October 2017 for FY17) | | |

The distribution in respect of the 2018 financial year represents a US$1.72 dividend paid for FY2018 on each ordinary share held. These dividends are approximately 45 % of the Group's basic earnings per share ("EPS") of US$3.822

### Earnings per Share

CSL's basic and diluted EPS are calculated using the Group's net profit for the financial year of US$1,728.9m (2017: US$1,337.4m).

| | 2018 | 2017 |
|---|---|---|
| **Basic EPS** | **US$3.822** | US$2.937 |
| Weighted average number of ordinary shares | **452,353,221** | 455,331,196 |
| **Diluted EPS** | **US$3.809** | US$2.931 |
| Adjusted weighted average number of ordinary shares, represented by: | **453,876,613** | 456,374,648 |
| Weighted average ordinary shares | **452,353,221** | 455,331,196 |
| **Plus:** | | |
| Employee share schemes | **1,523,391** | 1,043,452 |

Diluted EPS differs from Basic EPS as the calculation takes into account potential ordinary shares arising from employee share schemes operated by the Group.

### On-market Share Buyback

During the year, the Group completed the remaining A$150m of the A$500m buyback announced in October 2016 as an element of its capital management program.

The on-market buyback was chosen as the most effective method to return capital to shareholders after consideration of the various alternatives. The on-market buyback provided the Group with maximum flexibility and allowed shareholders to choose whether to participate through normal equity market processes.

The Group's contributed equity includes the Share Buyback Reserve of (US$4,634.5m) (2017: (US$4,534.3m)). The Group's ordinary share contributed equity has been reduced to nil from previous share buybacks.

### Contributed Equity

The following table illustrates the movement in the Group's contributed equity.[4]

| | 2018 | | 2017 | |
|---|---|---|---|---|
| | Number of shares | US$m | Number of shares | US$m |
| Opening balance at 1 July | **453,251,764** | **(4,534.3)** | 456,608,747 | (4,213.0) |
| Shares issued to employees (see also Notes 5 and 18): | | | | |
| Performance Options Plan | **24,540** | **0.6** | 92,476 | 2.3 |
| Performance Rights Plan (for nil consideration) | **67,714** | **-** | 94,380 | - |
| Retain and Grow Plan (for nil consideration) | **683** | **-** | - | - |
| Global Employee Share Plan (GESP) | **182,518** | **15.1** | 152,737 | 10.4 |
| Share buy-back, inclusive of cost | **(1,126,435)** | **(115.9)** | (3,696,576) | (334.0) |
| **Closing balance** | **452,400,784** | **(4,634.5)** | 453,251,764 | (4,534.3) |

*[4] Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds. Where the Group reacquires its own shares, for example as a result of a share buy-back, those shares are cancelled. No gain or loss is recognised in the profit or loss and the consideration paid to acquire the shares, including any directly attributable transaction costs net of income taxes, is recognised directly as a reduction in equity.*

## Note 11: Financial Risk Management

CSL holds financial instruments that arise from the Group's need to access financing, from the Group's operational activities and as part of the Group's risk management activities.

The Group is exposed to financial risks associated with its financial instruments. Financial instruments comprise cash and cash equivalents, receivables, payables, bank loans and overdrafts, unsecured notes, lease liabilities and derivative instruments.

The primary risks these give rise to are:

- Foreign exchange risk.
- Interest rate risk.
- Credit risk.
- Funding and liquidity risk.
- Capital management risk.

These risks, and the strategies used to mitigate them, are outlined on the following page.

| | SOURCE OF RISK | RISK MITIGATION |
|---|---|---|
| a. Foreign exchange risk | The Group is exposed to foreign exchange risk because of its international operations. These risks relate to future commercial transactions, assets and liabilities denominated in other currencies and net investments in foreign operations. | Where possible CSL takes advantage of natural hedging (i.e., the existence of payables and receivables in the same currency). The Group also reduces its foreign exchange risk on net investments in foreign operations by denominating external borrowings in currencies that match the currencies of its foreign investments. |
| b. Interest rate risk | The Group is exposed to interest rate risk through its primary financial assets and liabilities. | The Group mitigates interest rate risk on borrowings primarily by entering into fixed rate arrangements, which are not subject to interest rate movements in the ordinary course. If necessary, CSL also hedges interest rate risk using derivative instruments. As at 30 June 2018, no derivative financial instruments hedging interest rate risk were outstanding (2017: Nil). |
| c. Credit risk | The Group is exposed to credit risk from financial instruments contracts and trade and other receivables. The maximum exposure to credit risk at reporting date is the carrying amount, net of any provision for impairment, of each financial asset in the balance sheet. | The Group mitigates credit risk from financial instruments contracts by only entering into transactions with counterparties who have sound credit ratings and with whom the Group has a signed netting agreement. Given their high credit ratings, management does not expect any counterparty to fail to meet its obligations.<br><br>The Group minimises the credit risk associated with trade and other debtors by undertaking transactions with a large number of customers in various countries. Creditworthiness of customers is reviewed prior to granting credit, using trade references and credit reference agencies. |
| d. Funding and liquidity risk | The Group is exposed to funding and liquidity risk from operations and from external borrowing.<br><br>One type of this risk is credit spread risk, which is the risk that in refinancing its debt, CSL may be exposed to an increased credit spread.<br><br>Another type of this risk is liquidity risk, which is the risk of not being able to refinance debt obligations or meet other cash outflow obligations when required.<br><br>Liquidity and re-financing risks are not significant for the Group, as CSL has a prudent gearing level and strong cash flows. | The Group mitigates funding and liquidity risks by ensuring that:<br><br>• The Group has sufficient funds on hand to achieve its working capital and investment objectives<br><br>• The Group focusses on improving operational cash flow and maintaining a strong balance sheet<br><br>• Short-term liquidity, long-term liquidity and crisis liquidity requirements are effectively managed, minimising the cost of funding and maximising the return on any surplus funds through efficient cash management<br><br>• It has adequate flexibility in financing to balance short-term liquidity requirements and long-term core funding and minimise refinancing risk |
| e. Capital Risk Management | The Group's objectives when managing capital are to safeguard its ability to continue as a going concern while providing returns to shareholders and benefits to other stakeholders. Capital is defined as the amount subscribed by shareholders to the Company's ordinary shares and amounts advanced by debt providers to any Group entity. | The Group aims to maintain a capital structure, which reflects the use of a prudent level of debt funding. The aim is to reduce the Group's cost of capital without adversely affecting the credit margins applied to the Group's debt funding.<br><br>Each year the Directors determine the dividend taking into account factors such as profitability and liquidity.<br><br>The Directors have proposed share buybacks in previous years, consistent with the aim of maintaining an efficient balance sheet, and with the ability to cease a buyback at any point should circumstances such as liquidity conditions change. Refer to Note 10 for details of share buybacks. |

### Risk management approach

The Group uses sensitivity analysis (together with other methods) to measure the extent of financial risks and decide if they need to be mitigated.

If so, the Group's policy is to use derivative financial instruments, such as foreign exchange contracts and interest rate swaps, to support its objective of achieving financial targets while seeking to protect future financial security.

The aim is to reduce the impact of short-term fluctuations in currency or interest rates on the Group's earnings.

Derivatives are exclusively used for this purpose and not as trading or other speculative instruments.

### a. Foreign exchange risk

The objective is to match the contracts with committed future cash flows from sales and purchases in foreign currencies to protect the Group against exchange rate movements.

The Group reduces its foreign exchange risk on net investments in foreign operations by denominating external borrowings in currencies that match the currencies of its foreign investments.

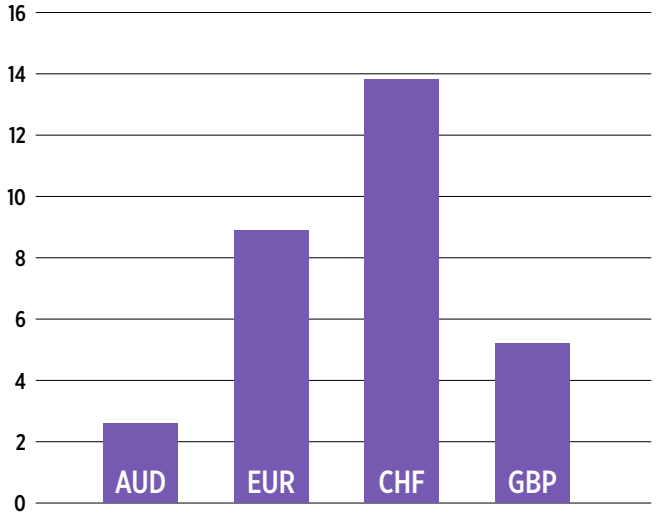
The total value of forward exchange contracts in place at reporting date is nil (2017: Nil).

*Sensitivity analysis – USD values*

*Profit after tax – sensitivity to general movement of 1%*
A movement of 1% in the USD exchange rate against AUD, EUR, CHF and GBP would not generate a material impact to profit after tax.

*Equity – sensitivity to general movement of 1%*
Any change in equity is recorded in the Foreign Currency Translation Reserve.

*FX Sensitivity on Equity (US$m)*




This calculation is based on changing the actual exchange rate of US Dollars to AUD, EUR, CHF and GBP as at 30 June 2018 by 1% and applying these adjusted rates to the net assets (excluding investments in subsidiaries) of the foreign currency denominated financial statements of various Group entities.

### b. Interest rate risk

At 30 June 2018, it is estimated that a general movement of one percentage point in the interest rates applicable to investments of cash and cash equivalents would have changed the Group's profit after tax by approximately $5.7m. This calculation is based on applying a 1% movement to the total of the Group's cash and cash equivalents at year end.

At 30 June 2018, it is estimated that a general movement of one percentage point in the interest rates applicable to floating rate unsecured bank loans would have changed the Group's profit after tax by approximately $5.8m. This calculation is based on applying a 1% movement to the total of the Group's floating rate unsecured bank loans at year end.

As at 30 June 2018, the Group had the following bank facilities, unsecured notes and finance leases:

- Eight revolving committed bank facilities totalling $1,633.9m. Of these facilities $21.5m mature in September 2018, $36.1m mature in November 2018, $36.1m mature in November 2019, $258.6m mature in October 2019, and the balance matures in December 2020. Interest on the facilities is paid quarterly in arrears at a variable rate. As at the reporting date the Group had $1,301.3m in undrawn funds available under these facilities;
- EUR250.4m committed bank facility (the KfW loan) with quarterly repayments commencing in December 2019 through to June 2027. As at the reporting date EUR60.4m ($70.5m) was undrawn under this facility.

- US$2,500m of Senior Unsecured Notes in the US Private Placement market. The notes mature in November 2018 (US$200m), March 2020 (US$150m), November 2021 (US$250m), March 2023 (US$150m), November 2023 (US$200m), March 2025 (US$100m), October 2025 (US$100m), October 2026 (US$150m), November 2026 (US$100m), October 2027 (US$250m), October 2028 (US$200m), October 2029 (US$200m), October 2031 (US$200m), October 2032 (US$150m) and October 2037 (US$100m). The weighted average interest rate on the notes is fixed at 3.37%
- EUR350m of Senior Unsecured Notes in the US Private Placement market. The Notes mature in November 2022 (EUR100m), November 2024 (EUR150m) and November 2026 (EUR100m). The weighted average interest rate on the notes is fixed at 1.90%;
- CHF400m of Senior Unsecured Notes in the US Private Placement market. The notes mature in October 2023 (CHF150m) and October 2025 (CHF250m). The weighted average interest rate on the notes is fixed at 0.88%;
- US$500m of Unsecured Floating Rate Notes (the QDI Bond) in the Hong Kong market. The notes mature in December 2021.
- Finance leases with a weighted average lease term of 6 years (2017: 8 years). The weighted average discount rate implicit in the leases is 4.77% (2017: 4.85%). The Group's lease liabilities are secured by leased assets of $13.5 million (2017: $15.4m). In the event of default, leased assets revert to the lessor.

The Group is in compliance with all debt covenants.

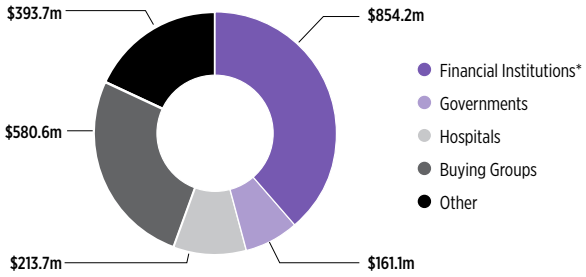
### c. Credit Risk

The Group only invests its cash and cash equivalent financial assets with financial institutions having a credit rating of at least 'A' or better, as assessed by independent rating agencies.

| | Floating rate[4] US$m | | Non-interest bearing US$m | | Total US$m | | Average Closing interest Rate % | |
|---|---|---|---|---|---|---|---|---|
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| Financial Assets | | | | | | | | |
| Cash and cash equivalents | **814.7** | 844.5 | **-** | - | **814.7** | 844.5 | **0.8%** | 0.6% |
| Trade and other receivables | **-** | - | **1,380.8** | 1,123.8 | **1,380.8** | 1,123.8 | **-** | - |
| Other financial assets | **-** | - | **7.8** | 9.1 | **7.8** | 9.1 | **-** | - |
| | **814.7** | 844.5 | **1,388.6** | 1,132.9 | **2,203.3** | 1,977.4 | | |

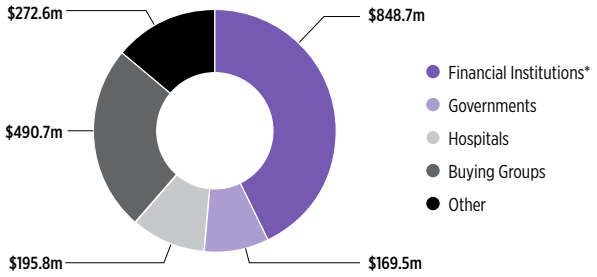
*[4] Floating interest rates represent the most recently determined rate applicable to the instrument at balance sheet date. All interest rates on floating rate financial assets and liabilities are subject to reset within the next six months.*

CREDIT QUALITY OF FINANCIAL ASSETS
(30 JUNE 2018)




** US$814.7m of the assets held with financial institutions are held as cash or cash equivalents, $33.3m of trade and other receivables and $6.2m of other financial assets. Financial assets held with non-financial institutions include US$1,349.1m of trade and other receivables and $1.6m of other financial assets.*

CREDIT QUALITY OF FINANCIAL ASSETS
(30 JUNE 2017)




** US$844.5m of the assets held with financial institutions are held as cash or cash equivalents, $0.4m of trade and other receivables and $3.9m of other financial assets. Financial assets held with non-financial institutions include US$1,123.6m of trade and other receivables and $5.2m of other financial assets.*

Financial assets are considered impaired where there is evidence that the Group will not be able to collect all amounts due according to the original trade and other receivable terms. Factors considered when determining if a financial asset is impaired include ageing and timing of expected receipts and the credit worthiness of counterparties. Where required, a provision for impairment is created for the difference between the financial asset's carrying amount and the present value of estimated future receipts. The Group's trading terms do not generally include the requirement for customers to provide collateral as security for financial assets.

The Group has not renegotiated any material collection/repayment terms of any financial assets in the current financial year.

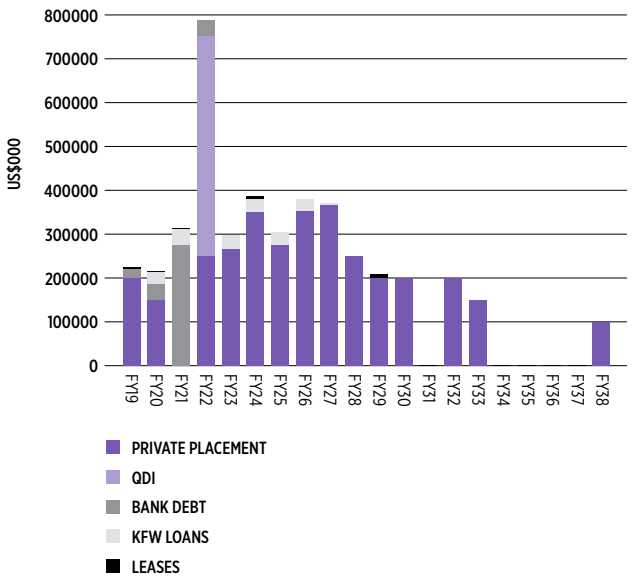
Government or government-backed entities (such as hospitals) often account for a significant proportion of trade receivables. As a result, the Group carries receivables from a number of Southern European governments. The credit risk associated with trading in these countries is considered on a country-by-country basis and the Group's trading strategy is adjusted accordingly. The factors taken into account in determining the credit risk of a particular country include recent trading experience, current economic and political conditions and the likelihood of continuing support from agencies such as the European Central Bank. An analysis of trade receivables that are past due and, where required, the associated provision for impairment, is as follows. All other financial assets are less than 30 days overdue.

| | Trade Receivables | | | | | |
|---|---|---|---|---|---|---|
| | Gross | | Provision | | Net | |
| | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m | 2018 US$m | 2017 US$m |
| Trade receivables: | | | | | | |
| current | **925.7** | 786.7 | **6.4** | 11.9 | **919.3** | 774.8 |
| less than 30 days overdue | **66.4** | 80.1 | **0.2** | 0.3 | **66.2** | 79.8 |
| between 30 and 90 days overdue | **51.0** | 49.3 | **0.3** | 0.5 | **50.7** | 48.8 |
| more than 90 days overdue | **71.8** | 62.5 | **14.6** | 9.9 | **57.2** | 52.6 |
| | **1,114.9** | 978.6 | **21.5** | 22.6 | **1,093.4** | 956.0 |

### d. Funding and liquidity risk

The maturity profile of the Group's debt is shown in the following chart.

MATURITY PROFILE OF DEBT BY FACILITY




The following table analyses the Group's financial liabilities.

| Interest-bearing liabilities and borrowings | 2018 US$m | 2017 US$m |
|---|---|---|
| *Current* | | |
| Bank overdrafts – Unsecured | **2.0** | 1.5 |
| Bank Borrowings – Unsecured | **20.7** | 17.9 |
| Senior Unsecured Notes - Unsecured | **200.0** | 100.0 |
| Lease liability – Secured | **3.0** | 3.1 |
| | **225.7** | 122.5 |
| *Non-current* | | |
| Bank loans – Unsecured | **533.3** | 1,216.3 |
| Senior Unsecured Notes - Unsecured | **3,606.8** | 2,614.1 |
| Lease liability - Secured | **20.5** | 22.3 |
| | **4,160.6** | 3,852.7 |

Interest-bearing liabilities and borrowings are recognised initially at fair value, net of transaction costs incurred. Subsequent to initial recognition, interest-bearing liabilities and borrowings are stated at amortised cost, with any difference between the proceeds (net of transaction costs) and the redemption value recognised in the statement of comprehensive income over the period of the borrowings.

Fees paid on the establishment of loan facilities that are yield related are included as part of the carrying amount of the loans and borrowings. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

The following table categorises the financial liabilities into relevant maturity periods, taking into account the remaining period at the reporting date and the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows and hence will not necessarily reconcile with the amounts disclosed in the balance sheet.

| | Contractual payments due | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 1 year or less US$m | | Between 1 year and 5 years US$m | | Over 5 years US$m | | Total US$m | | Average interest Rate % | |
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| Trade and other payables (non-interest bearing) | **1,256.8** | 1,133.8 | **138.9** | 25.8 | **-** | - | **1,395.7** | 1,159.6 | **-** | - |
| Bank loans – unsecured (floating rates) | **29.8** | 40.2 | **324.2** | 1,256.7 | **-** | - | **354.0** | 1,296.9 | **2.9%** | 1.8% |
| Bank loans – unsecured (fixed rates) | **2.3** | - | **167.3** | - | **63.1** | - | **232.7** | - | **1.0%** | - |
| Bank overdraft – unsecured (floating rates) | **2.0** | 1.5 | **-** | - | **-** | - | **2.0** | 1.5 | **-** | - |
| Senior unsecured notes (fixed rates) | **292.2** | 174.0 | **1,260.6** | 966.4 | **2,526.3** | 2,114.2 | **4,079.1** | 3,254.6 | **2.9%** | 2.7% |
| Senior unsecured notes (floating rate) | **14.6** | - | **536.5** | - | **-** | - | **551.1** | - | **2.9%** | - |
| Lease liabilities (fixed rates) | **3.1** | 1.2 | **16.8** | 10.3 | **10.0** | 25.3 | **29.9** | 36.8 | **4.8%** | 4.7% |
| | **1,600.8** | 1,350.7 | **2,444.3** | 2,259.2 | **2,599.4** | 2,139.5 | **6,644.5** | 5,749.4 | | |

Floating interest rates represent the most recently determined rate applicable to the instrument at balance sheet date. All interest rates on floating rate financial assets and liabilities are subject to reset within the next six months.

### Fair value of financial assets and financial liabilities

The carrying value of financial assets and liabilities is materially the same as the fair value. The following methods and assumptions were used to determine the net fair values of financial assets and liabilities.

*Cash*

The carrying value of cash equals fair value, due to the liquid nature of cash.

*Trade and other receivables/payables*

The carrying value of trade and other receivables/payables with a remaining life of less than one year is deemed to be equal to its fair value.

*Derivatives*

Derivative financial instruments are initially recognised at fair value on the date the contract is entered into and are subsequently remeasured at fair value at reporting date. The gain or loss on re-measurement is recognised in the statement of comprehensive income. The fair value of forward foreign exchange contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

*Interest bearing liabilities*

Fair value is calculated based on the discounted expected principal and interest cash flows, using rates currently available for debt of similar terms, credit risk and remaining maturities.

The Group also has external loans payable that have been designated as a hedge of its investment in foreign subsidiaries (known as a net investment hedge).

An effective hedge is one that meets certain criteria. Gains or losses on the net investment hedge that relate to the effective portion of the hedge are recognised in equity. Gains or losses relating to the ineffective portion, if any, are recognised in the consolidated statement of comprehensive income.

### Valuation of financial instruments

For financial instruments measured and carried at fair value, the Group uses the following to categorise the method used:

- Level 1: Items traded with quoted prices in active markets for identical liabilities
- Level 2: Items with significantly observable inputs other than quoted prices in active markets
- Level 3: Items with unobservable inputs (not based on observable market data)

There were no derivatives outstanding as of 30 June 2018 (30 June 2017 – nil).

There were no transfers between Level 1 and 2 during the year.

Contingent consideration arising from Business Combinations as set out in Note 1b is a Level 3 item. Management has exercised judgement in determining the appropriate timing and probability of the achievement of the underlying milestones.

## Note 12: Equity and Reserves

### a. Contributed Equity

| | 2018 US$m | 2017 US$m |
|---|---|---|
| Ordinary shares issued and fully paid | - | - |
| Share buy-back reserve | **(4,634.5)** | (4,534.3) |
| **Total contributed equity** | **(4,634.5)** | (4,534.3) |

Ordinary shares receive dividends as declared and, in the event of winding up the company, participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or proxy, at a meeting of the company.

Due to share buy-backs being undertaken at higher prices than the original subscription prices, the balance for ordinary share contributed equity has been reduced to nil, and a reserve created to reflect the excess value of shares bought over the original amount of subscribed capital. Refer to Note 10 for further information about on-market share buy-backs.

Information relating to employee performance option plans and GESP, including details of shares issued under the scheme, is set out in Note 5.

### b. Reserves

*Movement in reserves*

| | Share-based payments reserve [i] US$m | | Foreign currency translation reserve [ii] US$m | | Total US$m | |
|---|---|---|---|---|---|---|
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| Opening balance | **168.2** | 159.4 | **126.0** | 28.5 | **294.2** | 187.9 |
| Share-based payments expense | **30.1** | 5.2 | | - | **30.1** | 5.2 |
| Deferred tax on share-based payments | **(3.2)** | 3.6 | | - | **(3.2)** | 3.6 |
| Net exchange gains / (losses) on translation of foreign subsidiaries, net of hedge | **-** | - | **(96.9)** | 97.5 | **(96.9)** | 97.5 |
| **Closing balance** | **195.1** | 168.2 | **29.1** | 126.0 | **224.2** | 294.2 |

*Nature and purpose of reserves*

i. Share-based payments reserve

The share-based payments reserve is used to recognise the fair value of options, performance rights and GESP rights issued to employees.

ii. Foreign currency translation reserve

Where the functional currency of a subsidiary is not US dollars, its assets and liabilities are translated on consolidation to US dollars using the exchange rates prevailing at the reporting date, and its profit and loss is translated at average exchange rates. All resulting exchange differences are recognized in other comprehensive income and in the foreign currency translation reserve in equity. Exchange differences arising from borrowings designated as hedges of net investments in foreign entities are also included in this reserve.

## Note 13: Commitments and Contingencies[5]

### a. Commitments

Operating leases entered into relate predominantly to leased land and rental properties. The leases have varying terms and renewal rights. Rental payments under the leases are predominantly fixed, but generally contain inflation escalation clauses.

Finance leases entered into relate predominantly to leased plant and equipment. The leases have varying terms but lease payments are generally fixed for the life of the agreement. In some instances, at the end of the lease term the Group has the option to purchase the equipment.

No operating or finance lease contains restrictions on financing or other leasing activities.

Commitments in relation to non-cancellable operating leases, finance leases and capital expenditure contracted but not provided for in the financial statements are payable as follows:

| | Operating Leases US$m | | Finance Leases US$m | | Capital Commitments US$m | | Total US$m | |
|---|---|---|---|---|---|---|---|---|
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| Not later than one year | **64.5** | 57.9 | **3.7** | 3.9 | **532.2** | 354.0 | **600.4** | 415.8 |
| Later than one year but not later than five years | **242.5** | 205.4 | **10.4** | 11.1 | **151.5** | 117.0 | **404.4** | 333.5 |
| Later than five years | **466.5** | 404.8 | **14.5** | 16.2 | **-** | - | **481.0** | 421.0 |
| Sub-total | **773.5** | 668.1 | **28.6** | 31.2 | **683.7** | 471.0 | **1,485.8** | 1,170.3 |
| Future finance charges | **-** | - | **(5.1)** | (5.8) | **-** | - | **(5.1)** | (5.8) |
| **Total** | **773.5** | 668.1 | **23.5** | 25.4 | **683.7** | 471.0 | **1,480.7** | 1,164.5 |

The present value of finance lease liabilities is as follows:

| | 2018 US$m | 2017 US$m |
|---|---|---|
| Not later than one year | **3.0** | 3.1 |
| Later than one year but not later than five years | **7.9** | 8.4 |
| Later than five years | **12.6** | 13.9 |
| **Total** | **23.5** | 25.4 |

### b. Contingent assets and liabilities

*Litigation*

The Group is involved in litigation in the ordinary course of business.

During the year ended 30 June 2018 the Group became engaged in litigation for breach of contract, CSL has counter claims in place against the same entity and the outcomes remain uncertain. We have recognized a legal provision (see Note 16) which would be utilised should a settlement be required.

During the period ended 30 June 2017 the Group became aware of two separate patent infringement actions brought by competitors. CSL is highly confident in our intellectual property positions which are the product of more than a decade of innovative research by the Group. The Company is vigorously defending against the claims.

[5] *Commitments and contingencies are disclosed net of the amount of GST (or equivalent) recoverable from, or payable to, a taxation authority*

## Efficiency of Operation

### Note 14: Cash and Cash Equivalents, Cash Flows

| | 2018 US$m | 2017 US$m |
|---|---|---|
| **Reconciliation of cash and cash equivalents** | | |
| Cash at bank and on hand | **572.5** | 562.7 |
| Cash deposits | **242.2** | 281.8 |
| Less bank overdrafts | **(2.0)** | (1.5) |
| **Total cash and cash equivalents** | **812.7** | 843.0 |
| **Reconciliation of Profit after tax to Cash Flows from Operations** | | |
| Profit after tax | **1,728.9** | 1,337.4 |
| Non-cash items in profit after tax: | | |
| Depreciation, amortisation and impairment charges | **296.7** | 279.2 |
| Loss on disposal of property, plant and equipment | **3.4** | 8.7 |
| Gain/(loss) on sale of assets | **(3.8)** | - |
| Share-based payments expense | **30.1** | 12.2 |
| Changes in assets and liabilities: | | |
| Increase in trade and other receivables | **(304.8)** | (72.5) |
| Increase in inventories | **(138.0)** | (389.2) |
| (Increase)/decrease in retirement benefit assets | **1.3** | (0.4) |
| (Increase)/decrease in net tax assets | **127.7** | (111.0) |
| Increase in trade and other payables | **128.8** | 153.9 |
| (Decrease)/increase in deferred government grants | **3.3** | (0.6) |
| Increase in provisions | **24.8** | 21.4 |
| Increase in retirement benefit liabilities | **3.7** | 7.5 |
| **Net cash inflow from operating activities** | **1,902.1** | 1,246.6 |
| **Non-cash financing activities** | | |
| Acquisition of plant and equipment by means of finance leases | **1.6** | 4.0 |

#### Cash, cash equivalents and bank overdrafts

Cash and cash equivalents are held for the purpose of meeting short term cash commitments rather than for investment or other purposes. They are made up of:

- Cash on hand.
- At call deposits with banks or financial institutions.
- Investments in money market instruments with original maturities of six months or less, that are readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

For the purposes of the cash flow statement, cash at the end of the financial year is net of bank overdraft amounts.

Cash flows are presented on a gross basis. The GST component of cash flows arising from investing and financing activities that are recoverable from or payable to a taxation authority are presented as part of operating cash flows.

## Note 15: Trade Receivables and Payables

### a. Trade and other receivables

| | 2018 US$m | 2017 US$m |
|---|---|---|
| *Current* | | |
| Trade receivables | **1,114.9** | 978.6 |
| Less: Provision for impairment loss | **(21.5)** | (22.6) |
| | **1,093.4** | 956.0 |
| Sundry receivables | **272.1** | 151.3 |
| Prepayments | **112.5** | 63.1 |
| **Carrying amount of current trade and other receivables** | **1,478.0** | 1,170.4 |
| *Non-current* | | |
| Long term deposits/other receivables | **15.3** | 16.5 |
| **Carrying amount of non-current other receivables**[6] | **15.3** | 16.5 |

[6] *The carrying amount disclosed above is a reasonable approximation of fair value. The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivable disclosed above. Refer to Note 11 for more information on the risk management policy of the Group and the credit quality of trade receivables.*

Trade and other receivables are initially recorded at fair value and are generally due for settlement within 30 to 60 days from date of invoice. Collectability is regularly reviewed at an operating unit level. Debts which are known to be uncollectible are written off when identified. A provision for impairment loss is recognised when there is objective evidence that all amounts due may not be fully recovered. The provision amount is the difference between the receivable's carrying amount and the present value of estimated future cash flows that may ultimately be recovered. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial. When a trade receivable for which a provision for impairment has been recognised becomes uncollectible in a subsequent period, it is written off against the provision.

Other current receivables are recognised and carried at the nominal amount due. Non-current receivables are recognised and carried at amortised cost. They are non-interest bearing and have various repayment terms.

As at 30 June 2018, the Group had made provision for impairment of $21.5m (2017: $22.6m).

| | 2018 US$m | 2017 US$m |
|---|---|---|
| Opening balance at 1 July | **22.6** | 31.1 |
| Additional allowance/ (utilised/written back) | **(0.8)** | (8.7) |
| Currency translation differences | **(0.3)** | 0.2 |
| **Closing balance at 30 June** | **21.5** | 22.6 |

Non-trade receivables do not include any impaired or overdue amounts and it is expected they will be received when due. The Group does not hold any collateral in respect to other receivable balances.

**Key judgements and estimates**

In applying the Group's accounting policy to trade and other receivables with governments and related entities in South Eastern Europe as set out in Note 11, significant judgement is involved in first assessing whether or not trade or other receivable amounts are impaired and thereafter in assessing the extent of impairment. Matters considered include recent trading experience, current economic and political conditions and the likelihood of continuing support from agencies such as the European Central Bank.

### a. Trade and other payables

| | 2018 US$m | 2017 US$m |
|---|---|---|
| *Current* | | |
| Trade payables | **417.4** | 399.0 |
| Accruals and other payables | **807.0** | 710.1 |
| Share-based payments (EDIP) | **32.4** | 24.7 |
| **Carrying amount of current trade and other payables** | **1,256.8** | 1,133.8 |
| *Non-current* | | |
| Accruals and other payables | **102.0** | 0.6 |
| Share-based payments (EDIP) | **24.6** | 25.2 |
| **Carrying amount of non-current other payables** | **126.6** | 25.8 |

Trade and other payables represent amounts reflected at notional amounts owed to suppliers for goods and services provided to the Group prior to the end of the financial year that are unpaid. Trade and other payables are non-interest bearing and have various repayment terms but are usually paid within 30 to 60 days of recognition.

Receivables and payables include the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, taxation authorities is included in other receivables or payables in the balance sheet.

## Note 16: Provisions

| | Employee benefits US$m | Onerous Contracts US$m | Legal US$m | Other US$m | Total US$m |
|---|---|---|---|---|---|
| Current | | | | | |
| Carrying amount at the start of the year | 103.4 | 30.0 | 22.3 | 0.7 | 156.4 |
| Transfers (to)/from accruals | - | (5.0) | - | - | (5.0) |
| Transfers between provisions | - | (20.0) | 20.0 | - | - |
| Utilised | (62.8) | (5.0) | - | (0.4) | (68.2) |
| Additions | 78.2 | - | 21.1 | 0.6 | 99.9 |
| Currency translation differences | (2.5) | - | 0.2 | (0.1) | (2.4) |
| **Carrying amount at the end of the year** | **116.3** | **-** | **63.6** | **0.8** | **180.7** |
| Non-current | | | | | |
| Carrying amount at the start of the year | 32.5 | - | - | 0.4 | 32.9 |
| Transfers (to)/from accruals | - | - | - | - | - |
| Transfers between provisions | - | - | - | - | - |
| Utilised | - | - | - | (0.1) | (0.1) |
| Additions | 1.9 | - | - | - | 1.9 |
| Currency translation differences | - | - | - | - | - |
| **Carrying amount at the end of the year** | **34.4** | **-** | **-** | **0.3** | **34.7** |

Provisions are recognised when all three of the following conditions are met:

- The Group has a present or constructive obligation arising from a past transaction or event
- It is probable that an outflow of resources will be required to settle the obligation
- A reliable estimate can be made of the obligation.

Provisions are not recognised for future operating losses.

Provisions recognised reflect management's best estimate of the expenditure required to settle the present obligation at the reporting date. Where the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to settle the obligation at a pre-tax discount rate that reflects current market assessments of the time value of money and of the risks specific to the obligation.

Detailed information about the employee benefits is presented in Note 5.

During the financial year ended 30 June 2018 various liabilities have been reclassified.

Amounts relating to a legal dispute have been reclassified from accruals into the legal provision as shown in the table above.

The Onerous contract provision recognised in the prior year has been partially utilised with the balance reclassified to the legal provision and accruals as shown in the table above.

The change in presentation is to provide clarity as to the nature of the provisions.

# Other Notes

## Note 17: Related Party Transactions

### Ultimate controlling entity

The ultimate controlling entity is CSL Limited, otherwise described as the parent company.

### Related party transactions

The parent company entered into the following transactions during the year with related parties in the Group.

### Wholly owned subsidiaries

- Loans were advanced and repayments received on the long term intercompany accounts.
- Interest was charged on outstanding intercompany loan account balances.
- Sales and purchases of products.
- Licensing of intellectual property.
- Provision of marketing services by controlled entities.
- Management fees were received from a controlled entity.
- Management fees were paid to a controlled entity.

The transactions were undertaken on commercial terms and conditions.

Payment for intercompany transactions is through intercompany loan accounts and may be subject to extended payment terms.

### Ownership interests in related parties

All transactions with subsidiaries have been eliminated on consolidation.

### Subsidiaries

The following table lists the Group's material subsidiaries.

| Company | Country of Incorporation | Percentage owned 2018 % | Percentage owned 2017 % |
|---|---|---|---|
| CSL Limited | Australia | | |
| ***Subsidiaries of CSL Limited:*** | | | |
| CSL Behring (Australia) Pty Ltd | Australia | **100** | 100 |
| CSL Behring LLC | USA | **100** | 100 |
| CSL Plasma Inc | USA | **100** | 100 |
| CSL Behring GmbH | Germany | **100** | 100 |
| CSL Behring AG | Switzerland | **100** | 100 |
| CSL Behring Lengnau AG[#] | Switzerland | **100** | 100 |
| Seqirus UK Limited | UK | **100** | 100 |
| Seqirus Pty Ltd | Australia | **100** | 100 |
| Seqirus Vaccines Limited | UK | **100** | 100 |
| Seqirus Inc | USA | **100** | 100 |

*[#] In June 2018 CSL Behring Recombinant Facility AG and CSL Behring Lengnau AG merged.*

### Key management personnel transactions with the Group

The following transactions with key management personnel and their related entities have occurred during the financial year. These transactions occur as part of a normal supplier or partner relationship on "arm's length" terms:

CSL in Australia has corporate accounts with CityLink, operated by Transurban Group, of which Christine O'Reilly is a director.

CSL has entered into a number of contracts, including collaborative research agreements, with Monash University, of which Megan Clark is a member of Council.

CSL has entered into a number of contracts, including collaborative research agreements, with the Walter and Eliza Hall Institute for Medical Research, of which Marie McDonald is a director.

CSL has corporate accounts for the supply of power with Energy Australia, of which Christine O'Reilly was a director during the financial year.

CSL has entered into a research collaboration with the Baker Heart and Diabetes Institute, of which Christine O'Reilly is a director.

CSL Behring in Australia has entered into an agreement to make a research grant to the Australia and New Zealand College of Anesthetists, of which Bruce Brook was a member of the Board of Governors until December 2017.

CSL has received financial services from Bank of America Merrill Lynch, of which Megan Clark is a member of the Australian Advisory Board.

CSL has a commercial arrangement to acquire laboratory supplies from Agilent Technologies, of which Tadataka Yamada is a director.

## Note 18: Detailed Information – People Costs

### a. Defined benefit plans

The Group sponsors a range of defined benefit pension plans that provide either a lump sum or ongoing pension benefit for its worldwide employees upon retirement. Entities of the Group who operate defined benefit plans contribute to the respective plans in accordance with the Trust Deeds, following the receipt of actuarial advice.

The surplus/deficit for each defined benefit plan operated by the Group is as follows:

| | June 2018 US$m | | | June 2017 US$m | | |
|---|---|---|---|---|---|---|
| Pension Plan | Plan Assets | Accrued benefit | Plan surplus/ (deficit) | Plan Assets | Accrued benefit | Plan surplus/ (deficit) |
| CSL Pension Plan (Australia) - provides a lump sum benefit upon exit | **23.3** | **(19.2)** | **4.1** | 28.8 | (23.2) | 5.6 |
| CSL Behring AG Pension Plan (Switzerland) - provides an ongoing pension | **533.9** | **(559.8)** | **(25.9)** | 510.1 | (569.0) | (58.9) |
| CSL Behring Union Pension Plan (USA) – provides an ongoing pension | **59.4** | **(61.3)** | **(1.9)** | 56.5 | (64.9) | (8.4) |
| CSL Behring GmbH Supplementary Pension Plan (Germany) – provides an ongoing pension | **-** | **(166.2)** | **(166.2)** | - | (157.2) | (157.2) |
| bioCSL GmbH Pension Plan (Germany) – provides an ongoing pension | **-** | **(2.7)** | **(2.7)** | - | (2.8) | (2.8) |
| CSL Behring KG Pension Plan (Germany) – provides an ongoing pension | **-** | **(12.9)** | **(12.9)** | - | (12.3) | (12.3) |
| CSL Plasma GmbH Pension Plan (Germany) – provides an ongoing pension | **-** | **(0.3)** | **(0.3)** | - | (0.3) | (0.3) |
| CSL Behring KK Retirement Allowance Plan (Japan) – provides a lump sum benefit upon exit | **-** | **(14.3)** | **(14.3)** | - | (13.2) | (13.2) |
| CSL Behring S.A. Pension Plan (France) - provides a lump sum benefit upon exit | **-** | **(1.1)** | **(1.1)** | - | (0.9) | (0.9) |
| CSL Behring S.p.A Pension Plan (Italy) - provides a lump sum benefit upon exit | **-** | **(1.3)** | **(1.3)** | - | (1.3) | (1.3) |
| **Total** | **616.6** | **(839.1)** | **(222.5)** | 595.4 | (845.1) | (249.7) |

In addition to the plans listed above, CSL Behring GmbH and Seqirus GmbH employees are members of multi-employer plans administered by an unrelated third party. CSL Behring GmbH, Seqirus GmbH and their employees make contributions to the plans and receive pension entitlements on retirement. Participating employers may have to make additional contributions in the event that the plans have insufficient assets to meet their obligations. However, there is insufficient information available to determine this amount on an employer by employer basis. The contributions made by CSL Behring GmbH and Seqirus GmbH are determined by the Plan Actuary and are designed to be sufficient to meet the obligations of the plans based on actuarial assumptions. Contributions made by CSL Behring GmbH and Seqirus GmbH are expensed in the year in which they are made.

**Movements in Accrued benefits and assets**

During the financial year the value of accrued benefits decreased by $6.0m. The decrease is mainly attributable to three main factors:

- Actuarial adjustments, due primarily to higher discount rates at the end of the year than originally anticipated by the actuary, generated a decrease in accrued benefits of $25.9m. These adjustments do not affect the profit and loss as they are recorded in Other Comprehensive Income.
- Foreign currency movements had a $18.5m favourable impact on the value of accrued benefits, this movement is taken to the Foreign Currency Translation Reserve.
- Benefits were paid by plans and the employer during the year of $9.2m and $3.3m, respectively.

Offsetting these decreases were:

- Service cost charged to the profit and loss of $40.2m. This amount represents the increased benefit entitlement of members, arising from an additional year of service and salary increases, which are taken into account in the calculation of the accrued benefit.
- Employee contributions paid into the plan of $10.2m.

In the prior year the value of accrued benefits increased by $1.4m. The increase is attributable to three main factors:

- Service cost charged to the profit and loss of $43.7m. This amount represents the increased benefit entitlement of members, arising from an additional year of service and salary increases, which are taken into account in the calculation of the accrued benefit.
- Foreign currency movements had a $18.8m unfavourable impact on the value of accrued benefits, this movement is taken to the Foreign Currency Translation Reserve.
- Employee contributions paid into the plan of $8.5m.

Offsetting these increases were:

- Actuarial adjustments, due primarily to higher discount rates at the end of the year than originally anticipated by the actuary, generated a decrease in accrued benefits of $59.3m. These adjustments do not affect the profit and loss as they are recorded in Other Comprehensive Income.

- Benefits were paid by plans and the employer during the year of $4.7m and $2.8m, respectively.

Plan assets increased by $21.3m during the financial year. The increase is mainly attributable to the following factors:

- Investment returns increased plan assets by $17.9m; and
- Contributions made by employer and employee increased plan assets by $32.9m.

Offsetting these increases were benefits paid by the plans of $8.3m and unfavourable foreign currency movements of $20.6m which are taken directly to the Foreign Currency Translation Reserve.

In the prior year plan the value of plan assets increased by $73.3m. Contributing factors were investment returns earned on plan assets ($36.6m), employer and employee contributions ($30.2m) and favourable currency movements ($14.5m).

| The principal actuarial assumptions, expressed as weighted averages, at the reporting date are: | 2018 % | 2017 % |
|---|---|---|
| Discount rate | **1.3%** | 1.1% |
| Future salary increases | **2.0%** | 2.0% |
| Future pension increases | **0.4%** | 0.4% |

**Plan Assets**

| The major categories of total plan assets are as follows: | 2018 US$m | 2017 US$m |
|---|---|---|
| Cash | **38.2** | 50.0 |
| Instruments quoted in active markets: | | |
| Equity Instruments | **219.9** | 220.4 |
| Bonds | **262.7** | 241.0 |
| Unquoted investments – property | **92.3** | 82.0 |
| Other assets | **3.5** | 2.0 |
| Total Plan assets | **616.6** | 595.4 |

The variable with the most significant impact on the defined benefit obligation is the discount rate applied in the calculation of accrued benefits. A decrease in the average discount rate applied to the calculation of accrued benefits of 0.25% would increase the defined benefit obligation by $39.5m. An increase in the average discount rate of 0.25% would reduce the defined benefit obligation by $22.8m.

The defined benefit obligation will be discharged over an extended period as members exit the plans. The plan actuaries have estimated that the following payments will be required to satisfy the obligation. The actual payments will depend on the pattern of employee exits from the Group's plans.

| | |
|---|---|
| Year ended 30 June 2019 | $21.9m (2017: 21.1m) |
| Between two and five years | $92.9m (2017: 93.9m) |
| Between five and ten years | $139.1m (2017: 146.4m) |
| Beyond ten years | $585.2m (2017: 584.2m) |

### b. Share-based payments – equity settled

**Long Term Incentives**

During the year the Group amended our approach to long term incentives and replaced the previous performance rights, performance options and EDIP instruments with two new equity settled schemes. No further instruments have been issued under the previous schemes, other than the EDIP instruments disclosed in this note. The two new schemes are:

The Executive Performance and Alignment Plan (EPA) that grants Performance Share Units (PSU) to qualifying executives. Vesting is subject to continuing employment, satisfactory performance and the achievement of an absolute return measure. The return measure is a seven year rolling average Return on Invested Capital.

The Retain and Grow Plan (RGP) that grants Restricted Share Units (RSU) to qualifying employees, participation in the RGP plan is broader than in the EPA plan. Vesting is subject to continuing employment and satisfactory performance.

Under both the EPA and RGP plans grants will vest in equal tranches on the first, second, third and fourth anniversaries of grant.

On 1 October 2017, 206,436 PSUs and 315,304 RSUs were granted. The exercise price for both PSUs and RSUs is nil. The relevant tranche of PSUs and RSUs will exercise upon vesting on 1 September in each of 2018, 2019, 2020 and 2021, this is one month earlier than the anniversary of the date of grant. Subsequent grants will be made on 1 September annually. The face value of the PSUs and RSUs granted is estimated at the date of grant using an adjusted form of the Black-Scholes model, taking into account the terms and conditions upon which the PSUs and RSUs were granted. On 1 March 2018 a further grant of 3,490 PSUs and 8,800 RSUs were granted. These have vesting dates between March 2018 and September 2021.

**Share-based long term incentives (LTI) issued between October 2012 and October 2013**

Performance rights granted in 2012 and 2013 have hurdles that were to be set and measured in US dollars in line with the Group's presentation currency. Subject to performance hurdles being satisfied, 50% of the LTI award will vest after three years, with the remaining 50% vesting after the fourth anniversary of the award date. The performance hurdles comprise a graduated vesting for the compound annual growth in EPS with no vesting below 8% CAGR and 100% vesting at 12% CAGR and a relative TSR hurdle measured against the MSCI Global Pharmaceutical Index with vesting if CSL's TSR exceeds the Index.

**Share-based long term incentives (LTI) issued in October 2014, October 2015 and October 2016**

Performance rights grants made in 2014, 2015 and 2016 will vest over a four year period with no re-test. The EPS growth test has 100% vesting occurring at a 13% compound annual growth rate and the potential for additional vesting on the achievement of stretch EPS growth targets. The relative TSR test is against a cohort of global pharmaceutical and biotechnology companies and progressive vesting has been reintroduced with 50% vesting where CSL's performance is at the 50th percentile rising to 100% vesting at the 75th percentile. Performance Options also vest over a four year period and have no performance hurdles. The options only have value when the share price on exercise exceeds the exercise price. The company does not provide loans to fund the exercise of options.

### Global Employee Share Plan (GESP)

The Global Employee Share Plan (GESP) allows employees to make contributions from after tax salary up to a maximum of A$6,000 per six month contribution period. The employees receive the shares at a 15% discount to the applicable market rate, as quoted on the ASX on the first day or the last day of the six-month contribution period, whichever is lower.

### Recognition and measurement

The fair value of options or rights is recognised as an employee benefit expense with a corresponding increase in equity. Fair value is independently measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options or rights. Fair value is independently determined using a combination of the Binomial and Black Scholes valuation methodologies, including Monte Carlo simulation, taking into account the terms and conditions on which the options and rights were granted. The fair value of the options granted excludes the impact of any non-market vesting conditions, which are included in assumptions about the number of options that are expected to vest.

At each reporting date, the number of options and rights that are expected to vest is revised. The employee benefit expense recognised each period takes into account the most recent estimate of the number of options and rights that are expected to vest. No expense is recognised for options and rights that do not ultimately vest, except where the vesting is conditional upon a market condition and that market condition is not met.

### Valuation assumptions and fair values of equity instruments granted

The model inputs for performance share units, restricted share units and GESP awards granted during the year ended 30 June 2018 included:

| | Face Value[7] | Share Price | Exercise Price | Expected volatility[8] | Life assumption | Expected dividend yield | Risk free interest rate |
|---|---|---|---|---|---|---|---|
| | A$ | A$ | A$ | | | | |
| **Performance Share Units (by grant date)** | | | | | | | |
| 1 October 2017 - Tranche 1 | $131.26 | $133.37 | Nil | 20% | 11 months | 1.75% | 1.74% |
| 1 October 2017 - Tranche 2 | $129.01 | $133.37 | Nil | 20% | 23 months | 1.75% | 1.84% |
| 1 October 2017 - Tranche 3 | $126.78 | $133.37 | Nil | 20% | 35 months | 1.75% | 1.99% |
| 1 October 2017 - Tranche 4 | $124.60 | $133.37 | Nil | 20% | 47 months | 1.75% | 2.14% |
| 1 March 2018 – Tranche 1 | $160.32 | $161.53 | Nil | 20% | 6 months | 1.50% | 1.84% |
| 1 March 2018 – Tranche 2 | $157.95 | $161.53 | Nil | 20% | 18 months | 1.50% | 1.98% |
| 1 March 2018 – Tranche 3 | $155.61 | $161.53 | Nil | 20% | 30 months | 1.50% | 2.06% |
| 1 March 2018 – Tranche 4 | $153.31 | $161.53 | Nil | 20% | 42 months | 1.50% | 2.20% |
| **Restricted Share Units (by grant date)** | | | | | | | |
| 1 October 2017 - Tranche 1 | $131.26 | $133.37 | Nil | 20% | 11 months | 1.75% | 1.74% |
| 1 October 2017 - Tranche 2 | $129.01 | $133.37 | Nil | 20% | 23 months | 1.75% | 1.84% |
| 1 October 2017 - Tranche 3 | $126.78 | $133.37 | Nil | 20% | 35 months | 1.75% | 1.99% |
| 1 October 2017 - Tranche 4 | $124.60 | $133.37 | Nil | 20% | 47 months | 1.75% | 2.14% |
| 1 March 2018 – Tranche 1 | $161.53 | $161.53 | Nil | n/a | nil | n/a | n/a |
| 1 March 2018 – Tranche 2 | $160.32 | $161.53 | Nil | 20% | 6 months | 1.50% | 1.75% |
| 1 March 2018 – Tranche 3 | $159.14 | $161.53 | Nil | 20% | 12 months | 1.50% | 1.84% |
| 1 March 2018 – Tranche 4 | $157.95 | $161.53 | Nil | 20% | 18 months | 1.50% | 1.98% |
| 1 March 2018 – Tranche 5 | $156.78 | $161.53 | Nil | 20% | 24 months | 1.50% | 1.98% |
| 1 March 2018 – Tranche 6 | $155.61 | $161.53 | Nil | 20% | 30 months | 1.50% | 2.06% |
| 1 March 2018 – Tranche 7 | $154.47 | $161.53 | Nil | 20% | 36 months | 1.50% | 2.06% |
| 1 March 2018 – Tranche 8 | $153.31 | $161.53 | Nil | 20% | 42 months | 1.50% | 2.20% |
| **GESP (by grant date)[9]** | | | | | | | |
| 1 September 2017 | $31.55 | $132.28 | $100.73 | 20% | 6 months | 1.75% | 1.75% |
| 1 March 2018 | $54.38 | $163.43 | $109.05 | 20% | 6 months | 1.50% | 1.75% |

*[7] PSUs are subject to a ROIC based performance measure.*

*[8] The expected volatility is based on the historic volatility (calculated based on the remaining life assumption of each equity instrument), adjusted for any expected changes.*

*[9] The fair value of GESP equity instruments is estimated based on the assumptions prevailing on the grant date. In accordance with the terms and conditions of the GESP plan, shares are issued at a 15% discount to the lower of the ASX market price on the first and last dates of the contribution period.*

### c. Share-based payments – cash settled

The notional shares under the Executive Deferred Incentive Plan generate a cash payment to participants in three years' time, or in limited instances over a prorated period (see Note 5), provided they are still employed by the company and receive a satisfactory performance review over that period. The amount of the cash payment will be determined by reference to the CSL share price immediately before the award maturity date.

**Recognition and measurement**

The fair value of the cash-settled notional shares is measured by reference to the CSL share price at reporting date, adjusted for the dividend yield and the number of days left in the vesting period. The ultimate cost of these transactions will be equal to the fair value at settlement date. The cumulative cost recognised until settlement is a liability and the periodic determination of this liability is carried out as follows:

- At each reporting date between grant and settlement, the fair value of the award is determined.
- During the vesting period, the liability recognised at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- All changes in the liability are recognised in employee benefits expense for the period.
- The fair value of the liability is determined by reference to the CSL Limited share price at reporting date, adjusted for the dividend yield and the number of days left in the vesting period.
- The following table lists the inputs to the valuation models used during the year for EDIP purposes.

| | 2018 | | 2017 | |
|---|---|---|---|---|
| Grant date | Fair value of grants at reporting date | Dividend yield (%) | Fair value of grants at reporting date | Dividend yield % |
| October 2015 | **A$194.43** | **1.75%** | A$137.87 | 1.75% |
| January 2016 | **A$194.43** | **1.75%** | A$137.87 | 1.75% |
| March 2016# | **A$193.79** | **1.75%** | A$137.07 | 1.75% |
| April 2016 | **A$194.43** | **1.75%** | A$137.87 | 1.75% |
| July 2016 | **A$194.43** | **1.75%** | A$137.87 | 1.75% |
| October 2016# | **A$191.11** | **1.75%** | A$135.50 | 1.75% |
| January 2017# | **A$193.05** | **1.75%** | A$135.50 | 1.75% |
| April 2017# | **A$194.14** | **1.75%** | A$137.87 | 1.75% |

*# The fair value of grants are the weighted average fair values.*

## Note 19: Detailed Information – Shareholder Returns

| | Consolidated Entity | |
|---|---|---|
| Note | 2018 US$m | 2017 US$m |
| **Retained earnings** | | |
| Opening balance at 1 July | **7,403.9** | 6,592.3 |
| Net profit for the year | **1,728.9** | 1,337.4 |
| Dividends | **(672.2)** | (601.4) |
| Actuarial gain on defined benefit plans | **36.5** | 89.8 |
| Deferred tax on actuarial (loss) on defined benefit plans | **(6.9)** | (14.2) |
| Closing balance at 30 June | **8,490.2** | 7,403.9 |
| **Performance Options Plan** | | |
| Options exercised under Performance Option plans as follows | | |
| nil issued at A$37.91 (2017: 64,646 issued at A$33.68) | **-** | 1.6 |
| nil issued at A$33.45 (2017: 25,050 issued at A$33.45) | **-** | 0.6 |
| 24,540 issued at A$29.34 (2017: 2,780 issued at A$29.34) | **0.6** | 0.1 |
| | **0.6** | 2.3 |
| **Global Employee Share Plan (GESP)** | | |
| Shares issued to employees under Global Employee Share Plan (GESP) | | |
| 78,552 issued at A$100.73 on 6 September 2017 (2017: 74,117 issued at A$86.86 on 9 September 2016) | **6.3** | 4.9 |
| 103,966 issued at A$109.05 on 6 March 2018 (2017: 78,620 issued at A$92.46 on 3 March 2017) | **8.8** | 5.5 |
| | **15.1** | 10.4 |

## Note 20: Auditors Remuneration

During the year the following fees were paid or were payable for services provided by CSL's auditor and by the auditor's related practices:

| Audit or Review of Financial Reports | 2018 US$m | 2017 US$m |
|---|---|---|
| Ernst & Young Australia | **1,303,084** | 1,142,462 |
| Ernst & Young related practices | **3,312,316** | 3,060,778 |
| Total remuneration for audit services | **4,615,400** | 4,203,240 |
| | | |
| **Other services** | | |
| Ernst & Young Australia | | |
| - other assurance services | **88,843** | 92,122 |
| - non-assurance services | **141,185** | 183,180 |
| | | |
| Ernst & Young related practices | | |
| - other assurance services | **114,908** | 63,659 |
| - non-assurance services | **608,807** | 696,669 |
| Total remuneration for non-audit services | **953,743** | 1,035,630 |
| Total remuneration for all services rendered | **5,569,143** | 5,238,870 |

## Note 21: Deed of Cross Guarantee

On 22 October 2009, a deed of cross guarantee was executed between CSL Limited and some of its wholly owned entities, namely CSL International Pty Ltd, CSL Finance Pty Ltd, CSL Biotherapies Pty Ltd (now Seqirus (Australia) Pty Ltd) and Zenyth Therapeutics Pty Ltd. Since the establishment of the deed Seqirus Pty Ltd, CSL Behring (Australia) Pty Ltd and CSL Behring (Privigen) Pty Ltd have been added to the deed. During the year ended 30 June 2017 Seqirus Australia Holdings Pty Ltd was added to the deed. Under this deed, each company guarantees the debts of the others. By entering into the deed, these specific wholly owned entities have been relieved from the requirement to prepare a financial report and directors' report under Class Order 98/1418 (as amended) issued by the Australian Securities and Investments Commission.

The entities that are parties to the deed represent a 'Closed Group' for the purposes of the Class Order, and as there are no other parties to the deed of cross guarantee that are controlled by CSL Limited, they also represent the 'Extended Closed Group'. A consolidated income statement and a summary of movements in consolidated retained profits for the year ended 30 June 2018 and 30 June 2017 and a consolidated balance sheet as at each date for the Closed Group is set out below.

| | Consolidated Closed Group | |
|---|---|---|
| Income Statement | 2018 A$m | 2017 A$m |
| *Continuing operations* | | |
| Sales revenue | **1,101.0** | 1,106.5 |
| Cost of sales | **(685.7)** | (765.3) |
| **Gross profit** | **415.3** | 341.2 |
| Sundry revenues | **114.2** | 188.5 |
| Dividend income | **1,375.0** | 1,271.6 |
| Interest income | **76.4** | 64.9 |
| Research and development expenses | **(194.1)** | (188.9) |
| Selling and marketing expenses | **(75.4)** | (66.5) |
| General and administration expenses | **(190.0)** | (121.9) |
| Finance costs | **(33.1)** | (21.1) |
| **Profit before income tax expense** | **1,488.3** | 1,467.8 |
| Income tax expense | **(43.6)** | (56.2) |
| **Profit for the year** | **1,444.7** | 1,411.6 |

| Balance sheet | 2018 A$m | 2017 A$m |
|---|---|---|
| **Current assets** | | |
| Cash and cash equivalents | **357.2** | 387.4 |
| Trade and other receivables | **240.3** | 212.5 |
| Inventories | **259.9** | 275.1 |
| **Total Current Assets** | **857.4** | 875.0 |
| **Non-current assets** | | |
| Trade and other receivables | **7.5** | 10.6 |
| Other financial assets | **20,075.4** | 19,492.5 |
| Property, plant and equipment | **891.0** | 811.2 |
| Deferred tax assets | **33.5** | 20.0 |
| Intangible assets | **43.3** | 41.9 |
| Retirement benefit assets | **5.5** | 7.3 |
| **Total Non-Current Assets** | **21,056.2** | 20,383.5 |
| **Total Assets** | **21,913.6** | 21,258.5 |
| **Current liabilities** | | |
| Trade and other payables | **279.2** | 304.6 |
| Provisions | **60.3** | 56.9 |
| Deferred government grants | **3.8** | 3.8 |
| **Total Current Liabilities** | **343.3** | 365.3 |
| **Non-current liabilities** | | |
| Trade and other payables | **12.2** | 11.0 |
| Interest-bearing liabilities and borrowings | **1,638.4** | 1,412.4 |
| Provisions | **10.2** | 10.5 |
| Deferred government grants | **45.1** | 46.7 |
| **Total Non-Current Liabilities** | **1,705.9** | 1,480.6 |
| **Total Liabilities** | **2,049.2** | 1,845.9 |
| **Net Assets** | **19,864.4** | 19,412.6 |
| **Equity** | | |
| Contributed equity | **(4,755.6)** | (4,625.3) |
| Reserves | **165.2** | 160.3 |
| Retained earnings | **24,454.8** | 23,877.6 |
| **TOTAL EQUITY** | **19,864.4** | 19,412.6 |

| Summary of movements in consolidated retained earnings of the Closed Group | 2018 A$m | 2017 A$m |
|---|---|---|
| Retained earnings at beginning of the financial year | **23,877.6** | 23,248.9 |
| Net profit | **1,444.7** | 1,411.6 |
| Actuarial gain/(loss) on defined benefit plans, net of tax | **1.0** | 2.4 |
| Dividends provided for or paid | **(868.5)** | (785.3) |
| Retained earnings at the end of the financial year | **24,454.8** | 23,877.6 |

## Note 22: Parent Entity Information

| | | 2018 A$m | 2017 A$m |
|---|---|---|---|
| | **Information relating to CSL Limited ('the parent entity')** | | |
| **(a)** | **Summary financial information** | | |
| | The individual financial statements for the parent entity show the following aggregate amounts: | | |
| | Current assets | **545.6** | 523.3 |
| | Total assets | **7,711.8** | 7,600.4 |
| | Current liabilities | **242.0** | 339.0 |
| | Total liabilities | **1,615.4** | 1,821.5 |
| | Contributed equity | **(4,755.6)** | (4,625.3) |
| | Share-based payments reserve | **131.6** | 128.3 |
| | Retained earnings | **10,720.4** | 10,275.9 |
| | **Net Assets & Total Equity** | **6,096.4** | 5,778.9 |
| | Profit or loss for the year | **1,312.9** | 6,104.2 |
| | Total comprehensive income | **1,313.1** | 6,104.5 |

**(b) Guarantees entered into by the parent entity**

The parent entity provides certain financial guarantees in the ordinary course of business. No liability has been recognised in relation to these guarantees as the fair value of the guarantees is immaterial. These guarantees are mainly related to all external debt facilities of the Group. In addition, the parent entity provides letters of comfort to indicate support for certain controlled entities to the amount necessary to enable those entities to meet their obligations as and when they fall due, subject to certain conditions (including that the entity remains a controlled entity).

**(c) Contingent liabilities of the parent entity**

The parent entity did not have any material contingent liabilities as at 30 June 2018 or 30 June 2017. For information about guarantees given by the parent entity, please refer above and to Note 21.

**(d) Contractual commitments for the acquisition of property, plant or equipment**

The parent entity did not have any material contractual commitments for the acquisition of property, plant and equipment as at 30 June 2018 or 30 June 2017.

## Note 23: Subsequent Events

Other than as disclosed elsewhere in these statements, there are no matters or circumstances which have arisen since the end of the financial year which have significantly affected or may significantly affect the operations of the Group, results of those operations or the state of affairs of the Group in subsequent financial years.

## Note 24: New and Revised Accounting Standards

### a. New and revised standards and interpretations adopted by the Group

The Group has adopted, for the first time, certain standards and amendments to accounting standards. None of the changes have impacted on the Group's accounting policies nor have they required any restatement.

### b. New and revised standards and interpretations not yet adopted by the Group

The following new and revised accounting standards and interpretations published by the Australian Accounting Standards Board which are considered relevant to the Group, are not yet effective. Unless otherwise stated below the Group has not yet completed its assessment of the impact of these new and revised standards on the financial report.

**Applicable to the Group for the year ended 30 June 2019:**

AASB 9 – Financial Instruments

This standard will change the classification and measurement of financial instruments, introduce new hedge accounting requirements including changes to hedge effectiveness testing, treatment of hedging costs, risk components that can be hedged and disclosures, and introduce a new expected-loss impairment model that will require more timely recognition of expected credit losses. An assessment of the impact has been completed and the Group does not believe that there will be a material impact upon adoption of AASB9.

AASB 15 - Revenue from Contracts with Customers

This standard specifies the accounting treatment for revenue arising from contracts with customers providing a framework for determining when and how much revenue should be recognised. The core principle is that revenue must be recognised when goods or services are transferred to a customer, in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. During the year the Group undertook a project to identify the impact of AASB 15 on the financial statements. This included an analysis of the specific requirements of the standard and the review of material contracts entered into by the group that give rise to revenue.

Product sales represent around 95% of total group revenue. The project to date has reviewed specific contracts driving this revenue. Whilst these contracts included a number of considerations under AASB 15 (such as discounts, rebates and rights of return), our project to date has assessed that the Group currently accounts for these in a manner that is materially consistent with the requirements under AASB 15. Work is ongoing to finalise the assessment across the remaining contracts.

Non-product sales represent the balance of group revenue. The project to date has reviewed significant contracts covering the majority of this. Given the size of the revenue stream and the contracts concerned, the Group does not believe that there will be a material impact on the financial statements arising from these contracts. One identified impact is a change in the timing of recognition of revenue for certain contracts where the Group enhances customer owned assets, under these contracts revenue will be recognized progressively rather than at a single point of time under the predecessor accounting standard. This change will give rise to an adjustment to opening retained earnings upon adoption of AASB 15, the amount is still being determined and will be included in the Interim Financial Statements for the period ended 31 December 2018. Despite this change the amount of revenue recognised over the financial year is not expected to be materially different from past practice.

The standard does impose additional disclosure requirements and the Group is continuing the project to determine the impact of the new disclosures.

AASB2016-5 (Amendment to AASB 2 – Classification and Measurement of Share-based Payment Transactions)

This amendment clarifies how to account for certain types of share-based payment transactions impacting the accounting for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments, share-based payment transactions with a net settlement feature for withholding tax obligations and a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity settled. The Group does not have share based payment instruments that are impacted by the change, therefore the impact on the Group is expected to be immaterial.

**Applicable to the Group for the year ended 30 June 2020:**

AASB 16 - Leases

This standard introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee will recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments. Depreciation on the asset and interest on the liability will be recognised. The Group is in the process of undertaking an assessment of the impact of AASB 16 and has not progressed to the point of quantifying the increase in total assets (arising from the inclusion of right of use assets) or total liabilities (arising from the inclusion of lease liabilities). The new standard will change the character of various items in the statement of comprehensive income but, at this stage, is not expected to give rise to a material impact.

AASB2018-2 (Amendment to AASB 119 – Employee Benefits)

This pronouncement specifies how an entity accounts for defined benefit plans when a plan amendment, curtailment or settlement occurs during a reporting period. It requires entities to use the updated actuarial assumptions to determine current service cost and net interest for the remainder of the annual reporting period after such an event occurs. It also clarifies that when such an event occurs, an entity recognises the past service cost or a gain or loss on settlement separately from its assessment of the asset ceiling.

IFRIC Interpretation 23 – Uncertainty over income tax treatments

IFRIC23 clarifies the application of recognition and measurement requirements of AASB 112 Income Taxes where there is uncertainty over income tax treatments. The interpretation is not expected to result in any change to the financial statements of the group.

# Directors' Declaration

1) In the opinion of the Directors:

a. the financial statements and notes of the company and of the Group are in accordance with the Corporations Act 2001 (Cth), including:

i. giving a true and fair view of the company's and Group's financial position as at 30 June 2018 and of their performance for the year ended on that date; and

ii. complying with Australian Accounting Standards and Corporations Regulations 2001.

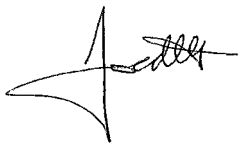
b. there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

2) About this Report (a) in the notes to the financial statements confirms that the financial report complies with International Financial Reporting Standards as issued by the International Accounting Standards Board.

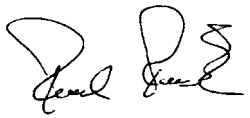
3) This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the Corporations Act 2001 (Cth) for the financial period ended 30 June 2018.

4) In the opinion of the Directors, as at the date of this declaration, there are reasonable grounds to believe that the members of the Closed Group identified in note 21 will be able to meet any obligations or liabilities to which they are or may become subject, by virtue of the Deed of Cross Guarantee dated 22 October 2009.

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



**John Shine AC**
Chairman



**Paul Perreault**
Managing Director

Melbourne
August 14 2018

# Independent Auditor's Report
For the Year Ended 30 June 2018

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## Independent Auditor's Report to the Members of CSL Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of CSL Limited (the Company), and its subsidiaries (collectively the Group), which comprises the consolidated balance sheet as at 30 June 2018, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the consolidated financial position of the Group as at 30 June 2018 and of its consolidated financial performance 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 Group 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.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.


## 1. Existence and valuation of inventories

| Why significant | How our audit addressed the key audit matter |
| --- | --- |
| At 30 June 2018, the Group holds inventories of $2,692.8 million at the lower of cost or net realisable value. The Group's accounting for inventories is complex as the nature of products being produced and the strict quality and efficacy requirements it is required to comply with means there is a risk that inventories are valued at greater than the recoverable amount.<br><br>Provisions can be recognised for all components of inventories, including raw materials, work in progress and finished goods. The Group considers a number of factors when determining the appropriate level of inventory provisioning, including regulatory approvals and future demand for the Group's products.<br><br>In addition, the geographic footprint of the Group and the movements and sale of inventory between the Group's operations means both the existence of inventories and the costing of inventories is a key area of focus. This includes considering whether any mark up of inventories from sales within the Group is appropriately eliminated in the consolidated financial statements.<br><br>The Group's disclosures with respect to inventories is included in Note 4 of the financial report. | We have assessed the carrying value of inventories, including costing and provisions for obsolescence and net realisable value at 30 June 2018.<br><br>The existence of inventories has been tested through our attendance at regular cycle counts conducted throughout the period or through attendance at year-end inventory stocktakes in all locations with significant stock holdings. Observing physical inventories assisted with our valuation assessment as we were able to identify any quality issues and validate expiry dates of products.<br><br>We assessed the appropriateness of the determination of inventory cost by assessing the accuracy of the standard costing used by the Group and assessing the recognition of variances from standard costs.<br><br>We assessed whether inventory is recognised at the lower of cost or net realisable value at period end by comparing the inventory value measured at cost to audit evidence supporting net realisable value such as the current selling price of the products.<br><br>We assessed whether the provisions for obsolescence calculated by the Group reflect known quality issues and commercial considerations including product expiration, market demand, and manufacturing plans, as well as their compliance with Australian Accounting Standards, and consistent application from prior periods.<br><br>We have assessed the Group's financial report consolidation process, the elimination of any unrealised inter-company profits and resultant tax consequences. |

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## 2. Acquisition accounting for Ruide and Calimmune

| Why significant | How our audit addressed the key audit matter |
| --- | --- |
| The Group made three acquisitions during the period which are detailed in Note 1b of the financial report. The accounting for the acquisition of Ruide and Calimmune were considered key audit matters due to the judgement exercised by the Group in valuing the purchase consideration, including the 'put' and 'call' options and contingent consideration, and the allocation of the purchase consideration to the fair value of the acquired assets and liabilities. Goodwill of $415.8 million was recognised for the Ruide acquisition and intellectual property intangible assets of $151.5 million was recognised for the Calimmune acquisition. | We read the acquisition agreements, including amendments where applicable, for both acquisitions to understand the key terms of the agreement in considering the accounting applied.<br><br>With respect to the accounting treatment adopted for the 'put' and 'call' option over the remaining 20% of Ruide, we assessed:<br>▶ the Group's conclusion that it had a present ownership interest in the remaining 20% of Ruide at the date of acquisition as a result of the 'put' and 'call' options; and<br>▶ the recognition of a financial liability at the present value of the consideration payable upon the exercising of the option to acquire the remaining 20% interest.<br><br>With respect to the contingent consideration applicable to both acquisitions, we assessed:<br>▶ the nature of the milestones associated with the contingent consideration;<br>▶ the Group's assessment of the timing and probability of the milestones being achieved;<br>▶ the basis for determining the likelihood of the milestones being met;<br>▶ the discount rate applied to the contingent consideration; and<br>▶ the adequacy of the Group's disclosures in relation to contingent consideration and the factors relevant in determining the balances.<br><br>With respect to the identification and fair value measurement of the acquired assets and liabilities, we assessed:<br>▶ the tangible assets and liabilities that were acquired and the method for determining the fair value allocated to them;<br>▶ whether the Group appropriately identified the intangible assets acquired and their methodology for determining the fair value, including the recognised deferred tax liabilities and the assessment of the useful life of the assets; and<br>▶ the value of goodwill recognised and the allocation of goodwill to the Group's cash-generating units. |

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## 3. Tax complexities

| Why significant | How our audit addressed the key audit matter |
|---|---|
| Recoverability of deferred tax assets<br><br>The Group has recognised deferred tax assets related to carry-forward tax losses of $178.3 million. The majority relates to two entities, Seqirus UK Ltd (United Kingdom) and CSL Behring Lengnau AG (Switzerland). Both entities incurred operating losses in 2018.<br><br>The Group recognised deferred tax assets for tax losses carried forward to the extent that it is probable that future taxable profits will be available, against which unused tax losses can be utilised. Assessing the future taxable profit is complex and requires significant estimates, in particular around the future taxable income of each of the loss making businesses. The valuation of the deferred tax asset for CSL Behring Lengnau AG (Switzerland) is also dependent on the timing of the future profits, as this impacts the tax rate at which the deferred tax asset will be realised.<br><br>Uncertain tax positions<br><br>The Group operates in a number of different tax jurisdictions, all of which have specific risks and regulations that need to be considered.<br><br>In particular, transfer pricing arrangements within the Group are significant with a large number of cross-border purchases and sales, as well as transfers of intellectual property between Group entities in different tax jurisdictions.<br><br>The Group's disclosures with respect to tax is included in Note 3 of the financial report. | Recoverability of deferred tax assets<br><br>Our audit procedures over the recoverability of the deferred tax assets included assessing the forecast cash flows and considering whether they were based on reasonable assumptions and were consistent with the most recent forecasts prepared by the Group. In addition, we considered other assumptions such as transfer pricing, tax depreciation and the deductibility of expenditure, including local tax legislations in each relevant jurisdictions.<br><br>Additionally, we assessed whether the Group's disclosures relating to the application of judgement in estimating recognised and unrecognised deferred tax asset balances appropriately reflect the Group's deferred tax position.<br><br>Uncertain tax positions<br><br>We assessed the Group's various tax exposures to assess whether adequate provisions have been recorded for exposures with higher risk and uncertainty.<br><br>Involving our taxation specialists in relevant countries, our audit procedures included:<br><br>▶ assessing the Group's calculations of current and deferred income tax expense, with particular focus on uncertain tax positions and transfer pricing;<br>▶ considering any third party taxation advice received;<br>▶ understanding the status of any tax audits in progress and their findings; and<br>▶ considering the Group's transfer pricing documentation. |


## Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 2018 Annual Report other than the financial report and our auditor's report thereon. We obtained the Directors' Report that is to be included in the Annual Report, prior to the date of this auditor's report, and we expect to obtain the remaining sections of the Annual Report after the date of this auditor's report.

Our opinion on the financial report does not cover the other information and we do not and will not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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 on the other information obtained prior to the date of this auditor's report, 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 the Directors for the Financial Report

The Directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

### Auditor's Responsibilities for the Audit of the Financial Report

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.


- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 12 to 48 of the directors' report for the year ended 30 June 2018.

In our opinion, the Remuneration Report of CSL Limited for the year ended 30 June 2018, complies with section 300A of the *Corporations Act 2001*.

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Responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Ernst & Young

Ernst & Young

Rodney Piltz
Partner
Melbourne
14 August 2018

# Medical Glossary

*Acute myocardial infarction* is a heart attack.

*Adjuvant* is a substance which enhances the body's immune response to an antigen.

*Albumin* is any protein that is soluble in water and moderately concentrated salt solutions and is coagulable by heat. It is found in egg whites, blood, lymph, and other tissues and fluids. In the human body, serum albumin is the major plasma protein (approximately 60% of the total).

*Anti-D immunoglobulin*, also called Rh (D) immunoglobulin, is an injection of Anti-Rhesus antibodies given to a woman whose blood group is Rhesus negative, if there is a chance that she has been exposed to Rhesus positive blood either during pregnancy or blood transfusion.

*Antivenom* (or antivenin, or antivenene) is a biological product used in the treatment of venomous bites or stings.

*Autoimmune disease* is when the body's immune system attacks healthy cells.

*Biopharmaceuticals* are proteins (including antibodies), nucleic acids (DNA, RNA or antisense oligonucleotides) used for prophylactic or therapeutic purposes.

*Cell-based (technology)* for the manufacture of influenza vaccines, is a process of growing viruses in animal cells.

*C1 esterase inhibitor* is a protein found in the fluid part of blood that controls C1, the first component of the complement system. The complement system is a group of proteins that move freely through the blood stream. These proteins work with the immune system and play a role in the development of inflammation.

*Chronic inflammatory demyelinating polyneuropathy (CIDP)* is a neurological disorder which causes gradual weakness and a loss in sensation mainly in the arms and legs.

*Coagulation* is the process of clot formation.

*Common variable immune deficiency* is one of the most frequently diagnosed primary immunodeficiencies, especially in adults, characterised by low levels of immunoglobulins and antibodies, which causes an increased susceptibility to infection.

*Fibrinogen* is a coagulation factor found in human plasma that is crucial for blood clot formation.

*Fractionation* is the process of separating plasma into its component parts, such as clotting factors, albumin and immunoglobulin, and purifying them.

*G-CSF* is a glycoprotein that stimulates the bone marrow to produce granulocytes and stem cells and release them into the bloodstream.

*Haemolytic disease* is a disease that disrupts the integrity of red blood cells causing the release of haemoglobin.

*Haemophilia* is a haemorrhagic cluster of diseases occurring in two main forms:

1. Haemophilia A (classic haemophilia, factor VIII deficiency), an X linked disorder due to deficiency of coagulation factor VIII.
2. Haemophilia B (factor IX deficiency, Christmas disease), also X linked, due to deficiency of coagulation factor IX.

*Haemostasis (haemostatic)* is the stopping of blood flow. Hereditary angioedema (HAE) is a rare but serious genetic disorder caused by low levels or improper function of a protein called C1-esterase inhibitor. It causes swelling, particularly of the face and airways, and abdominal cramping.

*Hereditary emphysema* is a physiological condition that results in excessive amounts of white blood cells (neutrophils) entering the lungs, causing inflammation and chronic lung disease.

*Human papilloma virus (HPV)* is a diverse group of DNA-based viruses that infect the skin and mucous membranes of humans and a variety of animals. Some HPV types cause benign skin warts, or papillomas, for which the virus family is named. Others can lead to the development of cervical dyskaryosis, which may in turn lead to cancer of the cervix.

*Immunoglobulins (IgG)*, also known as antibodies, are proteins produced by plasma cells. They are designed to control the body's immune response by binding to substances in the body that are recognised as foreign antigens (often proteins on the surface of bacteria or viruses).

*Influenza*, commonly known as flu, is an infectious disease of birds and mammals caused by a RNA virus of the family Orthomyxoviridae (the influenza viruses).

*Intravenous* is the administration of drugs or fluids directly into a vein.

*Monoclonal antibody (mAb)* is an antibody produced by a single clone of cells. Monoclonal antibodies are a cornerstone of immunology and are increasingly coming into use as therapeutic agents.

*Neurology* is the science of nerves and the nervous system.

*Perioperative bleeding* is bleeding during an operation.

*Plasma* is the yellow-coloured liquid component of blood in which blood cells are suspended.

*Primary immunodeficiency (PID)* is an inherited condition where there is an impaired immune response. It may be in one or more aspects of the immune system.

*Prophylaxis* is the action of a vaccine or drug that acts to defend against or prevent a disease.

*Quadrivalent influenza vaccine* is a vaccine that offers protection against four different influenza virus strains.

*Recombinants* are proteins prepared by recombinant technology. Procedures are used to join together segments in a cell-free system (an environment outside a cell organism).

*Subcutaneous* is the administration of drugs or fluids into the subcutaneous tissue, which is located just below the skin.

*Thrombosis* is the formation of a blood clot inside a blood vessel, obstructing the flow of blood through the circulatory system.

*Trivalent influenza vaccine* is a vaccine that offers protection against three different influenza virus strains.

*Von Willebrand disease (vWD)* is a hereditary disorder caused by defective or deficient von Willebrand factor, a protein involved in normal blood clotting.

*Warfarin* is an anticoagulant used to to prevent heart attacks, strokes, and blood clots.

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# Corporate Directory

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## FURTHER INFORMATION

For further information about CSL and its operations, refer to Company announcements to the Australian Securities Exchange and our website:

**CSL.com**