

**Australian Premier Finance Holdings Limited**  
**(formerly Brewtopia Limited)**  
**ACN: 099 912 044**

**Annual Financial Report**  
**for the Financial Year Ended 30 June 2010**

**Australian Premier Finance Holdings Limited  
(formerly Brewtopia Limited)**

**ACN: 099 912 044**

**for the Financial Year Ended 30 June 2010**

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# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Directors' Report

30 June 2010

The directors of Australian Premier Finance Holdings Limited (the "company") submit herewith the annual financial report for the financial year ended 30 June 2010. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

### Principal Activities

The principal activities of the company and its controlled entities (the "Group") changed during the financial year. From 1 July 2009 to 8 March 2010, the Group's principal activities were the marketing and distribution of beer, beer related merchandise and custom branded beverages.

At an extraordinary general meeting of the company on 19 February 2010, the shareholders resolved to:

- a) dispose of the marketing and distribution business; and
- b) acquire Australian Premier Finance Company Limited ("APF") in consideration for equity.

The purchase of APF took place on 8 March 2010. APF specialise in the provision of finance in the automotive industry. The company changed its name on 9 March 2010 from Brewtopia Limited to Australia Premier Finance Holdings Limited.

No other significant changes in the nature of these activities occurred during the year.

### Directors

The names and particulars of the directors of the company who held office at any time during or since the end of, the year are:

Mr Wayne Adsett	Director (Appointed 9 March 2010)
Qualifications	FCA
Experience	Mr Adsett was a founding partner of Adsett & Braddock Chartered Accountants based in Auckland. He practiced for some 25 years before retiring from the practice and the profession. He specialized in management and taxation of medium sized businesses. He now oversees the management a number of companies activities in his role of investor, consultant and director.
Mr Kenneth Allen	Director (Appointed 9 March 2010)
Experience	Mr Allen is CEO / Director Secretary and founder of APF. Ken has been a company director of numerous companies since June 1970. He has been a licensed Motor Dealer for more than 30 years and a specialist in motor vehicle finance. Ken is Australian born and educated in Sydney with tertiary qualifications in Management and Marketing. He has been a Justice of the Peace for 30 years and active member of Rotary International. He is a Past President of the Rotary Club of Williamstown and team leader of Group Study Exchange (Adult Professional) team to Philippines in 2004. He is presently a member of the Rotary Club of Newcastle. Ken is also Chairman of the Credit Committee of APF.

# Australian Premier Finance Holdings Limited

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## Directors' Report

30 June 2010

### Directors (Cont'd)

Mr Mark Ellis	Director (Appointed 9 March 2010)
Experience	Mr Ellis is the Managing Director (Australia and New Zealand) of Crown Worldwide Group and brings with him a wealth of managerial and financial experience. He is currently responsible for the operational and financial performance of companies generating in excess of A\$80m in revenues with over 500 employees.
Mr Liam Mulhall	Director (Resigned 9 March 2010)
Qualifications	Bachelor of Business
Experience	Founder of Brewtopia Limited, Mr Mullhall also co-founded Mustangs Alley, an Australian importer of sports and classic cars. He also established the first channel and technical training partners for Cisco Systems.
Mr Lawrence Hedges	Director (Resigned 9 March 2010)
Qualifications	Bachelor of Electrical Engineering
Experience	Mr Hedges ran his own contracting firm in the UK. He then moved to Australia where he took up the position of Regional Vice President of Storage/Security with Computer Associates.
Mr Ian Bollen	Director (Resigned 9 March 2010)
Qualifications	Bachelor of Commerce
Experience	Having spent over 15 years with senior positions of supply and logistics companies, Mr Bollen brings a depth of experience in both the supply of products to large businesses and the logistical distribution of products throughout Australia and worldwide. He has exceptional credentials as a strategic leader and a track record of identifying and successfully executing a number of substantial business partnerships. Mr Bollen brings to Brewtopia a breadth of financial, strategic and operational relationships internationally.

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

### Company Secretary

Mr Andrew Whitten held the position of company secretary for the financial year. Mr Whitten holds a Bachelor of Arts (Economics), Master of Law and Legal Practice (Corporate Finance and Securities Law), Graduate Diploma in Applied Corporate Governance and is an Affiliate of the Institute of Chartered Secretaries (ACIS) (membership pending). Mr Whitten is a Senior Associate with Whittens Lawyers and Consultants.

# **Australian Premier Finance Holdings Limited**

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## **Directors' Report**

**30 June 2010**

### **Review of Operations**

Under Australian Accounting Standards, the above transaction described in Principal Activities is considered to be a "reverse asset acquisition". In accordance with the principles of AASB 3 "Business Combinations" and AASB 127 "Consolidated Financial Statements" the accounting acquirer in the transaction was Australian Premier Finance Company Limited ("APF"). The accounting acquiree was considered to be Australian Premier Finance Holdings Limited ("AHP"). These designations are despite AHP being the legal parent of APF.

As a result, the financial report reflects the consolidated financial performance and position of APF for the financial years ended 30 June 2009 and 30 June 2010. The current period's Statement of Comprehensive Income includes the financial performance of AHP from 8 March 2010 to 30 June 2010.

The net profit of the Group for the financial year after providing for income tax amounted to \$440,162 (2009: \$492,990).

### **Dividends Paid or Recommended**

In respect of the financial year ended 30 June 2010, a dividend of \$1,000,000 fully franked was paid to the shareholders of Australian Premier Finance Company Limited on 8th December 2009.

### **Significant Changes in State of Affairs**

Other than the transactions noted above, there were no significant changes in the Group's state of affairs during the financial year.

### **After Balance Date Events**

The Directors report that there were no significant events after the balance date.

### **Future Developments**

Other than that disclosed, additional information regarding likely developments in the operations of the Group in future financial years and the expected results of those operations would, in the opinion of the directors, be likely to result in unreasonable prejudice to the consolidated entity.

### **Environmental Issues**

The Group's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a state or territory.

### **Auditors Independence Declaration**

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out at page 12.

# Australian Premier Finance Holdings Limited

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## Directors' Report

30 June 2010

### Non-audit services

The company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the company is beneficial.

In these events the Board of directors will consider the position and seek advice that it is satisfied that the provision of the non-audit services are compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors will wish to be satisfied that the provision of non-audit services by the auditor, will not compromise the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- a) All non-audit services will have been reviewed to ensure they do not impact the impartiality and objectivity of the auditor; and
- b) None of the services will undermine the general principles relating to auditor's independence as set out in APES 110 "Code of Ethics for Professional Accountants".

A copy of the auditor's declaration of independence as required under section 307C of the Corporations Act is set out on page 10.

Details of the amounts paid to the auditor of the company, Lawler Partners, and its related practices for audit and non-audit services provided during the period are set out in Note 5 in the notes to the financial statements.

### Options

No options over issued shares or interests in the company or a controlled entity were granted during or since the end of the financial year and there were no options outstanding at the date of this report.

### Meetings of Directors

During the financial year, 3 meetings of directors were held. Attendances by each director during the year were as follows:

	Directors' Meetings	
	Eligible to Attend	Number Attended
Wayne Adsett	1	1
Kenneth Allen	1	1
Mark Ellis	1	1
Liam Mulhall	3	3
Lawrence Hedges	3	3
Ian Bollen	3	3

### Indemnifying Officers or Auditors

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been an officer or auditor of the Group.

# **Australian Premier Finance Holdings Limited**

**ACN: 099 912 044**

## **Directors' Report**

**30 June 2010**

### **Proceedings on Behalf of Company**

No person has applied for leave of Court to bring proceedings on behalf of the company or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or any part of those proceedings.

The company was not a party to any such proceedings during the year.

### **Remuneration Report (Audited)**

This report details the nature and amount of remuneration for each director of Australian Premier Finance Holdings Limited, and for the executives receiving the highest remuneration.

### **Remuneration policy**

The remuneration policy of Australian Premier Finance Holdings Limited has been designed to align key management personnel objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives based on key performance areas affecting the Group's financial results. The board of Australian Premier Finance Holdings Limited believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best key management personnel to run and manage the Group, as well as create goal congruence between directors, executives and shareholders.

The total remuneration of non-executive directors is determined at a general meeting. Any increase must be approved at a general meeting provided notice of any suggested increase has been given when the meeting was convened. Once total non-executive directors' fees have been determined at a general meeting, the directors determine the amount to be paid to each non-executive director. Executive directors are not entitled to receive directors' fees.

Any director who devotes special attention to the business of the company, or who otherwise performs services, which in the opinion of other directors are outside the scope of ordinary duties, may be paid such extra remuneration as the directors may determine.

All directors are entitled to be reimbursed for any out-of-pocket expenses incurred by them whilst engaged on the business of the company.

The executive directors receive their remuneration through management fees paid to related entities and therefore the company is not required to provide the superannuation guarantee contribution.

All remuneration paid to directors and executives is valued at the cost to the company and expensed. Shares given to directors and executives are valued as the difference between the market price of those shares and the amount paid by the director or executive.

Independent external advice is sought when required. Fees for non-executive directors are not linked to the performance of the Group. However, to align director's interests with shareholder interests, the directors are encouraged to hold shares in the company and are able to participate in the employee option plan.

# Australian Premier Finance Holdings Limited

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## Directors' Report

30 June 2010

### Details of remuneration for year ended 30 June 2010

The remuneration for each director and each of the two executive officers of the the Group receiving the highest remuneration during the year was as follows:

	Salary, Fees and Commissions (including superannuation)	Cash Bonus	Non-Cash Benefits	Options	Total
	\$	\$	\$	\$	\$
<b>Directors</b>					
Wayne Adsett	-	-	-	-	-
Kenneth Allen	-	-	-	-	-
Mark Ellis	-	-	-	-	-
Liam Mulhall	-	-	-	-	-
Lawrence Hedges	-	-	-	-	-
Ian Bollen	-	-	-	-	-
	-	-	-	-	-
<b>Specified Executives</b>					
Carolyn Turner	-	-	-	-	-
Jason Allen	-	-	-	-	-
	-	-	-	-	-

### Performance based remuneration

The remuneration of key management personnel of the company does not include any performance based components. During the current financial year, Mr W Adsett, Mr K Allen and Ms C Turner received remuneration from Texbon Pty Limited, who has a management agreement with Australian Premier Finance Co Pty Limited. The former Brewtopia directors received a fixed management fee during the financial year, up until their cessation as executive directors.

### Employment contracts of directors and senior executives

During the year, the executive directors received a fixed management fee for their services in the operation of the company.

There were no cash bonuses paid to key management personnel during the financial year.

### Options and Rights Granted

There were no options or rights granted to key management personnel during the financial year.



**Australian Premier Finance Holdings Limited**

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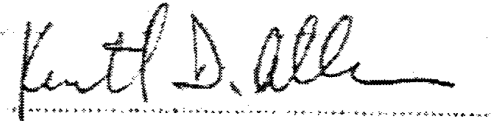
**Directors' Report**

**30 June 2010**

Signed in accordance with a resolution of the Board of Directors:



Wayne Adsett



Kenneth Allen

Dated: 30 September, 2010

Sydney, NSW

# **Australian Premier Finance Holdings Limited**

## **ACN: 099 912 044 Corporate Governance Statement**

### **BOARD COMPOSITION AND MEMBERSHIP**

The number of directors must consist of no fewer than three and no more than seven.

As at the date of this report the board consisted of two non-executive directors (W Adsett and M Ellis) and one executive director (K Allen)

The directors have elected Mr Adsett as Chairman. Individual details of directors, including their skills and experience, are set out in the Directors' Report.

### **DIRECTORS' ARRANGEMENTS**

The Company's constitution provides that a director may hold office in any other entity that the Company deals with, with the exception of acting in the capacity of external auditor. Each director must disclose their interests in any other entities with whom the Company deals.

It is the practice of the board that when a conflict of interest or a potential conflict of interest exists, the director concerned withdraws from that part of the meeting whilst the matter is being considered. At the discretion of the other board members and depending on the degree to which a conflict exists, the director concerned may be able to be present during discussions but cannot vote or exert influence over other members of the board.

### **REMUNERATION OF DIRECTORS**

The total remuneration of non-executive directors is determined at a general meeting. Any increase must be approved at a general meeting provided notice of any suggested increase has been given when the meeting was convened. Once total non-executive directors' fees have been determined at a general meeting, the directors determine the amount to be paid to each non-executive director. Executive directors are not entitled to receive directors' fees.

Any director who devotes special attention to the business of the Company, or who otherwise performs services, which in the opinion of other directors are outside the scope of ordinary duties, may be paid such extra remuneration as the directors may determine.

All directors are entitled to be reimbursed for any out-of-pocket expenses incurred by them whilst engaged on the business of the Company.

Further details regarding the Company's remuneration policy are dealt with in the Directors' Report.

### **SHARE TRADING POLICY**

The Company's share trading policy regulates dealings by the Company's directors, employees and personally related entities of directors and employees in any securities issued by the Company.

The purpose of the policy is to ensure that the Company's directors and employees are aware of the legal restrictions on trading any securities issued by the Company while such a person is in possession of unpublished price sensitive information. Additionally, the policy is intended to minimise the chance that misunderstandings or suspicions may arise if the Company's directors or employees are trading in securities while it is reasonable to assume that they may be in possession of price sensitive information. The policy recognises that it may be illegal to trade in the Company's securities while in possession of unpublished price sensitive information.

### **CORPORATE GOVERNANCE STATEMENT AUDIT COMMITTEE**

The company has not established an audit committee at 30 June 2010 due to the current size of the company. Any matters of an audit nature are discussed with the external auditors. It is the intention of the board to establish an audit committee when the company reaches a size for the establishment to be cost effective.

# **Australian Premier Finance Holdings Limited**

## **ACN: 099 912 044 Corporate Governance Statement**

### **RISK MANAGEMENT**

The board is ultimately responsible for the management and performance of the Company. The board considers the management of risk as one of its key responsibilities. The following processes or procedures have been established to curtail or prevent the occurrence of risks within the Company's operations.

- The establishment of a Credit Management Cell which approves all finance applications. As part of this process, only the Authorised Credit team can approve applications. Sales functions are separated from credit functions which further strengthen the approval process.
- The establishment of a detailed Credit Policy which stipulates the type of financing activities the Company will participate in. This policy is regularly reviewed to ensure it remains relevant.
- The establishment of a Security Register that details specific information in relation to certain types of securities that are held.
- Periodic audit of our information technology systems which includes the identification and rectification of any potential weaknesses that may exist within the constraints of an organisation of this size.

### **AUDIT**

The board is responsible for the selection and appointment of the external auditor. To ensure the independence of the auditor, the Company will not use the services of the external auditor in a capacity that may jeopardize this independence.

### **CONTINUOUS DISCLOSURE AND REPORTING**

The Company is aware of its responsibilities in relation to continuous disclosure as required by the Corporations Act 2001. Directors are also aware of their disclosure obligations at board meetings to keep the Company informed of any matters that are of a serious or significant nature that other directors should be aware of. The outcomes of discussions at board meeting are recorded in the Company's minutes.

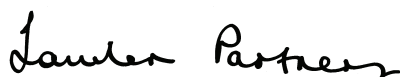
**Australian Premier Finance Holdings Limited**

**ACN: 099 912 044**

**Auditor's Independence Declaration under Section 307C of the  
Corporations Act 2001**

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2010 there have been:

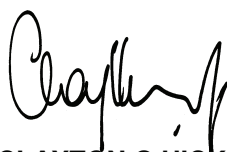
- (i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.



**LAWLER PARTNERS**  
Chartered Accountants

Newcastle

Dated: 29 September, 2010



**CLAYTON G HICKEY**  
Partner

# Australian Premier Finance Holdings Limited

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## Statement of Comprehensive Income for the Financial Year Ended 30 June 2010

		<b>Consolidated</b>	
		<b>2010</b>	<b>2009</b>
	<b>Note</b>	<b>\$</b>	<b>\$</b>
Revenue	2	4,319,608	4,093,867
Cost of sales	3	(1,064,469)	(984,578)
<b>Gross profit</b>		<b>3,255,139</b>	<b>3,109,289</b>
Administrative costs		(147,902)	(98,794)
Finance costs	3	(844,870)	(782,624)
Bad and doubtful debts expense	3	(875,755)	(822,829)
Factoring & usage fees		(660,689)	(654,032)
Other expenses		(85,144)	(49,719)
<b>Profit before income tax</b>		<b>640,779</b>	<b>701,291</b>
Income tax expense	4(b)	(200,617)	(208,301)
<b>Profit for the year</b>		<b>440,162</b>	<b>492,990</b>
Other comprehensive income		-	-
<b>Total comprehensive income for the year</b>		<b>440,162</b>	<b>492,990</b>
<b>Earnings Per Share:</b>			
<b>Overall operations</b>			
Basic earnings per share (cents per share)	7	0.83	0.97
Diluted earnings per share (cents per share)	7	0.83	0.97

The accompanying notes form part of the financial statements

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Statement of Financial Position As At 30 June 2010

		Consolidated		
		2010	2009	2008
	Note	\$	\$	\$
<b>ASSETS</b>				
<b>Current assets</b>				
Cash and cash equivalents	16(a)	392,032	203,120	38,792
Trade and other receivables	8	4,498,200	4,666,117	3,480,225
<b>Total current assets</b>		4,890,232	4,869,237	3,519,017
<b>Non-current assets</b>				
Trade and other receivables	8	6,000,809	5,916,142	4,429,377
Property, plant and equipment	9	3,430	4,224	2,711
Deferred tax assets	4(e)	225,091	214,866	173,439
Intangible assets	10	181,378	181,378	181,378
<b>Total non-current assets</b>		6,410,708	6,316,610	4,786,905
<b>TOTAL ASSETS</b>		11,300,940	11,185,847	8,305,922
<b>LIABILITIES</b>				
<b>Current liabilities</b>				
Trade and other payables	11	85,702	98,443	120,245
Current tax liabilities	4(d)	64,346	165,886	(98,000)
Borrowings	12	2,400,000	-	-
<b>Total current liabilities</b>		2,550,048	264,329	22,245
<b>Non-current liabilities</b>				
Borrowings	12	8,188,572	9,800,036	7,655,187
<b>Total non-current liabilities</b>		8,188,572	9,800,036	7,655,187
<b>TOTAL LIABILITIES</b>		10,738,620	10,064,365	7,677,432
<b>NET ASSETS</b>		562,320	1,121,480	628,490
<b>EQUITY</b>				
Issued capital	13	182,700	2,700	2,700
Reserves	27	(179,322)	-	-
Retained earnings		558,942	1,118,780	625,790
<b>TOTAL EQUITY</b>		562,320	1,121,480	628,490

The accompanying notes form part of the financial statements

# Australian Premier Finance Holdings Limited

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## Statement of Changes in Equity for the Financial Year Ended 30 June 2010

	Issued Capital \$	Retained Earnings \$	Acquisition Reserve \$	Total \$
<b>2010</b>				
Balance at 1 July 2009	2,700	1,118,780	-	1,121,480
Profit for the year ended 30 June 2010	-	440,162	-	440,162
Asset acquisition reserve	-	-	(179,322)	(179,322)
Issue of shares	180,000	-	-	180,000
Dividends paid	-	(1,000,000)	-	(1,000,000)
<b>Balance at 30 June 2010</b>	<b>182,700</b>	<b>558,942</b>	<b>(179,322)</b>	<b>562,320</b>

	Issued Capital \$	Retained Earnings \$	Acquisition Reserve \$	Total \$
<b>2009</b>				
Original balance at 1 July 2008	2,700	542,354	-	545,054
Restatements due to change in accounting policies (refer Note 26)	-	83,436	-	83,436
Restated balances of 1 July 2008	2,700	625,790	-	628,490
Profit for the year ended 30 June 2009	-	492,990	-	492,990
<b>Balance at 30 June 2009</b>	<b>2,700</b>	<b>1,118,780</b>	<b>-</b>	<b>1,121,480</b>

The accompanying notes form part of the financial statements

# Australian Premier Finance Holdings Limited

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## Statement of Cash Flows for the Financial Year Ended 30 June 2010

	Note	Consolidated	
		2010	2009
		\$	\$
<b>Cash from operating activities:</b>			
Receipts from customers		1,394,086	1,585,880
Payments to suppliers and employees		(1,969,474)	(1,808,228)
Interest received		2,925,522	2,507,986
Interest paid		(844,870)	(782,624)
New loans issued		(5,243,600)	(7,695,868)
Loan payments received		4,451,096	4,200,382
Income taxes paid/(refunded)		(312,382)	14,157
<b>Net cash flows provided by (used in) operating activities</b>	16(b)	400,378	(1,978,315)
<b>Cash flows from investing activities:</b>			
Acquisition of property, plant and equipment		-	(2,207)
<b>Net cash flows provided by (used in) investing activities</b>		-	(2,207)
<b>Cash flows from financing activities:</b>			
Net proceeds from borrowings		788,534	2,144,850
Dividends paid		(1,000,000)	-
<b>Net cash flows provided by (used in) financing activities</b>		(211,466)	2,144,850
<b>Net increase (decreases) in cash held</b>		188,912	164,328
Cash at beginning of financial year		203,120	38,792
<b>Cash at end of financial year</b>	16(a)	392,032	203,120



# **Australian Premier Finance Holdings Limited**

**ACN: 099 912 044**

## **Notes to the Financial Statements for the Financial Year Ended 30 June 2010**

### **1 Statement of Significant Accounting Policies**

#### **(a) General information**

The financial report is a general purpose financial report that has been prepared in accordance with the Corporations Act 2001, Accounting Standards and Interpretations and complies with other requirements of the law.

The financial report of Australian Premier Finance Holdings Limited complies with all Australian equivalents to International Financial Reporting Standards (AIFRS) in their entirety.

The following is a summary of the material accounting policies adopted by the company in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

Australian Premier Finance Holdings Limited ("AHP" or "Company") acquired 100% of Australian Premier Finance Company Limited ("APF") on 8 March 2010. The consideration for the acquisition was \$1.8m and was paid by the issue of the Company's Shares to APF. Under the principles of AASB 3 "Business Combinations", APF was deemed to be the accounting acquirer in the transaction. Although the transaction did not meet the strict definition of a business combination due to the non-existence of a business in AHP, the principles of AASB 3 and AASB 127 "Consolidated Financial Statements" were applied.

Accordingly, the transaction was considered to be a 'reverse asset acquisition' and the consolidated financial statements of the Group have been prepared as a continuation of the consolidated financial statements of APF. As the deemed acquirer, APF has accounted for the acquisition of AHP from 8 March 2010. The comparative information for the 2009 financial year is that of APF. Refer to Note 23 for further details of the transaction.

The financial report was authorised for issue by the Board of Directors on 30 September 2010.

#### **(b) Basis of Preparation**

The financial report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

#### **(c) Income Tax**

##### **Current income tax expense**

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the balance date.

##### **Deferred income tax assets**

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

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (c) Income Tax (Cont'd)

##### Accounting for deferred tax

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

##### Deferred tax calculation

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the statement of comprehensive income except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

#### (d) Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) (referred to as 'the Group' in these financial statements). Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group.

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

#### (e) Property, Plant and Equipment

Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment losses.

##### Plant and equipment

Plant and equipment are measured on the cost basis less depreciation and impairment losses.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from those assets. The recoverable amount is assessed on the basis of the expected net cash flows which will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (e) Property, Plant and Equipment (Cont'd)

##### Depreciation

The depreciable amount of all fixed assets are depreciated on a straight-line basis over their useful lives to the company commencing from the time the asset is held ready for use.

##### Depreciation rates

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Plant and Equipment	15 - 40%
Furniture, Fixtures and Fittings	10%

#### (f) Intangibles

##### Intellectual Property

Intellectual property costs are recorded as an intangible asset. Costs are capitalised as an intangible asset, where such costs will derive future economic benefits. The intellectual property has not been amortised over its useful life, as it is deemed to be an intangible asset with an indefinite useful life.

##### Goodwill

Goodwill acquired in a business combination is initially measured at its cost, being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised at the date of acquisition.

Goodwill is not amortised but is reviewed for impairment annually. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units, or groups of cash-generating units, expected to benefit from the synergies of the business combination. Cash-generating units or groups of cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently if events or changes in circumstances indicate that goodwill might be impaired.

If the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than the carrying amount of the cash-generating unit (or groups of cash-generating units), the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of cash-generating units) and then to the other assets of the cash-generating units pro-rata on the basis of the carrying amount of each asset in the cash-generating unit (or group of cash-generating units). An impairment loss recognised for goodwill is recognised immediately in profit or loss and is not reversed in a subsequent period.

On disposal of an operation within a cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal of the operation.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (g) Impairment of Assets

##### **Impairment determination**

At each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to profit or loss.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

Assets are tested for recoverability whenever events or changes in circumstances indicate that its carrying value may not be fully recoverable.

The company monitors the recoverability of assets, based on factors such as current market value, future asset utilisation, business climate and future undiscounted cash flows expected to result from the use of the related assets. The company's policy is to record an impairment loss in the period when it is determined that the carrying amount of the asset may not be recoverable. The impairment loss is calculated as the amount by which the carrying amount of the asset exceeds the undiscounted estimate of future cash flows from the asset.

#### (h) Financial Instruments

##### **Recognition**

Financial instruments are initially measured at cost on trade date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition these instruments are measured as set out below.

##### **Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are stated at amortised cost using the effective interest rate method.

##### **Held-to-maturity investments**

These investments have fixed maturities, and it is the company's intention to hold these investments to maturity. Any held-to-maturity investments held by the company are stated at amortised cost using the effective interest rate method.

##### **Available-for-sale financial assets**

Available-for-sale financial assets include any financial assets not included in the above categories. Available-for-sale financial assets are reflected at fair value. Unrealised gains and losses arising from changes in fair value are taken directly to equity.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (h) Financial Instruments (Cont'd)

##### **Financial liabilities**

Non-derivative financial liabilities are recognised at amortised cost, comprising original debt less principal payments and amortisation.

##### **Fair value**

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

##### **Impairment**

At each reporting date, the company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen. Impairment losses are recognised in the statement of comprehensive income.

#### (i) Cash and Cash Equivalents

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

#### (j) Revenue

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

Dividend revenue is recognised when the right to receive a dividend has been established.

Revenue from the rendering of services is recognised upon the delivery of the service to the customers.

All revenue is stated net of the amount of goods and services tax (GST).

#### (k) Goods and Services Tax (GST)

APF is not registered for GST as its income attributable to GST is below the prescribed thresholds. Accordingly, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST. Cash flows are presented in the cash flow statement on a gross basis.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (l) Trade and other payables

Trade and other payables represent the liability outstanding at the end of the reporting period for goods and services received by the Group during the reporting period which remain unpaid. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

#### (m) Adoption of new and revised Accounting Standards

The following new and revised Standards and Interpretations have been adopted in the current period and have affected the amounts reported in these financial statements.

- AASB 101 Presentation of Financial Statements (as revised in September 2007), AASB 2007-8 Amendments to Australian Accounting Standards arising from AASB 101 and AASB 2007-10 Further Amendments to Australian Accounting Standards arising from AASB 101.

AASB 101(September 2007) has introduced terminology changes (including revised titles for the financial statements) and changes in the format and content of the financial statements including the introduction of the statement of comprehensive income. In addition, the revised Standard has required the presentation of a third statement of financial position at 1 July 2008 because the entity has applied new accounting policies retrospectively

- AASB 8 Operating Segments: AASB 8 is a disclosure Standard that has not resulted in a re-designation of the Group's reportable segments as the group only operates in one reportable segment.
- AASB 127 Consolidated and Separate Financial Statements (as revised in 2008)

The revisions to AASB 127(2008) principally affect the accounting for transactions or events that result in a change in the Group's interests in its subsidiaries. The adoption of the revised Standard has not affected the accounting for the Group.

The Corporations Amendment (Corporate Reporting Reform Bill 2010) has introduced changes with respect to streamlined parent entity reporting, greater flexibility regarding the declaration of dividends and to simplify the process for companies to change their year end. The Group has adopted the streamline parent entity contained within the Amendment, containing only consolidated amounts in the financial statements and disclosing the parent entity's financial statements by way of note.

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (n) New Accounting Standards for Application in Future Periods

The AASB has issued new and amended accounting standards and interpretations that have mandatory application dates for future reporting periods. The Group has decided against early adoption of these standards. A discussion of those future requirements and their impact on the Group follows:

- AASB 9: Financial instruments and AASB 2009-11: Amendments to Australian Accounting Standards arising from AASB 9 [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 121, 127, 128, 131, 132, 136, 139, 1023 & 1038 and Interpretations 10 & 12] (applicable for annual reporting periods commencing on or after 1 January 2013).

AASB 9 and AASB 2009-11 address the classification and measurement of financial assets and are likely to affect the Group's accounting for its financial assets. The Group is yet to assess its full impact. However, the amendments are not expected to have a significant impact on the financial statements.

- AASB 124: Related Party Disclosures (applicable for annual reporting periods commencing on or after 1 January 2011)

This standard removes the requirement for government related entities to disclose details of all transactions with the government and other government related entities and clarifies the definition of a related party to remove inconsistencies and simplify the structure of the standard. No changes are expected to materially affect the Group.

- AASB 2009-4: Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 2 and AASB 138 and AASB Interpretations 9 & 16] (applicable for annual reporting periods commencing from 1 July 2009) and AASB 2009-5: Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project [AASB 5, 8, 101, 107, 117, 118, 136 & 139] (applicable for annual reporting periods commencing from 1 January 2010).

These standards detail numerous non-urgent but necessary changes to accounting standards arising from IASB's annual improvements project. No changes are expected to materially affect the Group.

- AASB 2009-8: Amendments to Australian Accounting Standards — Group Cash-settled Share-based Payment Transactions [AASB 2] (applicable for annual reporting periods commencing on or after 1 January 2010).

These amendments clarify the accounting for group cash-settled share-based payment transactions in the separate or individual financial statements of the entity receiving the goods or services when the entity has no obligation to settle the share-based payment transaction. The amendments incorporate the requirements previously included in Interpretation 8 and Interpretation 11 and as a consequence, these two Interpretations are superseded by the amendments. These amendments are not expected to impact the Group.

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

#### (n) New Accounting Standards for Application in Future Periods (Cont'd)

- AASB 2009-10: Amendments to Australian Accounting Standards — Classification of Rights Issues [AASB 132] (applicable for annual reporting periods commencing on or after 1 February 2010).

These amendments clarify that rights, options or warrants to acquire a fixed number of an entity's own equity instruments for a fixed amount in any currency are equity instruments if the entity offers the rights, options or warrants pro-rata to all existing owners of the same class of its own non-derivative equity instruments. These amendments are not expected to impact the Group.

- AASB 2009-12: Amendments to Australian Accounting Standards [AASBs 5, 8, 108, 110, 112, 119, 133, 137, 139, 1023 & 1031 and Interpretations 2, 4, 16, 1039 & 1052] (applicable for annual reporting periods commencing on or after 1 January 2011).

This standard makes a number of editorial amendments to a range of Australian Accounting Standards and Interpretations, including amendments to reflect changes made to the text of International Financial Reporting Standards by the IASB. The standard also amends AASB 8 to require entities to exercise judgment in assessing whether a government and entities known to be under the control of that government are considered a single customer for the purposes of certain operating segment disclosures. These amendments are not expected to impact the Group.

- Accounting Standard AASB 2009-14 Amendments to Australian Interpretation – Prepayments of a Minimum Funding Requirement

The Australian Accounting Standard Board makes Accounting Standard AASB 2009-14 Amendments to Australian Interpretation – Prepayments of a Minimum Funding Requirement under section 334 of the Corporations Act 2001. The objective of this Standard is to make amendments to Interpretation 14 AASB 119 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction as a consequence of the issuance of Prepayments of a Minimum Funding Requirement (Amendments to IFRIC 14) by the International Accounting Standards Board in November 2009. This standard applies to annual reporting periods beginning on or after 1 January 2011.

- AASB Interpretation 19 – Extinguishing Financial Liabilities with Equity Instruments

This interpretation addresses the accounting by an entity when the terms of a financial liability are renegotiated and result in the entity issuing equity instruments to a creditor of the entity to extinguish all or part of the financial liability. This interpretation applies to reporting periods beginning on or after 1 July 2010.

- Accounting Standard AASB 2009-9 “Amendments to Australian Accounting Standards – Additional Exemptions for first-time Adopters”

The amendments address the retrospective application of Australian Accounting Standards to ensure that entities applying Australian Accounting Standards for the first time will not face undue cost or effort in the transition process in particular situations. This standard is applicable to annual reporting periods beginning on or after 1 January 2010.



# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 1 Statement of Significant Accounting Policies (Cont'd)

- Accounting Standard AASB 2009-13 Amendments to Australian Accounting Standards Arising from Interpretation 19

The objective of this standard is to make amendments to AASB 1 First-time Adoption of Australian Accounting Standards as a consequence of the issuance of IFRIC Interpretation 19 Extinguishing Financial Liabilities with Equity Instruments by the International Accounting Standards Board in November 2009. This standard applies to annual reporting periods beginning on or after 1 July 2010.

The Group does not anticipate early adoption of any of the above accounting standards.

#### (o) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year. As noted previously, the comparative figures are those of APF for the year ended 30 June 2009 for the reasons stated in Note 1(a). Refer to Note 26 for further details.

#### (p) Critical accounting estimates and judgments

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and based on current trends and economic data, obtained both externally and within the Group.

##### Significant accounting estimates

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period are:

##### Impairment of Assets

Refer to 1(g) for key accounting estimates and methodology with respect to impairment of assets.

#### (p) Critical accounting estimates and judgments (Cont'd)

##### Significant accounting judgements

In the process of applying the company's accounting policies, management has not made any judgements which have a significant effect on the amounts recognised in the financial statements, apart from those involving estimations.

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010 \$	2009 \$
<b>2 Revenue</b>		
Services revenue	1,322,750	1,532,000
Interest income - loans	2,914,097	2,500,050
Interest income – bank	11,425	7,936
Bad debt recoveries	71,099	44,147
Other income	237	9,734
	<u>4,319,608</u>	<u>4,093,867</u>
<b>3 Profit from Ordinary Activities</b>		
Profit for the year has been arrived at after charging:		
Cost of sales	1,064,469	984,578
Finance costs	844,870	782,624
Bad and doubtful debts expense	875,755	822,829
Depreciation - Property, plant and equipment	794	754
<b>4 Income Tax Expense</b>		
<b>(a) The components of tax expense comprise:</b>		
Current tax	210,842	249,729
Originating and reversing temporary differences	(10,225)	(41,428)
	<u>200,617</u>	<u>208,301</u>

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 4 Income Tax Expense (Cont'd)

(b) The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax as follows:

	2010 \$	2009 \$
Income tax expense calculated at 30% (2009: 30%)	192,234	210,387
	192,234	210,387
Add tax effect of:		
- other non-allowable items	8,383	-
	200,617	210,387
Less tax effect of:		
- other items	-	(2,086)
	200,617	208,301
Income tax expense attributable to profit from ordinary activities	200,617	208,301
Income tax (benefit)/expense attributable to profit/(loss) from ordinary activities is made up of:		
Current income tax asset/(liability)	210,842	249,729
Deferred income tax asset	(10,225)	(41,428)
	200,617	208,301

The applicable weighted average effective tax rates are as follows: 31% 30%

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in the corporate tax rate when compared with the previous reporting period.

### (c) Tax Losses

Tax losses as incurred by company when conducting its marketing and beer distribution business have not been recognised due to the significant uncertainty of passing the same business and ownership tests as required under Australian taxation legislation.

### (d) Current tax liability

Income tax	64,346	165,886
	64,346	165,886

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010 \$	2009 \$
<b>4 Income Tax Expense (Cont'd)</b>		
<b>(e) Deferred tax</b>		
Deferred tax assets comprise:		
Temporary differences	225,091	214,866
	<u>225,091</u>	<u>214,866</u>

Taxable and deductible temporary differences arise from the following:

	Opening Balance \$	Charged to Income \$	Charged directly to Equity \$	Changes in Tax Rate \$	Closing Balance \$
<b>Deferred Tax Assets</b>					
Provision for doubtful debts	168,109	39,342	-	-	207,451
Accruals	5,329	2,086	-	-	7,415
<b>Balance at 30 June 2009</b>	<u>173,438</u>	<u>41,428</u>	<u>-</u>	<u>-</u>	<u>214,866</u>
Provision for doubtful debts	207,451	7,140	-	-	214,591
Accruals	7,415	3,085	-	-	10,500
<b>Balance at 30 June 2010</b>	<u>214,866</u>	<u>10,225</u>	<u>-</u>	<u>-</u>	<u>225,091</u>

	2010 \$	2009 \$
<b>5 Auditor's Remuneration</b>		
Remuneration of the auditor of the parent entity for:		
Auditing and reviewing the financial report (i)	22,500	16,000
Other services	-	7,350
	<u>22,500</u>	<u>23,350</u>

(i) This reflects the remuneration paid to Lawler Partners, as auditors of Australian Premier Finance Holdings Limited.

<b>6 Dividends</b>		
Interim fully franked ordinary dividend of \$416.67 (2009: Nil) per share franked at the tax rate of 30%	1,000,000	-
Adjusted franking account balance	<u>465,901</u>	<u>748,976</u>

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 7 Earnings Per Share

	2010	2009
	\$	\$
<b>(a) Earnings Used in Calculation of EPS</b>		
Profit for the year	440,162	492,990
<b>(b) Weighted Average Number of Shares Used in Calculation of EPS</b>	<b>2010 No.</b>	<b>2009 No.</b>
Ordinary EPS	53,239,873	50,961,538
	<b>2010 \$</b>	<b>2009 \$</b>

### 8 Trade and Other Receivables

#### CURRENT

Trade receivables (cost)	5,164,409	5,305,201
Provision for impairment of receivables	(715,303)	(691,504)
	4,449,106	4,613,697
Other receivables	49,094	52,420
<b>TOTAL CURRENT RECEIVABLES</b>	<b>4,498,200</b>	<b>4,666,117</b>

#### NON-CURRENT

Trade receivables (cost)	6,000,809	5,916,142
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#### (a) Trade receivables

The Group has recognised an allowance for doubtful debts of 100% against all unscheduled arrears receivables over 90 days.

Before accepting any new customer, the Group uses an internal credit policy to assess the potential customer's credit quality. There are no customers who represent more than 5% of the total balance of trade receivables.

Trade receivables disclosed above include amounts (see below for aged analysis) that are past due at the end of the reporting period but against which the Group has not recognised an allowance for doubtful receivables because there has not been a significant change in credit quality and the amounts are still considered recoverable.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010 \$	2009 \$
<b>8 Trade and Other Receivables (Cont'd)</b>		
<b>(b) Ageing analysis</b>		
0-30 days	9,946,608	9,967,258
31-60 days	234,198	334,095
61-90 days	269,109	228,486
91+ days (not considered impaired)	-	-
91+ days (considered impaired)	715,303	691,504
Total	11,165,218	11,221,343
<b>(c) Movement in the provision for impairment of receivables</b>		
Movement in the provision for impairment of receivables is as follows:		
Balance at beginning of year	691,504	560,364
Impairment losses recognised on receivables	875,755	822,829
Amounts written off during the year	(851,956)	(691,689)
Amounts recovered during the year	-	-
Balance at the end of the year	715,303	691,504
In determining the recoverability of a trade receivable, the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the end of the reporting period. The concentration of credit risk is limited due to the customer base being large and unrelated.		
<b>9 Property Plant and Equipment</b>		
Plant and equipment - at cost	11,537	11,537
Less: accumulated depreciation	(11,178)	(10,781)
Total plant and equipment	359	756
Furniture, fixtures and fittings - at cost	4,007	4,007
Accumulated depreciation	(936)	(539)
Total furniture, fixtures and fittings	3,071	3,468
	3,430	4,224

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 9 Property Plant and Equipment (Cont'd)

	Furniture, Fixtures and Fittings \$	Plant and Equipment \$	Total \$
<b>(a) Movements in Carrying Amounts</b>			
<b>Balance at 1 July 2008</b>	1,561	1,210	2,771
Additions	2,207	-	2,207
Depreciation and amortisation expense	(300)	(454)	(754)
<b>Carrying amount at 30 June 2009</b>	3,468	756	4,224
Depreciation and amortisation expense	(397)	(397)	(794)
<b>Carrying amount at 30 June 2010</b>	3,071	359	3,430
		<b>2010</b>	<b>2009</b>
		\$	\$

### 10 Intangible Assets

Goodwill	81,378	81,378
Intellectual property	100,000	100,000
<b>Total Intangibles</b>	<b>181,378</b>	<b>181,378</b>

#### (a) Reconciliation of movements

	Intellectual property \$	Goodwill \$	Total \$
<b>Year ended 30 June 2009</b>			
Opening balance	100,000	81,378	181,378
Amortisation/Impairment	-	-	-
<b>Balance at 30 June 2009</b>	<b>100,000</b>	<b>81,378</b>	<b>181,378</b>
<b>Year ended 30 June 2010</b>			
Opening balance	100,000	81,378	181,378
Amortisation/Impairment	-	-	-
<b>Balance at 30 June 2010</b>	<b>100,000</b>	<b>81,378</b>	<b>181,378</b>

#### (b) Useful Lives

The directors consider the intellectual property, to have an indefinite useful life.

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010 \$	2009 \$
<b>11 Trade and Other Payables</b>		
Trade and other payables	85,702	98,443
	<u>85,702</u>	<u>98,444</u>
<b>12 Borrowings</b>		
CURRENT		
Secured liabilities:		
MotorPay Pty Limited (c)	2,400,000	-
	<u>2,400,000</u>	<u>-</u>
NON CURRENT		
Unsecured liabilities:		
Northview Group Ltd	291,667	-
Charles Garrison	517,121	308,786
Vintage Cellars Ltd	137,919	88,284
MP Ellis Holdings P/L atf The Ellis Hybrid	392,871	236,621
RAE Group Ltd	189,613	189,613
Adsett & Associates	189,612	189,613
K & J Allen	674,067	382,400
	<u>2,392,870</u>	<u>1,395,317</u>
Secured liabilities:		
Charles Garrison (a)	4,208,546	3,648,678
Adsett & Associates Ltd (b)	100	94,060
MotorPay Pty Limited (c)	1,587,056	4,661,981
	<u>5,795,702</u>	<u>8,404,719</u>
	<u>8,188,572</u>	<u>9,800,036</u>

(a) The loan from Charles Garrison is secured by a fixed and floating charge over the company's assets registered with ASIC on 15 December 2003.

(b) The loan from Adsett & Associates Ltd is secured by a fixed and floating charge over the company's assets registered with ASIC on 27 June 2007.

(c) The company has entered into a finance facility with MotorPay Pty Limited. The facility limit is \$5,600,000 at any time subject to the facility conditions. The loan for MotorPay Pty Limited is secured by a fixed and floating charge over the company's assets registered with ASIC on 15 April 2005.

The company, being the Security provider and MotorPay Pty Limited ("Security Holder #1") and Charles Garrison ("Security Holder #2") and Adsett & Associates Ltd ("Security Holder #3") have entered in a priority agreement.



# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010 \$	2009 \$
<b>13 Issued Capital</b>		
58,256,207 (2009: 4,794,669) fully paid ordinary shares	182,700	2,700
	<u>182,700</u>	<u>2,700</u>

### (a) Fully paid ordinary shares

	2010 No.	2009 No.
At the beginning of reporting period	4,794,669	4,294,669
Shares issued during the year	53,461,538	500,000
At reporting date	<u>58,256,207</u>	<u>4,794,669</u>

Ordinary shares participate in dividends and the proceeds on winding up of the company in proportion to the number of shares held.

At the shareholders meetings, each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

### (b) Capital Management

Management controls the capital of the Group in order to maintain a good debt to equity ratio, provide the shareholders with adequate returns and ensure that the company can fund its operations and continue as a going concern.

The company's debt and capital consists of ordinary share capital and financial liabilities, supported by financial and other assets. There are no externally imposed working capital restrictions or capital requirements.

Management effectively manage the company's capital include management of debt levels and share issues when further capital is required. There have been no changes to this strategy during the period.

## 14 Contingent Liabilities and Contingent Assets

There are no contingent assets or liabilities in existence at balance date not otherwise disclosed in the financial report.

## 15 Segment Reporting

The company operates in one business segment that being to provide finance for the purchase of motor vehicles. The company operates predominately in one geographical segment that being Australia.

# Australian Premier Finance Holdings Limited

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## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010 \$	2009 \$
<b>16 Cash Flow Information</b>		
<b>(a) Reconciliation of cash</b>		
Cash at the end of the financial year as shown in the cash flow statement is reconciled to items in the statement of financial position as follows:		
Cash and cash equivalents	392,032	203,120
	<u>392,032</u>	<u>203,120</u>
<b>(b) Reconciliation of Cash Flow from Operations with Profit after Income Tax</b>		
Net income for the period	440,162	492,990
Non-cash flows in profit		
Depreciation	794	754
Bad/doubtful debts	875,755	822,829
Changes in assets and liabilities net of effects of business acquisitions:		
(Increase)/decrease in loan receivables	(792,504)	(3,495,486)
(Increase)/decrease in deferred tax assets	(10,225)	(41,427)
Increase/(decrease) in trade payables and accruals	(12,064)	(21,861)
Increase/(decrease) in income tax payable	(101,540)	263,886
Cashflow from operating activities	<u>400,378</u>	<u>(1,978,315)</u>
<b>(c) Loan Facilities</b>		
Loan facilities	5,600,000	5,600,000
Amount utilised	(3,987,053)	(4,661,981)
	<u>1,612,947</u>	<u>938,019</u>

The major facilities are summarised as follows:

The company has entered into a finance facility with MotorPay Pty Limited. The facility limit is \$5,600,000 at any time subject to the facility conditions.

## 17 Events After the End of the Reporting Period

There has not been any matter or circumstance that has arisen since the end of the financial year, that has significantly affected, or may significantly affect, the operations of the company, the results of those operations, or the state of affairs of the company in future financial years.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 18 Company Details

The registered office of the company is:

Whittens Lawyers and Consultants  
Suite 9, Level 5  
137-139 Bathurst Street  
SYDNEY NSW 2000

The principal places of business is:

3 Industrial Crescent  
LEMON TREE PASSAGE NSW 2319

### 19 Related Party Transactions

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

	2010 \$	2009 \$
Transaction with related parties:		
<b>Director and Director-related entities</b>		
Texbon Pty Limited, a company controlled by Ken Allen, a director and his wife, have been appointed to provide the company with all administrative services for a term of 3 years or earlier or longer by mutual agreement.	673,090	689,949
Adsett & Associates, a company controlled by Wayne Adsett, a director, provided financial management services	67,661	63,824
Loan owing from Lemon Tree Passage Car Sales (a company associated with Mr K Allen)	49,094	52,420
Loans owing to Adsett & Associates (a company associated with Mr W Adsett)	189,712	283,673
Loan owing to NorthView (a company associated with Mr W Adsett)	291,667	-
Loan owing to MP Ellis Holdings (a company associated with Mr M Ellis)	392,871	236,621
Interest paid/accrued to Adsett & Associates (a company associated with Mr W Adsett)	4,638	32,185
Interest paid/accrued to NorthView (a company associated with Mr W Adsett)	-	-
Interest paid/accrued to MP Ellis Holdings (a company associated with Mr M Ellis)	23,030	23,030

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 20 Interests of Key Management Personnel (KMP)

#### (a) Key Management Personnel

Names and positions held of key management personnel in office at any time during the financial year are:

Wayne Adsett  
Kenneth Allen  
Mark Ellis  
Liam Mulhall  
Lawrence Hedges  
Ian Bollen  
Carolyn Turner  
Jason Allen

#### (b) Key Management Personnel Shareholdings

The number of ordinary shares in Australian Premier Finance Holdings Limited held by each key management personnel of the Group during the financial year is as follows:

	Balance at beginning of year	Shares acquired/ (disposed)	Balance at end of year
<b>30 June 2010</b>			
Wayne Adsett	-	14,863,782	14,863,782
Kenneth Allen	-	7,806,891	7,806,891
Mark Ellis	-	8,212,740	8,212,740
Liam Mulhall	671,891	(671,891)	-
Lawrence Hedges	672,890	(670,890)	2,000
Ian Bollen	68,000	-	68,000
 Carolyn Turner	-	250,000	250,000
Jason Allen	-	250,000	250,000
	<u>1,412,781</u>	<u>30,040,632</u>	<u>31,453,413</u>

#### (c) Key Management Personnel Compensation

The remuneration of key management personnel is included in the Directors Report.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 21 Financial Instruments

#### (a) Financial Risk Management

The Group's financial instruments consist mainly of deposits with banks, short-term investments, accounts receivable and payable, loans to and from subsidiaries and bank bills.

The main purpose for non-derivative financial instruments is to raise finance for Group operations. The company does not have any derivative financial instruments at the end of the financial year.

#### (b) Credit Risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements.

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted a stringent policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group has specific policies with respect to the approval of loans to counterparties. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

Trade receivables consist of a large number of customers, spread across diverse geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

The Group does not have significant credit risk exposure to any single counterparty or any group of counterparties with similar characteristics.

#### (c) Interest Rate Risk

The economic entity's exposure to interest rate risk, which is the risk that a financial instruments value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities, is as follows:

	Weighted Average Effective Interest Rate		Fixed Interest Rate		Floating Interest Rate		Non-interest Bearing		Total	
	2010 %	2009 %	2010 \$	2009 \$	2010 \$	2009 \$	2010 \$	2009 \$	2010 \$	2009 \$
<b>Financial Assets:</b>										
Cash and cash equivalents	1.00	1.00	-	-	392,032	203,120	-	-	392,032	203,120
Trade and other receivables	29.00	29.00	-	-	10,499,009	10,582,259	-	-	10,499,009	10,582,259
<b>Total Financial Assets</b>			-	-	10,891,041	10,785,379	-	-	10,891,041	10,785,379
<b>Financial Liabilities:</b>										
Trade and other payables	-	-	-	-	-	-	85,702	98,443	85,702	98,443
Borrowings	13.24	13.82	6,601,516	5,138,056	3,987,056	4,661,981	-	-	10,588,572	9,800,037
<b>Total Financial Liabilities</b>			6,601,516	5,138,056	3,987,056	4,661,981	85,702	98,443	10,674,274	9,898,480

# **Australian Premier Finance Holdings Limited**

**ACN: 099 912 044**

## **Notes to the Financial Statements for the Financial Year Ended 30 June 2010**

### **21 Financial Instruments (Cont'd)**

#### **(d) Sensitivity analysis**

The Group has performed a sensitivity analysis relating to its exposure to interest rate risk and has determined that any fluctuations would not have a material impact on profit or equity. The Group is exposed to interest rate risk on its finance leases and cash at bank however any changes affecting these would be minimal.

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points lower/higher and all other variables were held constant the Group's profit for the year ended 30 June 2010 would decrease/increase by \$37,851 (2009: increase/decrease by \$33,812). This is attributable to the Group's exposure to interest rates on its variable rate borrowings and variable rate loans receivable.

The Group is not exposed to any other market rate fluctuations.

#### **(e) Net Fair Value**

The net fair value approximates the carrying value of financial assets and liabilities of the economic entity.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in the notes to the financial statements.

#### **(f) Liquidity risk management**

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Group's short – medium – long – term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

	2010	2009
	\$	\$
<hr/>		
<b>22 Parent entity information</b>		
A summarised financial position and performance of AHP, the legal parent entity, is as follows:		
Current assets	9,932	59,070
Total assets	189,932	158,845
Current liabilities	37,198	165,179
Total liabilities	37,198	195,244
Shareholders equity		
Capital	1,119,611	839,611
Retained earnings	(966,876)	(876,010)
Net profit/(loss) for the period	(90,867)	(269,107)
Total comprehensive income	(90,867)	(269,107)

AHP does not have any contingent assets or liabilities, guarantees or contractual commitments in existence at balance date not otherwise disclosed in the financial report.

### 23 Reverse Asset Acquisition

Australian Premier Finance Holdings Limited ("AHP") completed the acquisition of Australian Premier Finance Company Limited ("APF") on 8 March 2010, through acquiring 100% of their shares. The purchase price was paid for by the issues of AHP shares to the value of \$1.8m.

#### Deemed Acquirer

Following the transaction, APF holds a controlling interest in AHP and as a result, APF, the legal subsidiary of AHP, is the deemed acquirer in the transaction. The consolidated Statement of Comprehensive Income for the year ended 30 June 2010 represents the annual results of APF and the results of AHP from the date of acquisition. The Statement of Financial Position as at 30 June 2010 represents the consolidated group at that time.

#### Cost of the Reverse Asset Acquisition

The costs of the reverse asset acquisition has been determined by reference to the fair value of the equity that APF would have issued to AHP shareholders at transaction date to give AHP shareholders the same percentage ownership in the Group. Based on the business valuation performed by William Buck, the APF business has a fair value of \$1.2m to \$1.8m. The pre transaction AHP shareholders hold approximately 10% of the post transaction equity of the Group. Applying this requirement to the maximum value above would equate a fair value of the consideration provided of \$180,000. At transaction date, the net assets of AHP were \$678 following the disposal of the marketing and distribution business.

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 23 Reverse Asset Acquisition (Cont'd)

As noted previously, although the transaction represents a reverse asset acquisition transaction, it does not technically meet the definition of a business combination under AASB 3 "Business Combinations". This is due to AHP being a listed shell company following its disposal of the marketing and distribution business. A listed shell company does not constitute a business as defined by AASB 3, as there are no integrated activities or assets of AHP to be acquired by APF. Whilst the transaction represents a 'reverse asset acquisition', which is outside the scope of AASB 3, the principles of AASB 3 with regard to reverse acquisition accounting are applicable to the implementation of an appropriate accounting policy for the transaction.

The requirement to determine the transaction's fair value of the consideration remains. However, because the transaction is not a business combination, no goodwill or other intangible asset is recognised for the difference between the consideration and the fair value of assets acquired. This difference is reflected as an Acquisition Reserve as follows:

Fair Value of consideration transferred	\$180,000
Fair Value of AHP at Transaction date	<u>(\$678)</u>
Excess of consideration over Fair Value of assets deemed acquired (Acquisition Reserve)	<u>\$179,322</u>

### 24 Subsidiaries

Details of the subsidiaries of the 'accounting' parent, APF, at 30 June 2010 are as follows:

Name of subsidiary	Principal activity	Place of incorporation & operation	Proportion of ownership interest & voting power	
			2010	2009
Australian Premier Finance Holdings	Dormant	Australia	0%*	0%

\* The shares of Australia Premier Holdings Limited are held by external shareholders.

### 25 Capital and Leasing Commitments

The Group does not have any capital expenditure or leasing commitments in existence at balance date not otherwise disclosed in the financial report.



# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 26 Restatement of Prior Year Balances

As noted in this financial report these financial statements reflect the financial position and performance of Australian Premier Finance Company Limited ("APF"), the 'accounting' acquirer emanating from the transaction on 8 March 2010.

APF prepared special purpose financial statements for the year ended 30 June 2009. The following adjustments were required in preparing comparative information in this report.

	Original \$	Adjustments \$	Adjusted \$
<b>Statement of Comprehensive Income for the financial year ending 30 June 2009</b>			
Other expenses	(51,753)	2,034 (1)	(49,719)
Profit before tax	699,256	2,034	701,290
Income tax expense	(249,729)	41,428 (2)	(208,301)
Profit after tax	449,528	43,462	492,990

### Statement of Financial Position as at 1 July 2008

Cash and cash equivalents	38,792	-	38,792
Current loans and receivables	7,909,602	(4,429,377) (3)	3,480,225
Total current assets	7,948,394	(4,429,377)	3,519,017
Non-current loans and receivables	-	4,429,377 (3)	4,429,377
Intangibles	271,381	(90,003) (4)	181,378
Deferred tax assets	-	173,439 (5)	173,439
Other non-current assets	2,711	-	2,711
Total non-current assets	274,512	4,512,814	4,786,905
Total assets	8,222,546	83,436	8,305,982
Net assets	545,054	83,436	628,490

### Statement of Financial Position as at 30 June 2009

Cash and cash equivalents	203,120	-	203,120
Current loans and receivables	10,582,259	(5,916,142) (6)	4,666,117
Total current assets	10,785,379	(5,916,142)	4,869,237
Non-current loans and receivables	-	5,916,142 (6)	5,916,142
Intangible assets	269,347	(87,969) (7)	181,378
Deferred tax assets	-	214,866 (8)	214,866
Other non-current assets	4,224	-	4,224
Total non-current assets	273,571	6,043,039	6,316,610
Total assets	11,058,950	126,897	11,185,847
Net assets	994,582	126,897	1,121,480

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Notes to the Financial Statements for the Financial Year Ended 30 June 2010

### 26 Restatement of Prior Year Balances (continued)

The adjustments processed are as follows:

- (1) Other expenses were reduced by \$2,034 due to the reversal of the amortization of goodwill, which is precluded under AIFRS.
- (2) Income tax expense was reduced by \$41,428 due to the recognition of movements in temporary differences.
- (3) \$4.4m of the current loans and receivables balance was reclassified as non-current as at 30 June 2008 in accordance with the terms of the agreements.
- (4) Intangible assets were reduced by \$90,003 due to the reversal of \$100,000 of internally generated goodwill and accumulated amortization of \$9,997.
- (5) The deferred tax asset was increased by \$173,439 due to the recognition of temporary differences.
- (6) \$5.9m of the current loans and receivables balance was reclassified as non-current as at 30 June 2009 in accordance with the terms of the agreements.
- (7) Intangible assets were reduced by \$87,969 due to reversal of \$100,000 of internally generated goodwill and accumulated amortization of \$12,031.
- (8) The deferred tax asset was increased by \$214,866 due to recognition of temporary differences.

### 27 Reserves

	2010 \$	2009 \$
Acquisition reserve	179,322	-
(a) Movement in reserves		
Opening balance	-	-
Movement in current year (note 23)	179,322	-
Closing balance	179,322	-

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Directors' Declaration

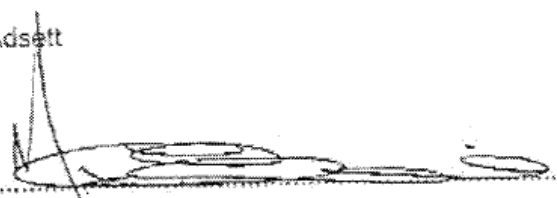
The directors of the company declare that:

1. The financial statements and notes, as set in the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cashflows and notes to the financial statements, are in accordance with the Corporations Act 2001 and:
  - (a) comply with Accounting Standards and the Corporations Regulations 2001;
  - (b) give a true and fair view of the financial position as at 30 June 2010 and of the performance for the year ended on that date of the consolidated entity;
  - (c) the financial statements and notes thereto are in accordance with International Financial Reporting Standards issues by the International Accounting Standards Board; and
  - (d) the directors have been given the declarations required by s.295A of the Corporations Act.
2. In the directors' opinion, there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

Director .....  


Wayne Adsett

Director .....  


Mark Ellis

Newcastle, 30 September 2010

## **Australian Premier Finance Holdings Limited**

**ACN: 099 912 044**

### **Independent Audit Report to the members of Australian Premier Finance Holdings Limited**

#### **Report on the Financial Report**

We have audited the accompanying financial report of Australian Premier Finance Holdings Limited and controlled entities (the Group), which comprises the statement of financial position as at 30 June 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year ended on that date, a summary of significant accounting policies and other explanatory notes and the directors' declaration of the Group comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

#### *Directors' Responsibility for the Financial Report*

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. This responsibility includes establishing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. In Note 1(a) the directors also state, in accordance with Accounting Standard AASB 101: Presentation of Financial Statements, that compliance with the Australian equivalents to International Financial Reporting Standards (IFRS) ensures that the financial report, comprising the financial statements and notes, complies with IFRS.

#### *Auditor's Responsibility*

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Lawler Partners  
Audit & Assurance  
(a Limited Partnership)  
ABN 91 850 861 839

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INTERNATIONAL

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under Professional Standards Legislation

## **Australian Premier Finance Holdings Limited**

**ACN: 099 912 044**

### **Independent Audit Report to the members of Australian Premier Finance Holdings Limited**

#### *Independence*

In conducting our audit, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, provided to the directors of Australian Premier Finance Holdings Limited and controlled entities on 29 September 2010, would be in the same terms if provided to the directors as at the date of this auditor's report.

#### *Auditor's Opinion*

In our opinion, the financial report of Australian Premier Finance Holdings Limited is in accordance with:

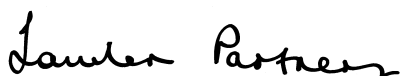
- (a) the Corporations Act 2001, including:
  - (i) giving a true and fair view of the Group's financial position as at 30 June 2010 and of their performance for the year ended on that date; and
  - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1(a).

#### **Remuneration Report**

We have audited the Remuneration Report included in pages 7 to 8 of the report of directors for the year ended 30 June 2010. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with s300A 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.

#### *Auditor's Opinion*

In our opinion, the Remuneration Report of Australian Premier Finance Holdings Limited for the year ended 30 June 2010, complies with s300A of the *Corporations Act 2001*.



**LAWLER PARTNERS**  
Chartered Accountants

Newcastle

Dated: 30 September, 2010



**CLAYTON G HICKEY**  
Partner

# Australian Premier Finance Holdings Limited

ACN: 099 912 044

## Stock Exchange Information

### Top 20 Ordinary Shareholders as at 10 September 2010.

Shareholder	Shares	% of Issued
Northview Group Ltd	14,863,782	25.515
Mr Charles P Garrison	10,866,987	18.654
MP Ellis Holdings Pty Ltd <The Ellis Hybrid A/C>	8,212,740	14.098
Mr Kenneth D Allen	7,806,891	13.401
Ms Joan A Allen	7,806,891	13.401
Vintage Cellars Ltd	2,904,247	4.985
Palm Leaf Pty Limited	670,891	1.152
Sterling Growth Pty Limited	670,890	1.152
A C Labels Pty Ltd	500,000	0.858
A C Labels Pty Ltd	454,140	0.780
Springfresh Marketing Pty Limited <Dash Family Staff S/F A/C>	440,000	0.755
Mr Jason K Allen	250,000	0.429
Ms Carolyn A Turner	250,000	0.429
Exchequer Investments Ltd	250,000	0.429
Rae Group Ltd	250,000	0.429
Mr Greg Mark Bunt	90,042	0.155
Mr Anthony Paul Moran	90,042	0.155
Shirley David	66,196	0.114
Mr Ian Edward Bollen & Ms Susan Patricia Kelly	50,000	0.086
Samuel Clarke Investments Pty Ltd <Clarke Family A/C>	50,000	0.086
Donscape Pty Ltd <M & J Taylor Family A/C>	50,000	0.086
Total	56,593,739	97.15

Number of ordinary shares held	Number of shareholders	Total units	Percentage holdings %
1 – 1,000	2	2,000	0.003
1,001 – 5,000	194	576,500	0.990
5,001 – 10,000	54	482,474	0.828
10,001 – 100,000	29	997,774	1.713
100,001 and over	15	56,197,459	96.466
<b>Total</b>	<b>294</b>	<b>58,256,207</b>	<b>100.00</b>