

WINPAR HOLDINGS LIMITED**ANNUAL REPORT 2011****CONTENTS**

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DIRECTORS REPORT

The Directors present their report together with the accounts of Winpar Holdings Limited for the financial year ended 30 June 2011.

DIRECTORS

The following persons have held office as directors during the financial year and since the end of the financial year:

John Weston Seaforth Mackenzie
Gordon Bradley Elkington
John David Honan
Steven Shane Pritchard
Alfred Edward Fulton Rofo

SECRETARY

The Secretary has been Gordon Bradley Elkington during the financial year and since the end of the financial year.

INFORMATION ABOUT DIRECTORS AND SECRETARY

John Weston Seaforth Mackenzie, A.M., B.Sc. Agr. (Hons.), F.A.I.A.S.T.

Mr. Mackenzie is an agricultural scientist with more than 40 years' experience in business and representative organizations. He is a former Treasurer of the National Farmers' Federation and a former Chairman of the Australian Shareholders' Association. He has been a director of the Company since 1996. He is the Chairman and a member of the Audit Committee.

Gordon Bradley Elkington, B.Sc. (Hons.), M.Sc., Ph.D., LL.M.

Dr. Elkington is a Barrister of the Supreme Court of New South Wales. He is a director of Stokes (Australasia) Limited, Pritchard Equity Limited and Hamilton Securities Limited. He has been a director of the Company since 1994. He is the principal executive officer and the principal financial officer.

John David Honan, B.A., M.A., F. Fin.

Mr. Honan is an associate director and the Chief Economist of Ausbil Dexia Limited, a wholesale funds manager associated with Bank Internationale à Luxembourg and with Dexia. He has also lectured and examined for the Securities Institute of Australia. He has been a director of the Company since 2001. He is a member of the Audit Committee.

Steven Shane Pritchard, B.Com., C.P.A., F. Fin.

Mr. Pritchard is a Certified Practising Accountant, and an affiliate member of the National Stock Exchange Limited. He is the principal of the Newcastle based accounting firm Rees Pritchard Pty. Limited. He is a director of Illuminator Investment Company Limited, Florin Mining Investment Company Limited, Hamilton Securities Limited and South Pacific Stock Exchange Limited, and the Chairman of Pritchard Equity Limited. He has been a director of the Company since 2003.

Alfred Edward Fulton Rofe, A.M., B.A., LL.M., Grad. Dip. Corp. Sec. Law (Sydney), B. Com. (U.N.S.W.), F.C.P.A., F. Fin., A.C.I.S.

Mr. Rofe practised as a Solicitor of the Supreme Court of New South Wales from 1964 to 1997, and lectured in Financial Accounting at The University of New South Wales from 1974 to 1998. He has served on a number of government committees, and is presently a member of the Financial Reporting Panel. He was Chairman of the Australian Shareholders Association for many years, and in 2002 was appointed as a Member of the Order of Australia for services to the finance industry and the protection of the rights and interests of investors. He was appointed as a director of the Company on 19 September 2007. He is a member of the Audit Committee.

DIRECTORS INTERESTS IN THE COMPANY

At the date of this report the directors who hold office hold the following relevant interests in shares in the Company.

	Shares held directly	Shares held indirectly
Mr. John Mackenzie	0	13,033
Dr. Gordon Elkington	475,865	0
Mr. John Honan	0	16,440
Mr. Steven Pritchard	0	249,092
Mr. Alfred Rofe	9,678	0

Mrs. Milly Elkington, the wife of Dr. Gordon Elkington, holds 128,618 shares in the Company.

DIRECTORS MEETINGS ATTENDED

There were three directors meetings held during the financial year. Attendances at these meetings were as follows:

Mr. John Mackenzie	3
Dr. Gordon Elkington	3
Mr. John Honan	3
Mr. Steven Pritchard	2
Mr. Alfred Rofe	3

There were two meetings of the audit committee held during the financial year. Attendances at these meetings were as follows:

Mr. John Mackenzie	2
Mr. John Honan	2
Mr. Alfred Rofe	2

PRINCIPAL ACTIVITIES

The principal activities in which the Company was engaged during the financial year were share trading and investment. There was no change in the nature of these activities during the year.

The trading portfolio as at 30 June 2011 is set out on pages 26-29.

The investment portfolio as at 30 June 2011 is set out on pages 30-34. The investments making up this portfolio are considered to be long term investments, and are not intended to be traded.

REVIEW OF OPERATIONS

The net profit for the year after provision for income tax was \$316,055 (2010: \$352,145). The profit included a profit from the sale of a parcel of 180,000 preference shares in Crane Group Limited having a book value of \$160,182 at \$3.00 each.

There remains a general uncertainty in the world markets, and the Directors are adopting a cautious approach to share trading, and taking profits where appropriate. The Company has continued to maintain a margin account for special purposes, but the outstanding balance on the account is nominal, and the Company remains largely debt free.

The Board is also pleased to note that the Company's net assets were \$1.15 per share at balance date, and that the Company still has a high level of accumulated franking credits.

DIVIDENDS

On 1 November 2010 the Company paid a fully franked dividend of 2 cents per share to members registered as at 15 October 2010. The total amount of the dividend was \$69,312.

On 19 May 2011 the Company paid a fully franked dividend of 2 cents per share to members registered as 5 May 2011. The total amount of the dividend was \$70,430.

The Company intends to pay a fully franked dividend of 2 cents per share on 30 November 2011 to members registered as at 31 October 2011. The total amount of the dividend will be \$70,430.

EVENTS SUBSEQUENT TO BALANCE DATE

Other than the matters referred to in the Review of Operations, no matters of significance have arisen since balance date.

REMUNERATION REPORT

At the annual general meeting for 2007 held on 29 November 2007, shareholders approved an annual payment of non-executive directors fees to a limit of \$25,000. During the financial year non-executive directors fees were paid or accrued as follows.

Director	Fee	Superannuation	Total
John Mackenzie	\$ 4,999		\$ 4,999
Steven Pritchard		\$ 4,999	\$ 4,999
Alfred Rofe		\$ 4,999	\$ 4,999
Gordon Elkington		\$ 4,999	\$ 4,999
John Honan		\$ 4,999	\$ 4,999
Total	\$ 4,999	\$19,996	\$24,996

No other fees were paid to directors.

INDEMNITIES

No indemnification agreements have been entered into and no insurance premiums have been paid in respect of officers or auditors of the Company during the financial year.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied for leave of the Court to bring proceedings on behalf of the Company or to 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.

CORPORATE GOVERNANCE

The Board is responsible for ensuring that the Company is properly managed so that shareholders' interests are protected and enhanced, disclosure and reporting obligations are complied with, and conflicts of interest are avoided. To this end the Board has delineated the functions of its officers and management, and regularly reviews the Company's financial performance and financial position.

The Board has established an Audit Committee consisting of non-executive directors, whose function is to review the Company's accounts independently of management.

AUDITORS INDEPENDENCE DECLARATION

The auditor's independence declaration for the year ended 30 June 2011 is set out on page 7.

Details of the auditor's remuneration for auditing the Company's accounts are set out in note 5 to the accounts. No amounts have been paid or are payable to the auditor for non-audit services.

ENVIRONMENTAL REGULATION

The Company's operations are not subject to any particular significant environmental regulation under any law of the Commonwealth or a State or Territory.

Signed on 30 September 2011 in accordance with a resolution of the Board of Directors.

John Weston Seaforth Mackenzie
Director

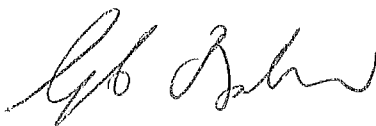
Gordon Bradley Elkington
Director

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523

AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF WINPAR HOLDINGS LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2011 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.



Graham Baker
Graham Baker & Associates

2 Kennedy Place
St Ives NSW

Dated:

30/09/11

WINPAR HOLDINGS LIMITED

ABN 81 003 035 523

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2011

	Note	2011 \$	2010 \$
Sale of financial assets	2	937,890	1,357,722
Cost of sales	3	(465,533)	(1,219,303)
		<u>472,357</u>	<u>138,419</u>
Financial assets - movements in fair value	2	(210)	312,212
Gross profit / (loss)		<u>472,147</u>	<u>450,631</u>
Other revenue from ordinary activities	2	137,117	161,985
Finance costs	3	(1,799)	(11,776)
Other expenses from ordinary activities	3	(195,048)	(109,161)
Profit / (loss) before income tax		<u>412,417</u>	<u>491,679</u>
Tax income / (expense)	4	(96,364)	(112,298)
Profit / (loss) for the year		<u>316,053</u>	<u>379,381</u>
Other comprehensive income			
Net loss on revaluation of financial assets		77,042	(28,671)
Gains/(losses) on investments realised after 31 December 2009		-	(27,236)
Income tax relating to components of other comprehensive income		(23,113)	16,771
Other comprehensive income for the period, net of tax		<u>53,929</u>	<u>(39,136)</u>
Total comprehensive income/(loss) for the period		<u>369,982</u>	<u>340,245</u>
Basic earnings per share	7	<u>\$ 0.090</u>	<u>\$ 0.103</u>

WINPAR HOLDINGS LIMITED
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STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2011

	Note	2011 \$	2010 \$
CURRENT ASSETS			
Cash and cash equivalents	8	39,230	39,075
Trade and other receivables	9	64,720	11,348
Trading portfolio	10	2,662,593	2,420,755
TOTAL CURRENT ASSETS		<u>2,766,543</u>	<u>2,471,178</u>
NON-CURRENT ASSETS			
Financial Assets	11	1,280,479	1,306,014
Deferred tax assets	14	34,149	76,018
TOTAL NON-CURRENT ASSETS		<u>1,314,628</u>	<u>1,382,032</u>
TOTAL ASSETS		<u>4,081,171</u>	<u>3,853,210</u>
CURRENT LIABILITIES			
Trade and other payables	12	31,188	80,321
Short term borrowings	13	8,193	14,475
Current tax liabilities	14	(28,451)	(25,665)
TOTAL CURRENT LIABILITIES		<u>10,930</u>	<u>69,131</u>
TOTAL LIABILITIES		<u>10,930</u>	<u>69,131</u>
NET ASSETS		<u>\$ 4,070,241</u>	<u>\$ 3,784,079</u>
EQUITY			
Issued capital	15	3,521,511	3,465,589
Revaluation reserve	18	(278,182)	(332,111)
Retained earnings		826,912	650,601
TOTAL EQUITY		<u>\$ 4,070,241</u>	<u>\$ 3,784,079</u>

WINPAR HOLDINGS LIMITED
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STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2011

	Note	Share Capital Ordinary	Financial Asset Revaluation Reserve	Retained Earnings	Total
		\$	\$	\$	\$
Balance at 1 July 2009		3,410,496	(312,041)	434,877	3,533,332
Shares issued during the year	15	55,093	-	-	55,093
Dividends paid and dividend reinvestment plan	6	-	-	(136,418)	(136,418)
Total transactions with the shareholders		55,093	-	(136,418)	(81,325)
Profit/(loss) for the year				379,381	379,381
<i>Other comprehensive income for the year (net of tax)</i>					
Net capital gains/(losses) for the year		-		(47,309)	(47,309)
Revaluation of investment portfolio (net of tax)		-	(20,070)	20,070	-
Other comprehensive income for the year		-	(20,070)	(27,239)	(47,309)
Total comprehensive income		-	(20,070)	352,142	332,072
Balance at 30 June 2010		3,465,589	(332,111)	650,601	3,784,079
Balance at 1 July 2010		3,465,589	(332,111)	650,601	3,784,079
Shares issued during the year	15	55,922	-	-	55,922
Dividends paid and dividend reinvestment plan	6			(139,742)	(139,742)
Total transactions with the shareholders		55,922	-	(139,742)	(83,820)
Profit/(loss) for the year				316,053	316,053
<i>Other comprehensive income for the year (net of tax)</i>					
Revaluation of investment portfolio (net of tax)		-	53,929		53,929
Other comprehensive income for the year		-	53,929	-	53,929
Total comprehensive income		-	53,929	316,053	369,982
Balance at 30 June 2011		3,521,511	(278,182)	826,912	4,070,241

WINPAR HOLDINGS LIMITED
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STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2011

	Note	2011 \$	2010 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Proceeds from sale of held for trading investments		937,890	1,357,722
Other investment income		79,871	150,209
Payments for investments held for trading and to suppliers		(905,245)	(1,288,763)
Income tax paid		(80,394)	(7,965)
Net cash provided by (used in) operating activities	19(b)	<u>32,122</u>	<u>211,203</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of available for sale investments		57,886	87,899
Payments for purchase of available for sale investments		250	(1,179)
Net cash provided by (used in) investing activities		<u>58,136</u>	<u>86,520</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid		(83,820)	(81,330)
Repayment of borrowing		(6,283)	(217,271)
Proceeds from borrowing		-	-
Net cash provided by (used in) financing activities		<u>(90,103)</u>	<u>(298,601)</u>
NET INCREASE/(DECREASE) IN CASH HELD		155	(878)
CASH AT BEGINNING OF FINANCIAL YEAR		<u>39,075</u>	<u>39,953</u>
CASH AT END OF FINANCIAL YEAR	19(a)	<u>\$ 39,230</u>	<u>\$ 39,075</u>

WINPAR HOLDINGS LIMITED
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

1 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

Accounting standards include Australian equivalents to International Financial Reporting Standards ('A-IFRS'). Compliance with A-IFRS ensures that the financial statements and notes of the Company comply with International Financial Reporting Standards ('IFRS').

New and revised Accounting Standards

The company has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Any significant impact of the accounting policies of the company from the adoption of these Accounting Standards and Interpretations are disclosed in the relevant accounting policy.

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. All amounts are presented in Australian dollars, unless otherwise noted.

Accounting Policies

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.

(a) Investment and Trading Portfolios

(i) Statement of Financial Position classification

The Company has two portfolios of securities, the investment portfolio and the trading portfolio. The investment portfolio relates to holdings of securities which the directors intend to retain on a long-term basis.

The trading portfolio comprises securities held for short term trading purposes.

The investment portfolio is classified as a 'non-current asset', whereas the trading portfolio is classified as a 'current asset'.

Ordinary securities within the investment portfolio are classified as 'financial assets measured at fair value through 'other comprehensive income', whilst securities within the trading portfolio are classified as 'assets measured at fair value through the Income Statement' in accordance with AASB 9.

(ii) Valuation of investment portfolio

Securities, including listed and unlisted shares and notes and options, are initially brought to account at cost, which is the cost of acquisition including transaction costs and are revalued to market values continuously. Increments and decrements on Ordinary Securities are recognised as Comprehensive Income and taken to the Investment Revaluation Reserve.

Where disposal of an investment occurs, any revaluation increment or decrement relating to it is transferred from the Investment Revaluation Reserve to retained earnings.

WINPAR HOLDINGS LIMITED
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

1 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

(iii) Valuation of trading portfolio

Securities, including listed and unlisted shares are initially brought to account at cost which is the cost of acquisition including transaction costs and are revalued to market values continuously, in the case of listed securities at market and in the case of unlisted securities using appropriate valuation techniques as determined by the directors.

Increments and decrements on the value of securities in the trading portfolio are taken directly through the Income Statement.

(iv) Determination of market value

Market value for the purposes of valuing holdings of the securities is determined by reference to market prices prevailing at a balance date, predominately the last sale price, where the securities are traded on an organised market. In the case of unlisted securities fair value is determined using appropriate valuation techniques as determined by the directors.

(v) Income from holding of securities

Distributions relating to listed securities are recognised as income when those securities are quoted ex-distribution basis and distributions relating to unlisted securities are recognised as income when received. If the distributions are capital returns on ordinary securities the amount of the distribution is treated as an adjustment to the carrying value of the securities.

(b) Fair Value of Financial Assets and Liabilities

The fair value of cash and cash equivalents, and non-interest bearing monetary financial assets and liabilities of the Company approximates their carrying value.

(c) Income tax

The income tax expense (benefit) for the year comprises current income tax expense (benefit) and deferred tax expense (benefit).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. 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 assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

WINPAR HOLDINGS LIMITED
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

1 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

(d) Transactions and Balances

The financial statements are presented in Australian dollars which is the company's functional and presentation currency.

Foreign Currency Transactions and Balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Exchange differences arising on the translation of monetary items are recognised in the income statement.

(e) Provisions

Provisions are recognised when the entity has a present (legal or constructive) obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

(f) 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 three months or less, and bank overdrafts.

(g) Revenue and Other Income

Dividends and interest have been brought into account in the profit and loss when received or receivable.

(h) Borrowing Costs

Borrowing costs are recognised in the income statement in the period in which they are incurred.

(i) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances 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 balance sheets are shown inclusive of GST.

(j) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

WINPAR HOLDINGS LIMITED
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

1 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES continued

(k) Segment Reporting

Operating segments are reported using the 'management approach', where the information presented in a manner consistent with the internal reporting used by the Chief Operating Decision Maker ('CODM'). The Board has been identified as the CODM, as it is responsible for allocating resources and assessing performance of the operating segments.

(l) Critical Accounting Estimates and Judgements

The preparation of financial reports in conformity with AIFRFS requires the uses of certain critical accounting estimates. This requires the Board and management to exercise their judgement in the process of applying the Company's accounting policies.

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. In accordance with AASB 112 Income Taxes, deferred tax liabilities have been recognised for Capital Gains Tax (CGT) on the unrealised gain in the Investment Portfolio at current tax rates.

As the directors do not intend to dispose of the portfolio, this tax liability may not be crystallised at the amount disclosed at Note 14. In addition, the tax liability that arises on disposal of these securities may be impacted by changes in tax legislation relating to treatment of capital gains and the rate of taxation applicable to such gains at the time of disposal.

(m) Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit of the company by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share

As there are no options, convertible notes or other dilutive instruments on issue, 'diluted earnings per share' is the same as 'basic earnings per share'. This similarly applies to diluted net operating profit per share.

WINPAR HOLDINGS LIMITED
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

	Note	2011 \$	2010 \$
2 REVENUE			
Sale of financial assets		937,890	1,357,722
Other Revenue :			
Financial assets - movements in fair value		115,459	312,212
Dividends received		92,477	116,556
Interest received		543	291
Trust income		18,678	22,813
Foreign source income		18,739	22,125
Other Income		6,680	200
Total Revenue		<u>\$ 1,190,466</u>	<u>\$ 1,831,919</u>
3 PROFIT FOR THE YEAR			
Cost of sales		465,533	1,219,303
Finance costs:			
- external		1,799	11,776
Expenses			
Auditor's remuneration	5	8,640	9,740
Other expenses		186,408	99,418
Total expenses		<u>\$ 662,380</u>	<u>\$ 1,340,237</u>
4 INCOME TAX EXPENSE			
The components of tax (benefit)/expense comprise:			
Current tax		77,609	-
Deferred tax		28,428	112,442
Under /(over) provision in respect of prior years		(9,673)	(144)
		<u>\$ 96,364</u>	<u>\$ 112,298</u>
The prima facie tax on profit/(loss) from ordinary activities before income tax is reconciled to the income tax as follows:			
Prima facie tax payable on profit/(loss) from ordinary activities before income tax at 30%		123,725	147,504
Less tax effect of:			
-rebateable fully franked dividends		(22,340)	(30,803)
-tax effective trust distributions received		(346)	(4,259)
-non deductible expense		4,998	-
-under/(over) provision for income tax prior years		(9,673)	(144)
		<u>\$ 96,364</u>	<u>\$ 112,298</u>

WINPAR HOLDINGS LIMITED
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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

	2011 \$	2010 \$
5 AUDITOR'S REMUNERATION		
Remuneration of the auditor of the Company for: Auditing or reviewing the financial report	\$ 8,640	\$ 9,740
6 DIVIDENDS		
Distributions paid:		
2011: 19/05/2011 (2010: 30/04/2010 2 cents per share) Fully franked ordinary dividend of 2 cents per share	70,430	68,210
2011: 01/11/2010 (2010: 30/10/2009 2 cents per share) Fully franked ordinary dividend of 2 cents per share	69,312	68,209
	<u>\$ 139,742</u>	<u>\$ 136,419</u>
Balance of franking account at year end adjusted for franking credits which will arise from payment of income tax provided for in the financial statements and on dividends recognised as receivable and after deducting franking credits to be used in payment of dividends and franking credits that may be prevented from distribution in subsequent financial years. Franking credits accumulated at beginning of year	327,906	334,570
Imputation credits from franked dividends	31,914	43,761
Tax paid / (refunded)	(25,665)	(20,339)
PAYG Instalment	77,608	28,211
TFN WHT	-	169
Dividends paid	(59,889)	(58,466)
	<u>\$ 351,874</u>	<u>\$ 327,906</u>
7 EARNINGS PER SHARE		
	Cents	Cents
(a) Basic earnings per share		
Profit from continuing operations attributable to the ordinary equity holders of the company	<u>9.0</u>	<u>10.3</u>
(b) Reconciliation of earnings used in calculating earnings per share		
Profit attributable to the ordinary equity holders of the company used in calculating basic earnings per share	<u>\$ 316,053</u>	<u>\$ 351,524</u>
(c) Weighted average number of shares used as the denominator	2011 Number	2010 Number
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	<u>3,502,870</u>	<u>3,428,860</u>

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

	2011 \$	2010 \$
8 CASH AND CASH EQUIVALENTS		
Cash at financial institutions	\$ 39,230	\$ 39,075
9 TRADE AND OTHER RECEIVABLES		
Other receivables	\$ 64,720	\$ 11,348
10 TRADING PORTFOLIO		
Listed equities portfolio held for resale		
Financial assets held for trading - fair value	\$ 2,662,593	\$ 2,420,755
11 FINANCIAL ASSETS		
Equities portfolio held as investments		
Designated at fair value through other comprehensive income	\$ 1,280,479	\$ 1,306,014
Designated at fair value through other comprehensive income comprise		
Listed investments, at fair value		
- shares in listed corporations	789,219	790,350
Unlisted investments, at fair value		
Shares in other corporations at fair value	491,260	515,664
Total designated at fair value through other comprehensive income	\$ 1,280,479	\$ 1,306,014
*The method of determining fair value is detailed in Note 1a.		
12 TRADE AND OTHER PAYABLES		
Sundry payables and accrued expenses	\$ 31,188	\$ 80,321
13 SHORT TERM BORROWINGS		
Secured liabilities		
BT Margin Lending	\$ 8,193	\$ 14,475

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

14 TAX	2011 \$	2010 \$
CURRENT		
Income tax	\$ (28,451)	\$ (25,665)

Deferred Tax Assets/Liabilities

	Financial Assets Held for Trading		Accruals	Tax Losses		Revaluation	Total
	Accounting	Tax		Revenue	Capital Gains	Reserve	
Balance at 1 July 2009	(656,167)	555,455	5,874	215,024		59,504	179,690
Charged to Income	(70,060)	62,745	(924)	(104,034)		8,601	(103,672)
Tax effect of impairment provision	-	-	-	(74,228)		74,228	-
Charged Directly to Equity	-	-	-	-	-	-	-
Balance at 30 June 2010	(726,227)	618,200	4,950	36,762	-	142,333	76,018
Balance at 1 July 2010	(726,227)	618,200	4,950	36,762		142,333	76,018
Charged to Income	(72,551)	74,058	-	(36,762)		-	(35,255)
Tax effect of impairment provision	-	-	-	-	-	-	-
Charged Directly to Equity	-	-	-	-	16,499	(23,113)	(6,614)
Balance at 30 June 2011	(798,778)	692,258	4,950	-	16,499	119,220	34,149

15 ISSUED CAPITAL	2011	2010
Ordinary shares		
At the beginning of the reporting period	3,465,589	3,410,496
Shares issued during the year		
55,922 at \$1.00 on 01/11/2010 (DRP)		
(55,093 30 April 2010 DRP)	55,922	55,093
	<u>3,521,511</u>	<u>3,465,589</u>

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled on a poll to one vote per share at shareholders meetings. On a show of hands each member present at a meeting in person or by proxy or representative has one vote. In the event of the winding up of the Company ordinary shareholders rank after creditors and share in any proceeds on winding up in proportion to the number of shares held.

16 CONTINGENT LIABILITIES

Some costs orders have been made against the company in connection with proceedings to which it has been a party. No action has been taken against the company to quantify or recover these costs.

The company has given a guarantee in relation to the sale of its holding of shares in Rutherland Pty Ltd. The guarantee relates to any future claims against Rutherland in respect of unpaid tax and is capped at \$52,073.

17 SEGMENT REPORTING

The company operates in Australia as an investment company.

18 REVALUATION RESERVE

The revaluation reserve records unrealised revaluations of financial assets available for sale to fair value after allowing for income tax.

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

	2011 \$	2010 \$
19 CASH FLOW INFORMATION		
(a) Reconciliation of cash		
Cash at the end of the financial year as shown in the cash flow statement is reconciled to the related item in the Statement of Financial Position as follows:		
Cash at financial institutions	\$ 39,230	\$ 39,075
(b) Reconciliation of Cash Flow from Operations with Profit after Income Tax		
Profit/(loss) from ordinary activities after income tax	316,053	379,381
Non-cash flows in profit from ordinary activities		
Dividends reinvested	(10,930)	(4)
Revaluation of investment portfolio	16,660	-
Profit/(loss) from sale of investments	27,857	-
Net loss/(gain) on disposal of trading stock	(472,356)	(138,419)
Changes in assets and liabilities		
(Increase)/decrease in deferred tax assets/liabilities	18,757	112,270
(Increase)/decrease in trade & other debtors	(54,095)	3,483
(Increase)/decrease in prepayments	718	2
(Increase)/decrease in shares held for resale	241,372	(95,111)
Increase/(decrease) in trade & other creditors	(49,120)	(42,463)
Increase/(decrease) in income taxes payable	(2,786)	(7,936)
	<u>\$ 32,122</u>	<u>\$ 211,203</u>

20 DIRECTORS' COMPENSATION

(a) Directors

The names of directors who have held office during the financial year are:

John Weston Seaforth Mackenzie (Chairman)

Gordon Bradley Elkington

John David Honan

Steven Shane Pritchard

Alfred Edward Fulton Role

(b) Share transactions of directors

Directors and director related entities held in aggregate directly, indirectly or beneficially, 764,108 shares in the company. Details of specific holdings set out detailed in the Directors Report.

(c) Directors remuneration

Directors' remuneration has been included in the Remuneration Report section of the Directors Report.

(d) Transactions with directors

Since the end of the previous financial year no director of the company has received or become entitled to receive a benefit arising out of any contract that the director, a firm of which the director is a member or an entity in which the director has a substantial financial interest except as follows:-

WINPAR HOLDINGS LIMITED
A.C.N. 003 035 523

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

20 DIRECTORS COMPENSATION CONTINUED

Commissions were paid on ordinary commercial terms to Cameron Stockbrokers Limited, a company in which Mr Steven Pritchard has a substantial financial interest, for buying and selling shares for the company. Commissions of \$14,306 (2009:\$21,851) in total were paid.

Fees were paid to Newcastle Capital Markets Registries Pty Ltd, a company in which Mr Steven Pritchard has an indirect interest, for providing share registry services to the company. The total amount paid was \$14,659 (2010: \$14,659) (inclusive of GST).

The company occupies a room adjoining the offices of Cameron Stockbrokers Limited, and uses Cameron Stockbrokers Limited's office facilities. No charge is made for the accommodation or services.

WINPAR HOLDINGS LIMITED
A.C.N. 003 035 523

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

21 FINANCIAL RISK MANAGEMENT
(a) Interest rate risk

The Company's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates, and the effective weighted average interest rate for classes of financial assets and financial liabilities are set out below.

	Weighted average interest rate	Floating interest rate \$	Non-interest bearing \$	Total \$
2011				
Financial assets				
Cash and cash equivalents	4.0%	39,230		39,230
Receivables			64,720	64,720
Financial assets at fair value through profit or loss - held for trading			2,662,593	2,662,593
Designated at fair value through other comprehensive income			1,280,479	1,280,479
		<u>39,230</u>	<u>4,007,792</u>	<u>4,047,022</u>
Financial liabilities				
Payables		-	31,188	31,188
Borrowings	10.0%	<u>8,193</u>	<u>31,188</u>	<u>8,193</u>
		<u>8,193</u>	<u>31,188</u>	<u>39,381</u>
2010				
Financial assets				
Cash and cash equivalents	4.0%	39,075	-	39,075
Receivables		-	11,348	11,348
Financial assets at fair value through profit or loss - held for trading			2,420,755	2,420,755
Designated at fair value through other comprehensive income			1,306,014	1,306,014
		<u>39,075</u>	<u>3,738,117</u>	<u>3,777,192</u>
Financial liabilities				
Payables		-	80,321	80,321
Borrowings	10.0%	<u>14,475</u>	<u>-</u>	<u>14,475</u>
		<u>14,475</u>	<u>80,321</u>	<u>94,796</u>

(b) Credit risk

Credit risk represents the loss that would be recognised if counterparties failed to perform as contracted.

The credit risk on financial assets, excluding investments, of the Company which have been recognised on the Balance Sheet, is the carrying amount. The Company is not materially exposed to any individual credit risk.

(c) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company monitors its cash flow requirements and ensures that it has either cash or access to short term borrowing facilities to meet any payments. The assets of the Company are largely in the form of readily tradable securities which can be sold on the market if necessary.

WINPAR HOLDINGS LIMITED
A.C.N. 003 035 523

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

21 FINANCIAL RISK MANAGEMENT CONTINUED

(d) Market risk

Market risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market conditions. Because the Company invests a substantial part of its assets in tradable securities which are not risk free, it is always subject to market risk. The investments are however widely spread so that the risk is minimised.

(e) Net fair values

The carrying amounts of financial instruments on the Balance Sheet approximate their net fair values.

(f) Capital Management

It is the Board's policy to maintain a strong capital base so as to maintain investors and market confidence. To achieve this the Board monitors the company's net tangible assets, its levels of borrowings and its investment performance.

The company may raise additional capital by way of a dividend reinvestment plan.

The company is not subject to any externally imposed capital requirements.

22 COMPANY DETAILS

The registered office of the company is:

Level 5
10 Spring Street
Sydney NSW 2000

The principal place of business is:

Level 5
10 Spring Street
Sydney NSW 2000

WINPAR HOLDINGS LIMITED

DIRECTORS DECLARATION

The Directors of the Company declare:

- (a) that in the Directors opinion the financial statements and notes set out on pages 8-23 are in accordance with the *Corporations Act*; and
 - (aa) comply with Accounting Standards and the *Corporations Regulations*; and
 - (ab) give a true and fair view of the financial position of the company as at 30 June 2011 and the performance of the company for the year ended 30 June 2011; and
- (b) that 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; and
- (c) that the Directors have been given the declarations required by section 295A of the *Corporations Act*.

This declaration is made in accordance with a resolution of the Board of Directors and is signed on behalf of the Directors.

John Weston Seaforth Mackenzie
Director

Gordon Bradley Elkington
Director

30 September 2011

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF WINPAR HOLDINGS LIMITED

Report on the Financial Report

I have audited the accompanying financial report of Winpar Holdings Limited (the company), which comprises the balance sheet as at 30 June 2011, and the comprehensive income statement, 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 director's declaration.

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 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.

Auditors Responsibility

My responsibility is to express an opinion on the financial report based on my audit. I conducted my audit in accordance with Australian Auditing Standards. These Auditing Standards require that I 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 judgement, 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Independence

In conducting my audit, I have complied with the independence requirements of the Corporations Act 2001.

Auditor's Opinion:

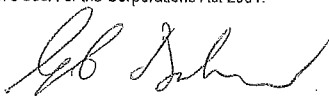
- (a) the financial report of Winpar Holdings Limited is in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2011 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporation Regulations 2001;
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Report on the Remuneration Report

I have audited the Remuneration report included on page 5 of the report of the directors for the year ended 30 June 2011. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with s 300A of the Corporations Act 2001. My 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 my opinion the Remuneration Report of Winpar Holdings Limited for the year ended 30 June 2011, complies with s 300A of the Corporations Act 2001.



Graham Baker
Graham Baker & Associates
Dated 30 September 2011

2 Kennedy Place
St Ives NSW

**TRADING PORTFOLIO
AS AT 30 JUNE 2011**

Company	Number	Market \$
Acacia Ridge Financial Services Limited	5,000	4,600
Advanced Braking Technology Limited	1,000,000	20,000
Agricultural Land Trust	20,000	2,700
Alexium International Group Limited	33,889	2,102
Atlantic Gold No Liability [contributing]	275,000	5,500
Atlantic and Pacific Packaging Company Limited	1,000	440
Australian Vintage Limited	5,000	1,600
Balmain / Rozelle Financial Services Limited	11,000	6,050
B. C. D. Resources No Liability	110,228	1,323
B. C. D. Resources Operations No Liability	202,246	25,281
B. C. D. Resources Operations No Liability [contributing]	35,747	465
B. G. P. Holdings Limited	150,750	2,579
Bellarine Peninsular Community Financial Services Limited	5,000	1,750
Bendigo and Adelaide Bank Limited	2,000	16,180
Bendigo Community Telco Limited	5,000	5,000
Berowra and Districts Financial Services Limited	34,000	18,700
Bisalloy Steel Limited	25,000	5,250
Bluescope Steel Limited	71,000	46,860
Bougainville Copper Limited	1,052	1,210
Bounty Oil and Gas No Liability	1,008,334	24,200
B. P. H. Energy Limited	71,259	2,209
Bremer Park Limited	697,552	5,580
Bright Star Resources Limited	177,778	18,667
Brisbane Markets Limited	7,850	20,410
Brookfield Australian Opportunities Fund [unit]	160,984	5,956
Buderim Ginger Limited	200,000	22,000
Canada Land Limited	91,000	4,550
Canterbury Surrey Hills Community Financial Services Limited	14,000	6,300
Capilano Honey Limited	87,803	98,339
Capral Aluminium Limited	130,724	27,452
Centro Properties Group	45,000	1,305
Centro Retail Group	50,000	14,500
Charter Hall Office R.E.I.T.	17,400	55,506
City West Community Financial Services Limited	5,000	5,000
Clifroy Limited	9,000	5,940
C. M. I. Limited [preference]	78,500	44,352
Coal and Allied Industries Limited	400	49,120
Communications Fiji Limited	5,000	9,100

Commstrat Limited	1,012,083	5,060
Coolalinga and Districts Community Financial Services Limited	6,000	4,800
Costaexchange Limited	100,000	55,000
Dromana Estate Limited	42,839	386
East Gosford and Districts Financial Services Limited	16,750	8,375
Elders Limited	15,334	5,520
Elders Limited [note]	973	43,298
Embelton Limited	8,000	46,640
Emeco Holdings Limited	15,000	14,400
Energy Resources of Australia Limited	2,500	8,400
Ettalong Beach Financial Services Limited	5,000	3,750
Eumundi Group Limited	668,553	36,770
Fermiscan Holdings Limited	10,500	168
Fijicare Insurance Limited	6,393	3,196
Fiji Television Limited	480	1,200
Fleet Professional Investors Fund	50,000	50,000
Fleurieu Community Enterprises Limited	19,500	12,675
Florin Mining Investment Company Limited	625,099	125,020
Flour Mills of Fiji Limited	25,000	12,500
Folkestone Limited	200,000	17,600
Foster Group Pacific Limited	25	255
Fuller Smith and Turner [A ordinary]	500	4,990
Geopacific Resources No Liability	41,665	7,083
Goodwood / Highgate Community Financial Services Limited	3,000	1,920
Graincorp Limited	3,800	29,146
Hamilton James and Bruce Group Limited	360,000	4,680
Hamilton Securities Limited [A ordinary]	2,000	700
Hamilton Securities Limited [B ordinary]	8,000	8,000
Hampton Hill Mining No Liability	500,000	55,000
Harbord Financial Services Limited	7,500	6,000
Heathcote and District Financial Services Limited	5,000	4,100
Hervey Bay and District Financial Services Limited	24,500	12,250
Hire Intelligence Limited	37,621	4,891
Hornby p.l.c.	5,000	9,900
Hydes Anvil Brewery Limited [B ordinary]	100	6,935
I. M. B. Limited	5,010	15,030
Incitec Pivot Limited	8,000	28,800
India Equities Fund Limited	16,000	880
Kemp and Denning Limited	3,415	47,810
King Solomon Mines Limited	200,000	12,000
Kontiki Growth Fund Limited	11,547	4,041
Leighton Holdings Limited	1,000	17,450
Lend Lease Corporation Limited	1,200	8,832
Logan Community Financial Services Limited	9,000	4,500

Magellan Flagship Fund	10,000	6,050
Mandurah Community Financial Services Limited	500	405
Manningham Community Enterprises Limited	23,250	23,250
Max Trust	200,000	32,000
McKay Securities p.l.c.	10,000	17,500
McMullen and Sons Limited [non-voting]	3,000	24,720
Meander Valley Financial Services Limited	10,000	8,000
Merchant House International Limited	160,000	24,000
Miclyn Express Offshore Limited	4,210	6,568
Minotaur Exploration Limited	40,000	6,200
Mirvac Group [unit]	15,350	17,269
Mobile Embrace Limited	405,000	7,290
Mooroolbark and District Financial Services Limited	11,000	6,600
Mornington Winery Group Limited	42,839	1
Mt. Evelyn and District Financial Services Limited	21,000	8,400
National Leisure and Gaming Limited	1,040,000	5,200
Neptune Marine Services Limited	100,000	2,900
New Bounty Limited	2,048,596	61,458
North Ryde Community Finance Limited	5,000	4,800
N. S. X. Limited	11,000	2,530
Oldfields Holdings Limited	71,318	8,558
O. R. H. Limited	1,375	25
Pacific Mining Limited	129,500	32,375
Paynesville and District Financial Services Limited	7,000	6,370
Penrice Soda Holdings Limited	600,000	90,000
Perpetual Limited	400	8,600
Platinum Asset Management Limited	4,500	16,875
Prince Hill Wines Limited	1,050,000	6,300
Pritchard Equity Limited [A ordinary]	5,000	5,625
Pritchard Equity Limited [B ordinary]	5,000	5,500
Pyne Gould Corporation Limited	13,400	5,226
Public Holdings Australia Limited	6,540	327
Real Estate Capital Partners U. S. A. Property Trust	100,000	11,172
R. B. Patel Group Limited	1,000	2,050
Red 5 Limited	50,000	10,750
Redcape Property Group	15,000	840
Redcliffe Peninsular Financial Services Limited	14,000	7,000
Redflex Holdings Limited	10,000	17,500
Redlands Community Financial Services Limited	3,500	3,150
Resource Star Limited	2,035	81
Rey Resources Limited	50,000	7,250
Rockingham Community Financial Services Limited	3,500	2,485
Rosewood and District Financial Services Limited	6,000	3,600
Ruralaus Investments Limited	195,000	31,200

Rye and District Community Financial Services Limited	7,000	7,000
San Remo and District Financial Services Limited	12,300	8,610
Sarina and District Financial Services Limited	4,400	3,124
S. D. I. Limited	48,025	7,204
Shandong Tianye Australia Limited	34,735	22,578
Sietel Limited	6,000	22,500
Sigma Pharmaceuticals Limited	4,391	2,547
Site Group International Limited	25,000	3,000
South Burnett Community Enterprises Limited	1,000	700
S. P. Ausnet	6,500	5,915
Stokes Australasia Limited	144,552	36,138
Sunshine Coast Community Financial Services Limited	6,000	4,800
Swick Mining Services Limited	30,000	10,800
Tasmania Mines Limited	92,362	143,161
Telstra Corporation Limited	20,384	61,560
Ten Network Holdings Limited	8,000	6,880
Thakral Holdings Group	10,000	5,100
The Investment Company p.l.c.	2,000	7,280
The Investment Company p.l.c. [preference]	4,500	11,025
The Rock Building Society Limited	2,000	5,240
T. N. G. Limited	200,000	17,600
Tongala and District Financial Services Limited	8,000	6,400
Tooth and Company Limited	585,101	9,362
T. P. G. Telecom Limited	5,000	7,350
Trafford Resources Limited	50,000	14,750
Triton Gold Limited	50,000	2,850
Tyrex Solutions Unit Trust	25,000	25,000
Upper Yarra Community Enterprises Limited	2,500	1,150
Vaaldiam Resources Limited	16,473	2,306
V. B. Holdings Limited	1,614	4,826
Villa World Group	48,000	36,480
Vortex Pipes Limited	110,000	4,620
Wantirna Community Financial Services Limited	8,000	6,000
Warrnambool Cheese and Butter Factory Limited	14,158	54,791
Waterco Limited	7,000	7,140
Webster Limited [preference]	21,008	27,310
Western Plains Resources Limited	12,500	7,625
Westfield Group	700	5,068
Westfield Retail Trust	865	2,093
Westpac Office Trust	61,958	17,658
W. P. G. Resources Limited	13,750	16,775
White Energy Company Limited	3,449	5,967

\$2,662,593

**INVESTMENT PORTFOLIO
AS AT 30 JUNE 2011**

Company	Number	Market \$
A. and J. Mucklow p.l.c.	5,000	23,300
Aga Foodservice Group p.l.c.	1,244	2,513
Albany W.A. Community Financial Services Limited	2,500	2,100
Allied Irish Banks p.l.c.	550	99
Angostura Holdings p.l.c.	10,000	12,570
A. P. I. Group p.l.c.	3,000	480
Augusta and Districts Community Financial Services Limited	7,000	6,440
Balmain / Rozelle Financial Services Limited	21,000	11,550
Bayswater Community Financial Services Limited	5,022	5,022
B. C. D. Resources Limited	100,000	800
Bendigo Community Telco Limited	11,400	11,400
Berkshire Hathaway Limited	50	3,525
Berowra and District Financial Services Limited	1,000	550
Blue Planet Financials Growth and Income Investment Trusts p.l.c.	40,000	23,600
Broadstoner Holdings p.l.c. [preference]	5,000	7,900
Broadwater Financial Services Limited	11,667	5,017
Byford and District Community Development Services Limited	5,000	5,000
Caffyns p.l.c. [preference]	5,852	22,647
Capilano Honey Limited	12,197	13,661
Caplay p.l.c.	1	1
Carlton Investments Limited [preference]	5,746	12,182
Clifroy Limited	5,000	3,300
Community Financial Services Victoria Limited	4,000	7,080
Conygar Investment Company p.l.c.	10,000	15,700
Daniel Thwaites and Co. p.l.c.	3,000	5,850
Dee Valley Group p.l.c.	500	8,875
Delta p.l.c.	5,000	12,950
Driver Group p.l.c.	5,000	20,050
Dr. Pepper Snapple Group Inc.	120	4,584
East Gosford and Districts Community Financial Services Limited	13,250	6,625
Ettalong Beach Financial Services Limited	6,500	4,875
Fenwick p.l.c. [preference]	3,000	11,070
Fiji Industries Limited	4,555	25,865
Fiji Television Limited	5,404	15,131
Fosters Group Pacific Limited	950	9,500
Fremantle Community Financial Services Limited	16,000	11,200
Fuller Smith and Turner p.l.c. [A ordinary]	750	7,485

Goodwin p.l.c.	1,000	21,480
Goodwood / Highgate Community Financial Services Limited	15,000	9,600
Gympie and District Financial Services Limited	18,300	14,640
Heyfield and District Community Financial Services Limited	9,500	9,785
Hobsons Bay Community Financial Services Limited	5,000	5,150
Hydro Hotel Eastbourne p.l.c.	100	3,024
Isle of Wight Private Hospital p.l.c.	25,000	500
James Latham p.l.c. [preference]	2,000	5,820
John Lewis Partnership p.l.c. [preference]	5,000	11,850
Johnston Press p.l.c. [preference]	4,000	18,600
Kemp and Denning Limited	5,065	70,190
Laxey Investment Trusts p.l.c.	10,000	500
Linden and Conway Limited [5 percent preference]	200	900
Logan Community Financial Services Limited	45,900	33,124
Mallett p.l.c.	2,000	2,060
Mandurah Community Financial Services Limited	14,400	11,664
Manningham Community Enterprises Limited	12,500	12,500
Mariana Resources Limited	30,000	9,861
Marwyn Value Investors Limited	9,785	17,613
McMullen and Sons Limited [non-voting]	5,000	41,200
Meander Valley Financial Services Limited	6,000	4,800
Molonglo Financial Services Limited	5,500	6,270
Mooroolbark and District Finance Services Limited	14,100	8,460
North Ryde Community Financial Services Limited	2,000	1,920
N. Y. S. E. Group Incorporated	100	10,510
Pauls Victoria Limited	325	650
Paynesville and District Financial Services Limited	7,500	6,825
Penrose Club Holdings Limited	1,600	99,931
Pine Rivers Community Finance Limited	6,000	5,040
P. Z. Cussons p.l.c. [A ordinary]	500	2,595
Public Holdings Australia Limited	299,576	14,979
Queensland Professional Credit Union Limited	1	10
Redcliffe Peninsular Financial Services Limited	6,500	3,250
Redlands Community Financial Services Limited	3,000	2,700
Rights and Issues Investment Trust p.l.c.	5,000	11,100
Rockingham Community Financial Services Limited	15,000	10,650
Rye and District Community Financial Services Limited	2,000	2,000
Sandringham Community Financial Services Limited	26,000	26,000
San Remo District Financial Services Limited	7,700	5,390
Sarina and District Financial Services Limited	8,500	6,035
Sealink Travel Group Limited	20,000	12,800
Shepherd Neame Limited	2,212	33,180
Sietel Limited [preference]	26,800	28,140
South Burdekin Community Financial Services Limited	8,900	7,743

Sunshine Coast Community Financial Services Limited	27,725	22,180
Tate and Lyle p.l.c. [preference]	3,000	2,700
Teriga Limited	10,000	1,200
Textron Incorporated	30	1,318
The Investment Company p.l.c.	7,600	27,664
The Romney Hythe and Dymchurch Railway p.l.c.	200	1,536
The Van Diemens Land Company	30	40
Tongala and District Financial Services Limited	6,500	5,200
Upper Yarra Community Enterprises Limited	3,000	4,140
Vealls Limited [preference]	2,150	6,450
Wadworth and Company Limited [A ordinary]	3,400	155,136
Webster Limited [preference]	34,270	47,978
Wesco Financial Corporation	5	2,511
Whitefield Limited [preference]	6,248	8,404
Witan Investment Trust p.l.c. [preference]	20,000	15,200
Young and Company's Brewery p.l.c.	2,000	19,100
Yule Catto and Company p.l.c.	321	1,063

\$1,280,479

SHAREHOLDER INFORMATION
AS AT 30 AUGUST 2011

As at 30 August 2011 the Company had 231 shareholders. The 20 largest shareholders and their shareholdings were as follows:

Shareholder	Holding	Percentage
National Exchange Pty. Limited	1,364,494	39
Gordon Bradley Elkington	475,865	14
Cameron Investments Holdings Limited	249,092	7
Milly Elkington	126,618	4
Peters Trading Company Australia Pty. Limited	105,847	3
Equity Trustees Limited	105,694	3
Peter Windeyer Donovan	49,299	1
Peter Andrew Martin	41,000	1
Darin Investments Pty. Limited	36,644	1
Wilcorp No. 41 Pty. Limited	31,463	—
M. H. C. L. Nominees Pty. Limited	31,317	—
Lynette Gay McLennan	30,716	—
Kyleast Pty. Limited	28,113	—
Corey Hendrick Vincent	27,524	—
Alaria Pty. Limited	25,000	—
Mulla Nominees Pty. Limited	25,000	—
Allistair Hazard	24,200	—
Peter Anthony Cameron	23,533	—
Biviano Holdings Australia Pty. Limited	23,263	—
Eily Dawn Campbell	22,968	—
	<hr/>	<hr/>
	2,662,102	78

The distribution of shareholdings was as follows:

Range	Number of holders	Percentage of holders	Number of shares	Percentage of shares
1-1,000	101	45	39382	1
1,001-5,000	70	27	168,803	5
5,001-10,000	20	11	244,648	7
10,001-50,000	34	14	725,068	20
50,001-100,000	0	0	0	0
100,001-500,000	5	2	1665,116	27
500,001-1,000,000	0	0	0	0
1,000,001-2,000,000	1	0	1,364,494	39
	231	100	3,465,589	100

The number of shareholders holding less than a marketable parcel was 67.

The substantial shareholders and their shareholdings were as follows:

Shareholder	Holding
National Exchange Pty. Limited	1,364,494
Gordon Bradley Elkington	475,865
Cameron Investment Holdings Limited	249,092

FIVE YEAR SUMMARY

	2007	2008	2009	2010	2011
	\$	\$	\$	\$	\$
Earnings before tax	1,395,582	73,505	(927,388)	491,679	412,417
Tax	392,031	264	(299,591)	112,298	96,364
Earnings after tax	1,003,551	73,241	(627,797)	379,381	316,053
Dividends paid	236,167	316,342	67,097	136,4180	139,742
Current assets	2,832,114	2,934,012	2,242,007	2,471,178	2,766,543
Current liabilities	348,776	359,677	336,804	69,131	10,930
Non-current assets	2,249,371	1,702,696	1,628,129	1,382,032	1,314,628
Non-current liabilities	311,748	115,711	0	0	0
Shareholders equity	4,420,991	4,161,320	3,533,332	3,784,079	4,070,241
Subscribed capital	3,096,732	3,354,854	3,410,496	3,465,589	3,521,511

CORPORATE DIRECTORY

Directors	John Weston Seaforth Mackenzie Gordon Bradley Elkington John David Honan Steven Pritchard Alfred Edward Fulton Rofe
Secretary	Gordon Bradley Elkington
Registered office	Level 6 10 Spring Street Sydney New South Wales 2000
Auditor	Graham Baker Chartered Accountant 2 Kennedy Place St. Ives New South Wales 2075
Accountant	Storey Blackwood Services Pty. Limited 222 Clarence Street Sydney New South Wales 2000
Solicitor	Stephen Blanks and Associates 119 Evans Street Rozelle New South Wales 2039
Share Registrar	Newcastle Capital Markets Registries Pty. Limited 10 Murray Street Hamilton New South Wales 2303
Bankers	Macquarie Bank Limited 1 Shelley Street Sydney New South Wales 2000

Bendigo Bank Limited
Fountain Court
Bendigo
Victoria 3552

Manchester Building Society
125 Portland Street
Manchester M1 4QD
United Kingdom