

FORM: Half yearly/preliminary final report

Name of issuer

Wiinpar Holdings Limited

ACN or ARBN

003 035 523

Half yearly
(tick)

X

Preliminary
final (tick)

Half year/financial year ended
('Current period')

31 December 2011

For announcement to the market

Extracts from this statement for announcement to the market (see note 1):

| | | | | | \$A,000 |
|--|---------|----------------|-------------------------------|--|---------|
| Revenue (item 1.1) | down | 24.07% | to | | 429 |
| Profit (loss) for the period (item 1.9) | down | 127.19% | to | | (62) |
| Profit (loss) for the period attributable to members of the parent (item 1.11) | up/down | % | to | | |
| Dividends | | Current period | Previous corresponding period | | |
| Franking rate applicable: | | 100% | 100% | | |
| Final dividend (preliminary final report only) (item 10.13-10.14) | | | | | |
| Amount per security | | 2 cents | 2 cents | | |
| Franked amount per security | | | | | |
| Interim dividend (Half yearly report only) (item 10.11 – 10.12) | | | | | |
| Amount per security | | 2 cents | 2 cents | | |
| Franked amount per security | | 2 cents | 2 cents | | |
| Short details of any bonus or cash issue or other item(s) of importance not previously released to the market: | | | | | |

Annual meeting

(Preliminary final statement only)

The annual meeting will be held as follows:

Place

Date

Time

Approximate date the annual report will be available

| |
|--|
| |
| |
| |
| |

Compliance statement

1. This statement has been prepared under accounting policies which comply with accounting standards as defined in the *Corporations Act* or other standards acceptable to the Exchange (see note 13).

Identify other standards used

| |
|--|
| |
|--|

2. This statement, and the financial statements under the *Corporations Act* (if separate), use the same accounting policies.
3. This statement does/does not* (*delete one*) give a true and fair view of the matters disclosed (see note 2).
4. This statement is based on financial statements to which one of the following applies:

- The financial statements have been audited. The financial statements have been subject to review by a registered auditor (or overseas equivalent).
- The financial statements are in the process of being audited or subject to review. The financial statements have *not* yet been audited or reviewed.

5. If the accounts have been or are being audited or subject to review and the audit report is not attached, details of any qualifications are attached/will follow immediately they are available* (*delete one*). (*Half yearly statement only - the audit report must be attached to this statement if the statement is to satisfy the requirements of the Corporations Act.*)

6. The issuer has/does not have* (*delete one*) a formally constituted audit committee.

Sign here: Gordon Elkington Date: 12.03.12
(Director/Company secretary)

Print name: Gordon Elkington

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
DIRECTORS' REPORT

The Directors of Winpar Holdings Limited present their report together with the company's accounts for the half-year ended 31 December 2011.

DIRECTORS

The following persons have held office as directors during and since the end of the half-year ended 31 December 2011:

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

Each of these persons was a director of the company for the whole of the period.

REVIEW AND RESULTS OF OPERATIONS

The company has continued with its principal activities of share trading, investment and underwriting. There has been no significant change in the nature of these activities during the half year.

The net loss of the company for the half-year ended 31 December 2011 after provision for income tax was \$61,719 (half-year ended 31 December 2010: net profit of \$228,244).

DIVIDEND

On 30 November 2011 the company paid a dividend of two cents per share to shareholders registered as at 11 November 2011. The total amount of the dividend was \$70,485.

AUDITOR'S DECLARATION

The auditor's independence declaration under section 307C of the Corporations Act for the half-year ended 31 December 2011 is set out on page 2.

Signed on 12 March 2012 in accordance with a resolution of the Board of Directors.



Director

**AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF WINPAR HOLDINGS LIMITED**

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Winpar Holdings Limited.

As lead audit partner for the review of the financial statements of Winpar Holdings Limited for the half-year ended 31 December 2011, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.



FORSYTHES ASSURANCE & RISK



Martin Matthews
Partner
Newcastle, 12 March 2012

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
CONDENSED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

| | 31 December 2011 \$ | 31 December 2010 \$ |
|---|---------------------------|---------------------------|
| Sales of shares (trading) | 154,499 | 272,776 |
| Cost of sales | <u>(489,788)</u> | <u>(190,777)</u> |
| | (335,289) | 81,999 |
| Revaluation of trading stock to market values | <u>168,353</u> | <u>239,293</u> |
| Gross profit | (166,936) | 321,292 |
| Interest income | 292 | 376 |
| Other revenue from ordinary activities | 106,191 | 52,357 |
| Finance costs | (1,774) | (712) |
| Administration expenses | (41,498) | (28,860) |
| Occupancy expenses | (3,000) | - |
| Other expenses from ordinary activities | <u>(26,530)</u> | <u>(39,517)</u> |
| (Loss)/profit before income tax | (133,255) | 304,936 |
| Income tax benefit /(expense) | <u>71,536</u> | <u>(76,692)</u> |
| Profit/(loss) for the period | <u>(61,719)</u> | <u>228,244</u> |
| Other comprehensive income | | |
| (Loss)/profit on revaluation of financial assets | (133,257) | 10,090 |
| Income tax benefit/(expense) relating to components of other comprehensive income | <u>39,977</u> | <u>(3,027)</u> |
| Other comprehensive income/(loss) for the period, net of tax | <u>(93,280)</u> | <u>7,063</u> |
| Total comprehensive income/(loss) for the period | <u>(154,999)</u> | <u>235,307</u> |
| Basic earnings per share (cents) | (0.01) | 0.06 |

The accompanying notes form part of these condensed financial statements.

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
CONDENSED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2011

| | 31 December 2011 \$ | 30 June 2011 \$ |
|----------------------------------|---------------------------|-----------------------|
| CURRENT ASSETS | | |
| Cash & cash equivalents | 12,891 | 39,230 |
| Trade & other receivables | 51,723 | 64,720 |
| Inventories | 2,531,799 | 2,662,593 |
| Current tax receivables | 101,441 | 28,451 |
| Other current assets | 4,046 | - |
| TOTAL CURRENT ASSETS | <u>2,701,900</u> | <u>2,794,994</u> |
| NON-CURRENT ASSETS | | |
| Financial assets | 1,111,193 | 1,280,479 |
| Deferred tax assets | 144,856 | 34,149 |
| TOTAL NON-CURRENT ASSETS | <u>1,256,049</u> | <u>1,314,628</u> |
| TOTAL ASSETS | <u>3,957,949</u> | <u>4,109,622</u> |
| CURRENT LIABILITIES | | |
| Trade & other payables | 58,834 | 31,188 |
| Short term borrowings | 54,358 | 8,193 |
| TOTAL CURRENT LIABILITIES | <u>113,192</u> | <u>39,381</u> |
| TOTAL LIABILITIES | <u>113,192</u> | <u>39,381</u> |
| NET ASSETS | <u>3,844,757</u> | <u>4,070,241</u> |
| EQUITY | | |
| Issued capital | 3,521,511 | 3,521,511 |
| Revaluation reserve | (371,462) | (278,182) |
| Retained earnings | 694,708 | 826,912 |
| TOTAL EQUITY | <u>3,844,757</u> | <u>4,070,241</u> |

The accompanying notes form part of these condensed financial statements.

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
CONDENSED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

| | Share Capital Ordinary | Revaluation Reserve | Retained Earnings | Total |
|--|------------------------------|------------------------|----------------------|------------------|
| | \$ | \$ | \$ | \$ |
| Balance at 1 July 2010 | 3,465,589 | (320,448) | 633,942 | 3,779,083 |
| Shares issued during the period | 55,922 | - | - | 55,922 |
| Total comprehensive income/(loss) for the period | - | 7,063 | 228,243 | 235,306 |
| Sub-total | 3,521,511 | (313,385) | 862,185 | 4,070,311 |
| Dividends paid or provided for | - | - | (69,312) | (69,312) |
| Balance at 31 December 2010 | 3,521,511 | (313,385) | 792,873 | 4,000,999 |
| Balance at 1 July 2011 | 3,521,511 | (278,182) | 826,912 | 4,070,241 |
| Shares issued during the period | - | - | - | - |
| Total comprehensive income/(loss) for the period | - | (93,280) | (61,719) | (154,999) |
| Sub-total | 3,521,511 | (371,462) | 765,193 | 3,915,242 |
| Dividends paid or provided for | - | - | (70,485) | (70,485) |
| Balance at 31 December 2011 | 3,521,511 | (371,462) | 694,708 | 3,844,757 |

The accompanying notes form part of these condensed financial statements.

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
CONDENSED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

| | 31 December 2011 \$ | 31 December 2010 \$ |
|---|------------------------------------|------------------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Proceeds from sale of trading securities | 154,499 | 272,776 |
| Dividends received | 117,959 | 52,071 |
| Interest income | 292 | 376 |
| Other investment income | 2,122 | 22,759 |
| Payments for trading securities & to suppliers | (213,044) | (387,193) |
| Borrowing costs | - | - |
| Income tax paid | (72,183) | (2) |
| Net cash used in operating activities | <u>(10,355)</u> | <u>(39,213)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Proceeds from sale of investments | 8,336 | 57,225 |
| Payments for purchase of investments | - | 250 |
| Net cash used in operating activities | <u>8,336</u> | <u>57,475</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Dividends paid | (70,485) | (13,390) |
| Repayment of borrowings | - | - |
| Proceeds from borrowings | 46,165 | 713 |
| Net cash used in financing activities | <u>(24,320)</u> | <u>(12,677)</u> |
| NET INCREASE/(DECREASE) IN CASH HELD | (26,339) | 5,585 |
| CASH HELD AT THE BEGINNING OF THE PERIOD | <u>39,230</u> | <u>39,075</u> |
| CASH HELD AT THE END OF THE PERIOD | <u><u>12,891</u></u> | <u><u>44,660</u></u> |

The accompanying notes form part of these condensed financial statements.

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

1 BASIS OF PREPARATION

Statement of Compliance

These general purpose financial statements for the interim half-year reporting period ended 31 December 2011 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001.

The interim financial report is intended to provide users with an update on the latest annual financial statements of Winpar Holdings Limited. As such, it does not contain information that represents relatively insignificant changes occurring during the half-year. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the company for the year ended 30 June 2011, together with any public announcements made during the half-year.

Reporting Basis and Conventions.

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements.

The half-year 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. Cost is based on the fair value of the consideration given in exchange for assets. All amounts are presented in Australian dollars unless otherwise noted.

The company has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to their operations and effective for the current reporting period.

New and revised Standards and amendments thereof and Interpretations effective for the current reporting period that are relevant to the company include:

- Amendments to AASB 1, 7, 101 and 134 as a consequence of AASB 2010-4

Further Amendments to Australian Accounting Standards arising from the Annual Improvements Project:

- Amendments to Australian Accounting Standards as a consequence of AASB 2010-5

The adoption of these amendments has not resulted in any changes to the company's accounting policies and has not affected the amounts reported for the current or prior periods.

| | Cents per share | Half-year ended 31 December 2011 \$ | Cents per share | Half-year ended 31 December 2010 \$ |
|----------------------------|--------------------|--|--------------------|--|
| 2 DIVIDENDS | | | | |
| Fully paid ordinary shares | | | | |
| Distributions paid | 2 | 70,485 | 2 | 69,312 |

3 CONTINGENT LIABILITIES

There has been no change in contingent liabilities since the last annual reporting date.

4 SEGMENT REPORTING

The company operates in one business segment, being that of a listed investment company. The company operates in Australia only and therefore has only one geographical segment.

5 KEY MANAGEMENT AND PERSONNEL

Remuneration arrangement of key management personnel are disclosed in the annual financial report.

6 SUBSEQUENT EVENTS

Since 31 December 2011 to date of this report there has been no event specific to the company of which the Directors are aware which has had a material effect on the company or its financial position.

WINPAR HOLDINGS LIMITED
ABN 81 003 035 523
DIRECTORS' DECLARATION

In the directors' opinion:

- the attached financial statements and notes thereto comply with the Corporations Act 2001, Australian Accounting Standard 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements.
- the attached financial statements and notes thereto give a true and fair view of the entity's financial position as at 31 December 2011 and of its performance for the financial half-year ended on that date;
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5) of the Corporations Act 2001.

On behalf of the directors

A handwritten signature in black ink, appearing to be 'S. W.', with a vertical line to the right of the signature.

Director

Dated: 12 March 2012

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

Report on the half year financial report

We have reviewed the accompanying half-year financial report of Winpar Holdings Limited, which comprises the condensed statement of financial position as at 31 December 2011, and the condensed income statement, condensed statement of comprehensive income, condensed statement of changes in equity and condensed statement of cash flows for the period ended on that date, a statement of accounting policies, other explanatory notes and the directors' declaration of the company.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation and fair presentation of the half-year 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.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Australian Auditing Standard on Review Engagements ASRE 2410 *Review of Interim Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of Hamilton Securities Limited's financial position at 31 December 2011 and its performance for the period ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. As the auditor of Hamilton Securities Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Winpar Holdings Limited is not in accordance with the *Corporations Act 2001* including:

(i) giving a true and fair view of the Winpar Holdings Limited's financial position as at 31 December 2011 and of its performance for the period ended on that date; and

(ii) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Forsythes Assurance & Risk

FORSYTHES ASSURANCE & RISK

MJ Matthews

MJ Matthews
Partner
Chartered Accountants
Newcastle, 12 March 2012