

**SUGAR TERMINALS LIMITED** ABN 17 084 059 601  
**Annual report – 30 JUNE 2012**

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# **SUGAR TERMINALS LIMITED**

## **Corporate directory**

30 JUNE 2012

### **Directors**

Stuart C Gregory  
*Chairman*

Andrew S Cappello

Constantine A Christofides

Shayne W Rutherford

Donald A Watson

### **Secretary**

Richard B Farquhar

### **Principal registered office in Australia**

Level 3, IBM Building  
348 Edward St, Brisbane Qld 4000

### **Share register**

Sugar Terminals Limited Share Registry  
C/- Link Market Services Limited  
Level 15, ANZ Building, 324 Queen Street, Brisbane QLD 4000  
GPO Box 35, Brisbane QLD 4001

### **Auditor**

PricewaterhouseCoopers  
GPO Box 150  
Brisbane QLD 4001

### **Solicitors**

Clayton Utz  
GPO Box 55  
Brisbane QLD 4001

### **Bankers**

National Australia Bank  
Capital Office  
Ground Floor, 308-322 Queen Street  
Brisbane QLD 4000

### **Stock exchange listing**

Sugar Terminals Limited "G" class shares are listed on the National Stock Exchange of Australia.

### **Website**

[www.sugarterminals.com.au](http://www.sugarterminals.com.au)

# SUGAR TERMINALS LIMITED

## Directors' report

30 JUNE 2012

### Directors

The following persons were directors of Sugar Terminals Limited (STL) during the whole of the financial year and up to the date of this report:

Mr Andrew S Cappello

Mr Constantine A Christofides

Mr Stuart C Gregory

Mr Donald A Watson was appointed as a director on 28 October 2011

Mr Shayne W Rutherford was appointed as a director on 28 October 2011

Mr Mark R Day retired as a director on 28 October 2011

Mr Stephen Guazzo retired as a director on 28 October 2011

### Principal activities

During the year the principal continuing activities of the Company consisted of:

- (a) Ownership of bulk sugar terminal assets;
- (b) Protection of the bulk sugar terminals;
- (c) Managing development and financing of bulk sugar terminals;
- (d) Managing the sub-lease of the terminals to Queensland Sugar Ltd.

There have been no significant changes in the principal continuing activities during the year.

	Comparative financial information				
	2012	2011	2010	2009	2008
	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue from continuing operations	43,973	43,335	43,040	47,390	50,283
Profit attributable to members of STL	20,847	18,794	41,489	24,767	25,111
<b>Balance sheet</b>					
Current assets	19,434	28,297	11,697	18,137	12,906
Non-current assets	324,540	328,184	329,286	336,150	343,977
Current liabilities	(11,302)	(23,944)	(6,631)	(6,103)	(6,244)
Non-current liabilities	(6,099)	(6,291)	(6,380)	(6,261)	(6,123)
Net assets	326,573	326,246	327,972	341,923	344,516

### Dividends – Sugar Terminals Limited

Dividends provided for or paid to members during the financial year were as follows:

	2012	2011
	\$'000	\$'000
Final dividend for the year ended 30 June 2011 of 2.9 cents per share, (2010 – 2.8 cents per share), fully franked based on tax paid of 30%, paid on 30 September 2011.	10,440	10,080
Interim dividend for the year ended 30 June 2012 of 2.8 cents per share (2011 – 2.9 cents per share), fully franked based on tax paid of 30%, paid on 30 March 2012.	10,080	10,440
	<b>20,520</b>	<b>20,520</b>

Since the end of the financial year the directors have determined that a final ordinary dividend of \$10.08 million (2.8 cents per fully paid share), fully franked based on tax paid at 30%, will be paid on 28 September 2012 to shareholders whose names are recorded on the Register on 13 September 2012.

## **SUGAR TERMINALS LIMITED**

### **Directors' report (continued)**

30 JUNE 2012

#### **Review of operations**

There were no material changes to the Company's operations during the year. The Company depends on Queensland Sugar Limited (QSL) for most of its revenue. During the year ended 30 June 2012 97% (2011 – 97%) of the Company's revenue was sourced from QSL under the Company's sub-lease agreement with that company.

#### **Significant changes in the state of affairs**

There were no material changes in the state of affairs during the year.

#### **Matters subsequent to the end of the financial year**

No matter or circumstance has arisen since 30 June 2012 that has significantly affected, or may significantly affect:

- (a) the Company's operations in future financial years, or
- (b) the results of those operations in future financial years, or
- (c) the Company's state of affairs in future financial years.

#### **Likely developments and expected results of operations**

There were no likely developments in the operations of the Company that were not finalised at the date of this report.

#### **Environmental regulation**

Queensland Sugar Limited, manager of the Bulk Sugar Terminal Assets under a sub-lease arrangement with the Company, takes responsibility for the environmental impact of the Terminals and holds the environmental licences under the Environmental Protection Act 1994.

#### **Information on directors**

##### **Andrew S Cappello**

##### *Experience and Expertise*

Chairman: Mackay Sugar Ltd, Pioneer Valley Water Board and Pioneer Valley Water Co-operative.

Director: Australian Sugar Milling Council, Queensland Co-operative Federation, Sugar Australia Pty Ltd, New Zealand Sugar Company, Mackay Area Productivity Services Pty Ltd. Alternate Director of Sugar Australia and NZ Sugar.

Member of the Australian Institute of Company Directors. Former director of the Australian National Committee for Irrigation and Drainage.

##### *Other current directorships of listed entities*

None

##### *Former directorships of listed entities in last 3 years*

None

##### *Special Responsibilities*

Director (Non-Executive)

Member of Audit & Risk Committee

##### *Interest in shares and options*

37956 "G" class shares in Sugar Terminals Ltd

##### **Constantine A Christofides**

##### *Experience and Expertise*

Director and trustee of various private companies. Director of South Burdekin Community Financial Services Ltd

Management of family cane farm in Burdekin region.

##### *Other current directorships of listed entities*

None

##### *Former directorships of listed entities in last 3 years*

None

##### *Special Responsibilities*

Director (Non-Executive)

Member of Audit & Risk Committee

##### *Interest in shares and options*

1,000,000 "G" class shares in Sugar Terminals Limited

# **SUGAR TERMINALS LIMITED**

## **Directors' report (continued)**

30 JUNE 2012

### **Stuart C Gregory**

#### *Experience and Expertise*

Experienced company director with extensive experience in professional services, investment banking, manufacturing and agribusiness. Bachelor of Commerce (Hons). Certified Practicing Accountant. Member Australian Institute of Company Directors. Director of Australian Food & Fibre Ltd and Brisbane Housing Company Ltd.

#### *Other current directorships of listed entities*

LandMark White Ltd

#### *Former directorships of listed entities in last 3 years*

None

#### *Special Responsibilities*

Chairman of the board

#### *Interest in shares and options*

None

### **Shayne M Rutherford**

#### *Experience and Expertise*

Executive General Manager, Strategy and Business Development, Sucrogen Limited. Expertise in M&A and project development with experience in a broad range of industries including agribusiness, oil and gas, manufacturing, consulting and petrochemical. B.E. Mechanical (Hons 1) and MBA. Former director of BSES Ltd (2004-2007).

#### *Other current directorships of listed entities*

None

#### *Former directorships of listed entities in last 3 years*

None

#### *Special Responsibilities*

Director (Non-Executive)

#### *Interest in shares and options*

None

### **Donald A Watson**

#### *Experience and Expertise*

Manager and Director of 500 hectare cane farm. Member of Mossman Canegrowers Committee 1990, Chairman 2001, Queensland Canegrowers Organisation Director 2001. Served on Mossman Sugar Pricing Group. Director Town and Country Ltd which owns and operates a shopping centre (Woolworths anchor tenant) and other properties. Graduate Australian Rural Leadership Course (5) 1999.

#### *Other current directorships of listed entities*

None

#### *Former directorships of listed entities in last 3 years*

None

#### *Special Responsibilities*

Director (Non-Executive)

#### *Interest in shares and options*

248,196 "G" class shares in Sugar Terminals Limited

## SUGAR TERMINALS LIMITED

### Directors' report (continued)

30 JUNE 2012

#### Company secretary

The Company Secretary and General Manager is Mr Richard Farquhar B.Com CA. Mr Farquhar was appointed to this position in October 2003. Prior to joining Sugar Terminals Ltd he was the CFO and Company Secretary of the Australian subsidiary of a US listed public company for twenty years up to 1998 and in the interim period worked for insolvency practitioners managing businesses during insolvency administration.

#### Meeting of directors

The numbers of meetings of the Company's board of directors and of each board committee held during the year ended 30 June 2012, and the numbers of meetings attended by each director were:

	Directors' Meetings		Committee Meetings Audit & Risk Committee	
	Number eligible to attend	Number attended	Number eligible to attend	Number attended
Andrew S Cappello	7	7	2	2
Constantine A Christofides	7	7	2	2
Mark R Day	3	2	1	1
Stuart C Gregory	7	7	*	*
Stephen Guazzo	3	3	1	1
Shayne M Rutherford	4	4	*	*
Donald A Watson	4	4	*	*

\*SC Gregory, SM Rutherford and DA Watson are not members of the Audit and Risk Committee.

#### Remuneration report

The information provided in this remuneration report has been audited as required by section 308 (3C) of the *Corporations Act 2001*.

#### Principles used to determine the nature and amount of remuneration

The objective of the Company's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders, and conforms with market best practice for delivery of reward. The Board ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- transparency
- capital management.

The Company has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the organisation.

#### Non-executive directors

Fees and payments to non-executive directors reflect the demands which are made on, and the responsibilities of, the directors. Non-executive directors' fees and payments are reviewed periodically by the Board. Directors are elected for a period of 3 years subject to re-election. No notice is required for termination.

#### Directors' fees

The current base remuneration was last reviewed with effect from 1 July 2011.

Non-executive directors' fees are determined within an aggregate directors' fee pool limit, which is periodically recommended for approval by shareholders. The maximum aggregate amount currently stands at \$200,000.

The following fees (excluding statutory superannuation) have applied:

	From 1 July 2011 to 30 June 2012	From 1 July 2010 to 30 June 2011
Chairman	73,800	73,800
Other non-executive directors	27,700	26,800



## SUGAR TERMINALS LIMITED

### Directors' report (continued)

30 JUNE 2012

#### *Retirement Allowances for Directors*

Non-executive directors are not entitled to retirement allowances or termination payments.

#### *Executive pay*

The executive's employment contract does not have a minimum term and he is required to give 3 months notice of termination.

The executive pay and reward framework has two components:

- base pay and benefits
- short-term performance incentives
- other remuneration such as superannuation.

The combination of these comprises the executive's total remuneration.

#### *Base pay*

The executive is offered a competitive base pay that comprises the fixed component of pay and rewards. Base pay is reviewed annually to ensure the executive's pay is competitive with the market.

There are no guaranteed base pay increases fixed in the executive's contract.

#### *Benefits*

The executive receives a car parking benefit.

#### *Short-term incentives*

The executive has a target short-term incentive (STI) opportunity. Each year the board considers appropriate targets and key performance indicators (KPI's) to link the STI plan and the level of payouts if targets are met. Short-term bonus payments may be adjusted up or down in line with under or over achievements against the target performance levels, at the discretion of the board.

The following table illustrates movement in shareholder wealth over the past five years

	<b>2012</b>	2011	2010	2009	2008
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Profit attributable to members of STL	\$20,847	\$18,794	\$41,489	\$24,767	\$25,111
Dividends (relating to the year)					
Interim	\$10,080	\$10,440	\$10,440	\$13,320	\$14,400
Special			\$20,880		
Final	\$10,080	\$10,440	\$10,080	\$11,520	\$14,040
Earnings per share basic	5.79c	5.22c	11.52c	6.88c	6.98c
Share price at 30 June (\$)	\$0.63	\$0.70	\$0.67	\$0.60	\$0.84

#### *Details of remuneration*

##### *Amounts of remuneration*

Details of the remuneration of each director of Sugar Terminals Limited and the only executive, are set out in the following tables.

**SUGAR TERMINALS LIMITED**  
**Directors' report (continued)**  
30 JUNE 2012

**Key management personnel of Sugar Terminals Limited**

2012	Short-term employee benefits			Post-employment benefits	Total
Name	Cash salary and fees \$	Cash bonus \$	Non-monetary benefits \$	Superannuation \$	\$
<i>Non-executive directors</i>					
AS Cappello	15,096			15,097	30,193
C Christofides	5,193			25,000	30,193
MR Day	9,107			-	9,107
SC Gregory (Chairman)	73,800			6,642	80,442
S Guazzo	-			9,845	9,845
SM Rutherford	18,593			-	18,593
DA Watson	18,667			1,680	20,347
<b>Sub total non-executive directors</b>	<b>140,456</b>			<b>58,264</b>	<b>198,720</b>
<i>Key management personnel</i>					
RB Farquhar	160,008	56,000	6,400	49,992	272,400
<b>Total</b>	<b>300,464</b>	<b>56,000</b>	<b>6,400</b>	<b>108,256</b>	<b>471,120</b>

2011	Short-term employee benefits			Post-employment benefits	Total
Name	Cash salary and fees \$	Cash bonus \$	Non-monetary benefits \$	Superannuation \$	\$
<i>Non-executive directors</i>					
MD Brown (Chairman to 29 Oct 2010)	-			26,450	20,450
AS Cappello	9,803			9,803	19,606
SC Gregory (Chairman from 29 Oct 2010)	54,115			4,969	59,084
C Christofides	4,212			25,000	29,212
MR Day	26,800			-	26,800
S Guazzo	6,700			22,512	29,212
JF Hesp	8,812			793	9,605
<b>Sub total non-executive directors</b>	<b>110,442</b>			<b>89,527</b>	<b>199,969</b>
<i>Key management personnel</i>					
RB Farquhar	137,500	52,500	6,900	49,998	246,898
<b>Total</b>	<b>247,942</b>	<b>52,500</b>	<b>6,900</b>	<b>139,525</b>	<b>446,867</b>

**Service agreements**

The Company does not have any service agreements with key management personnel.

**Share-based compensation**

The Company does not have any share-based compensation plan. Directors and executives do not have any rights to subscribe for equity or debt securities of the Company.

**Additional Information**

*Loans to directors and executives*

There are no loans to directors or executives.

**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 important.

Details of the amounts paid or payable to the auditor (PricewaterhouseCoopers) for non-audit services provided during the year are set out below.



## SUGAR TERMINALS LIMITED

### Directors' report (continued)

30 JUNE 2012

The board of directors has considered the position and, in accordance with the advice received from the audit committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- all non-audit services have been reviewed by the audit committee to ensure they do not impact the impartiality and objectivity of the auditor
- none of the services undermine the general principles relating to auditor independence as set out in APES110 *Code of Ethics for Professional Accountants*.

2012	2011
\$	\$

During the year the following fees were paid or payable for services provided by the auditor of the Company, its related practices and non-related audit firms:

#### Non-audit services

PricewaterhouseCoopers Australian firm:

Advice regarding income tax implications of the Sublease to QSL

**Total remuneration for taxation services**

-	4,450
-	4,450

#### Other services

Non-PricewaterhouseCoopers firm (MHM Accountants)

**Total remuneration for other services**

18,000	18,500
18,000	18,500

#### Auditor's independence declaration

A copy of the auditor's independence declaration as required under Section 307C of the *Corporation Act 2001* is set out on page 11.

#### Corporate Governance

The Board of Directors is responsible for the overall direction of Sugar Terminals Limited business and affairs on behalf of the Company. In running STL for the benefit of all shareholders, the Board and management act within the framework of requirements, expectations and interests of customers and communities.

Major policy decisions are a matter for the Board as a whole. The Audit and Risk Committee is the Board's only standing committee. It was comprised of Directors Mr S Guazzo (Chairman) and Mr M R Day up to 28 October 2011, and since that date it comprises Directors AS Cappello (Chairman) and CA Christofides. The functions of the committee are to keep the following matters under review and report to the STL Board as appropriate:

- quality of external audits
- independence of external auditor
- scope of external audit
- scope of non-audit services performed by external auditor
- accounting procedures and reporting
- adequacy of accounting controls
- financial investment planning and reporting
- compliance with legislation
- maintenance of records and minutes
- identification of risk
- insurance of STL assets
- maintenance of STL assets

#### Top 10 shareholders

The company has 'G' class shares, the acquisition of which is restricted to Active Growers and 'M' class shares which are restricted to Active Millers.

Lists of the top 10 'G' class shareholders and all of the 'M' class shareholders as at the date of this report are set out below:

## SUGAR TERMINALS LIMITED

### Directors' report (continued)

30 JUNE 2012

#### 'G' class shareholders

<u>Shareholder</u>	<u>Number of Shares</u>
Anthoan Pty Ltd	11,515,155
MSF Investments Pty Ltd	11,494,226
QSL Investments (No 1) Pty Ltd	11,467,410
QSL Investments (No 2) Pty Ltd	11,467,410
MSF Sugar Limited	11,446,455
Queensland Sugar Limited	8,632,896
Sucrogen Investments Pty Ltd	1,111,343
Jaswel Pty Ltd <The Jaswel Family A/C>	1,050,752
Mr Constantine Christofides & Mr Constantine Christofides <The Christofides Bros A/C>	1,000,000
Tully Sugar Limited	652,538

#### 'M' class shareholders

<u>Shareholder</u>	<u>Number of Shares</u>
Sucrogen Investments Pty Ltd	65,810,955
Mackay Sugar Limited	26,064,452
Bundaberg Sugar Ltd	15,328,437
The Mulgrave Central Mill Company Limited	9,505,841
Tully Sugar Limited	6,016,179
Isis Central Sugar Mill Co Ltd	4,085,698
MSF Sugar Limited	3,840,235

#### Insurance of officers

Premiums have been paid in respect of policies of insurance for current and former Directors and officers. Disclosure of the nature of the liabilities insured by these contracts and the premiums paid under these contracts of insurance is prohibited by the terms of the contracts.

#### Proceedings on behalf of company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave 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 part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001*.

#### Rounding of amounts

The Company is of a kind referred to in Class Order 98/0100, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the directors' report. Amounts in the directors' report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, to the nearest dollar.

#### Auditor

PricewaterhouseCoopers continues in office in accordance with Section 327 of the *Corporations Act 2001*.

This report is made in accordance with a resolution of the directors.



SC Gregory

Brisbane

11 September 2012



### **Auditor's Independence Declaration**

As lead auditor for the audit of Sugar Terminals Limited for the year ended 30 June 2012, I declare that to the best of my knowledge and belief, the only contravention of:

- a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit is set out below.

I was appointed lead auditor on 10 September 2012. Due to auditor rotation requirements, the previous auditor, while being ineligible to do so, played a significant role in the audit of Sugar Terminals Limited for the year ended 30 June 2012 and half year ended 31 December 2011. Once these circumstances were identified the previous auditor ceased his involvement in the audit and I was appointed lead auditor. I do not believe this matter has impacted the objectivity or impartiality of myself or PricewaterhouseCoopers in relation to the audit.

A handwritten signature in blue ink, appearing to read 'Cameron Henry', written over the printed name and title.

Cameron Henry  
Partner  
PricewaterhouseCoopers

11 September 2012

# SUGAR TERMINALS LIMITED ABN 17 084 059 601

## Annual financial report – 30 JUNE 2012

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The financial report is presented in Australian currency.

Sugar Terminals Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Sugar Terminals Limited  
Level 3, IBM Building  
348 Edward St  
BRISBANE QLD 4000

A description of the Company's operations and its principal activities is included in the review of operations and activities on page 4 in the directors' report which is not part of this financial report.

The financial report was authorised for issue by the directors on 7 September 2012.

**SUGAR TERMINALS LIMITED**  
**Statement of comprehensive income**  
For the year ended 30 JUNE 2012

	Notes	2012 \$'000	2011 \$'000
<b>Revenue from continuing operations</b>	5	43,973	43,335
Depreciation expense	6	(10,832)	(10,705)
Professional fees expense		(358)	(237)
Insurance expense		(1,527)	(1,810)
Net loss on disposal of investment properties	6	(508)	(2,776)
Other expenses		(635)	(626)
<b>Profit before income tax</b>		<b>30,113</b>	<b>27,181</b>
Income tax expense	7	(9,266)	(8,387)
<b>Profit for the period attributable to members of Sugar Terminals Limited</b>	15	<b>20,847</b>	<b>18,794</b>
Other comprehensive income		-	-
<b>Total comprehensive income attributable to members of Sugar Terminals Limited</b>		<b>20,847</b>	<b>18,794</b>
		<b>2012 Cents</b>	<b>2011 Cents</b>
<b>Earnings per share for profit from continuing and discontinued operations attributable to the ordinary equity holders of the Company</b>			
Basic and diluted earnings per share	25	5.79	5.22

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

**SUGAR TERMINALS LIMITED****Balance sheet**

As at 30 JUNE 2012

	Notes	2012 \$'000	2011 \$'000
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents	8	19,370	27,804
Trade and other receivables	9	64	493
Total current assets		<u>19,434</u>	<u>28,297</u>
<b>Non-current assets</b>			
Investment properties	10	324,540	328,184
Total non-current assets		<u>324,540</u>	<u>328,184</u>
<b>Total assets</b>		<u>343,974</u>	<u>356,481</u>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Trade and other payables	11	8,492	22,405
Current tax liabilities	12	2,810	1,539
Total current liabilities		<u>11,302</u>	<u>23,944</u>
<b>Non-current liabilities</b>			
Deferred tax liabilities	13	6,099	6,291
Total non-current liabilities		<u>6,099</u>	<u>6,291</u>
<b>Total liabilities</b>		<u>17,401</u>	<u>30,235</u>
<b>Net assets</b>		<u>326,573</u>	<u>326,246</u>
<b>EQUITY</b>			
Contributed equity	14	317,628	317,628
Retained earnings	15	8,945	8,618
<b>Total equity</b>		<u>326,573</u>	<u>326,246</u>

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



**SUGAR TERMINALS LIMITED**  
**Statement of changes in equity**  
For the year ended 30 JUNE 2012

	Notes	Contributed Equity \$'000	Retained Earnings \$'000	Total \$'000
Balance at 1 July 2010		317,628	10,344	327,972
Profit for the period			18,794	18,794
Other comprehensive income			-	-
Total comprehensive income for the year			18,794	18,794
Transactions with owners in their capacity as owners				
Dividends provided for or paid	16	-	(20,520)	(20,520)
Balance at 30 June 2011		317,628	8,618	326,246
Profit for the period			20,847	20,847
Other comprehensive income			-	-
Total comprehensive income for the year			20,847	20,847
Transactions with owners in their capacity as owners				
Dividends provided for or paid	16		(20,520)	(20,520)
Balance at 30 June 2012		317,628	8,945	326,573

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

**SUGAR TERMINALS LIMITED****Statement of cash flows**

For the year ended 30 JUNE 2012

	Notes	2012 \$'000	2011 \$'000
<b>Cash flows from operating activities</b>			
Receipts from customers (inclusive of goods and services tax)		47,419	46,904
Payments to suppliers and employees (inclusive of goods and services tax)		(6,132)	(5,892)
		<u>41,287</u>	<u>41,012</u>
Insurance claim received (paid)		(10,000)	10,000
Interest received		867	702
Rent received in advance		58	3,850
Income taxes paid		(8,187)	(10,150)
<b>Net cash inflow from operating activities</b>	24	<u>24,025</u>	<u>45,414</u>
<b>Cash flows from investing activities</b>			
Payments for investment properties		(11,939)	(8,779)
Proceeds from sale of investment property		-	-
<b>Net cash inflow (outflow) from investing activities</b>		<u>(11,939)</u>	<u>(8,779)</u>
<b>Cash flows from financing activities</b>			
Dividends paid to Company's shareholders		(20,520)	(20,520)
<b>Net cash (outflow) from financing activities</b>		<u>(20,520)</u>	<u>(20,520)</u>
<b>Net increase (decrease) in cash and cash equivalents</b>		(8,434)	16,115
Cash and cash equivalents at the beginning of the financial year		<u>27,804</u>	<u>11,689</u>
<b>Cash and cash equivalents at the end of the year</b>	8	<u>19,370</u>	<u>27,804</u>

*The above cash flow statement should be read in conjunction with the accompanying notes.*

**SUGAR TERMINALS LIMITED****Notes to the financial statements**

30 JUNE 2012

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## **Note 1 Summary of Significant Accounting Policies**

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### **(a) Basis of preparation**

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Standards Board, Urgent Issues Group interpretations and the *Corporations Act 2001*. Sugar Terminals Ltd is a for-profit entity for the purpose of preparing the financial statements.

#### *Compliance with IFRS*

The financial report of Sugar Terminals Ltd also complies with International Financial Reporting Standards (IFRS) as used by the International Accounting Standards Board (IASB)

#### *Historical cost convention*

These financial statements have been prepared under the historical cost convention.

#### *Critical accounting estimates*

The preparation of financial statements in conformity with AIFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

### **(b) Segment reporting**

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment and is subject to risks and returns that are different from those of segments operating in other economic environments.

### **(c) Revenue recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of duties and taxes paid. Revenue is recognised for the major business activities as follows:

#### **(i) Rental revenue:**

Rental revenue from operating leases is recognised in income on a straight-line basis over the lease term.

#### **(ii) Interest revenue:**

Interest revenue is recognised on a time proportion basis.

### **(d) Income tax**

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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.

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax balances attributable to amounts recognised directly in equity are also recognised directly in equity.

**(e) Leases**

Leases in which a significant portion of the risks and rewards are retained by the lessor are classified as operating leases. Lease income from operating leases is recognised in income on a straight-line basis over the lease term (Note 10).

**(f) Foreign currency translation**

*Functional and presentation currency*

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Australian dollars, which is the Company's functional and presentation currency.

**(g) Cash and cash equivalents**

For cash flow statement presentation purposes, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

**(h) Trade receivables**

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate, less provision for doubtful debts. Trade receivables are due for settlement no more than 30 days from the date of recognition.

Collectibility of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial. The amount of the provision is recognised in the income statement in other expenses.

**(i) Non-current assets (or disposal groups) held for sale and discontinued operations**

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets, and investment property that are carried at fair value and contractual rights under insurance contracts, which are specifically exempt from this requirement.

**(j) Investment property**

Investment property is shown at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Leasehold land is not depreciated. Depreciation on other assets is calculated using the straight line method to allocate their cost, net of their residual values, over their estimated useful lives, as follows:



**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

- Buildings	50 – 80 years
- Plant and equipment	7 – 50 years

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of comprehensive income.

**(k) Impairment of assets**

Assets that are subject to depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units).

**(l) Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

**(m) Borrowings**

Borrowings are initially recognised at fair value. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the income statement over the period of the borrowings using the effective interest rate method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in other income or other expenses.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

**(n) Borrowing costs**

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed.

**(o) Employee benefits**

*Wages and salaries, annual leave and sick leave*

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non-accumulating sick leave are recognised when the leave is taken and measured at the rates paid or payable.

*Retirement benefit obligations*

Contributions are made by the Company to an employee's superannuation fund and are charged as expenses when incurred.

**(p) Contributed equity**

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**(q) Dividends**

Provision is made for the amount of any dividend declared being appropriately authorised and no longer at the discretion of the Company, on or before the end of the year but not distributed at balance date.



## **SUGAR TERMINALS LIMITED**

### **Notes to the financial statements (continued)**

30 JUNE 2012

#### **(r) Earnings per share**

##### **(i) *Basic earnings per share***

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the year, adjusted for bonus elements in ordinary shares issued during the year.

##### **(ii) *Diluted earnings per share***

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

#### **(s) Rounding of amounts**

The Company is of a kind referred to in Class Order 98/0100, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the financial report. Amounts in the financial report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

#### **(t) Goods and Services Tax (GST)**

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the taxation authority. In this case it is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the taxation authority is included with other receivables or payables in the balance sheet. Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the taxation authority, are presented as operating cash flow.

#### **(u) New accounting standards and interpretations**

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2012 reporting periods.

Upon review, the Company has concluded that all new accounting standards that have been issued or amended are not applicable or will have no impact on the Company's financial statements.

## **Note 2 Financial risk management**

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Company.

### **(a) Credit risk**

The Company had no significant concentrations of credit risk.

### **(b) Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities, both of which the Company considers at all times.

#### *(i) Financing arrangements*

The company had access to the following undrawn borrowing facility at the reporting date

	2012 \$'000	2011 \$'000
<b>Floating rate</b>		
Expiring within one year (bank overdraft)	3,000	3,000

The bank overdraft facility may be drawn at any time and may be terminated by the bank without notice.

### **(c) Market risk**

#### *(i) Foreign exchange risk*

The Company is not exposed to foreign exchange risk arising from currency exposure.

#### *(ii) Price risk*

The Company is not exposed to equity securities price risk.

#### *(iii) Cash flow and fair value interest rate risk*

The Company's income and operating cash flows are substantially independent of changes in market interest rates.

## **Note 3 Critical accounting estimates and judgements**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

### **(a) Critical accounting estimates and assumptions**

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates other than these shown below will, by definition, seldom equal the related actual results. At the date of signing this report, there are no estimates or assumptions that have significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

#### *(i) Impairment*

The Company considers annually whether there has been any indicators of impairment and then tests whether non current assets have suffered any impairment, in accordance with the accounting policy stated in note 1(k). The recoverable amounts of cash generating units have been determined based on value in use calculations or fair value less costs to sell. These calculations require the use of assumptions. Refer to note 10 for more details on the carrying amounts of non current assets subject to impairment testing. A reasonably possible change in any of the key assumptions would not cause the carrying amount of the Investment Property CGU to exceed its recoverable amount.

#### **(b) Critical judgements in applying the Company's accounting policies**

There have been no significant judgements made in the application of the Company's accounting policies that have a material impact on the amounts recognised in the financial report.

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

**Note 4 Segment information**

**Business segments**

The Company operates in one industry, being the sugar industry and in one geographical segment, being Queensland, Australia.

**Note 5 Revenue**

	2012 \$'000	2011 \$'000
<b>Revenue from continuing operations</b>		
Rental revenue	42,629	42,000
Share of Defence licence fee	371	349
Storage of other products	95	276
	<u>43,095</u>	<u>42,625</u>
<b>Other revenue</b>		
Interest revenue	867	702
Other	11	8
	<u>878</u>	<u>710</u>
	<u>43,973</u>	<u>43,335</u>

**Note 6 Expenses**

	2012 \$'000	2011 \$'000
Profit before income tax includes the following specific expenses:		
<b>Expenses</b>		
Depreciation		
Investment properties	10,832	10,700
Total depreciation	<u>10,832</u>	<u>10,700</u>
Net loss on disposal of investment properties	<u>508</u>	<u>2776</u>
Defined contributions superannuation expense	<u>108</u>	<u>139</u>

**Note 7 Income tax expense**

	2012 \$'000	2011 \$'000
(a) <b>Income tax expense</b>		
Current taxation	9,458	8,475
Deferred tax	(192)	(88)
Adjustment for current tax of prior period	-	-
	<u>9,266</u>	<u>8,387</u>

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

**Deferred income tax expenses included in income tax expense comprises:**

	2012 \$'000	2011 \$'000
Decrease in deferred tax liabilities (note 13)	(192)	(88)
	<u>(192)</u>	<u>(88)</u>

**(b) Numerical reconciliation of income tax expense to prima facie tax payable**

Profit from continuing operations before income tax expense	30,113	27,181
Income tax calculated at the Australian tax rate of 30% (2011 – 30%)	9,034	8,154
Tax effect of permanent differences:		
Non-deductible depreciation	237	238
Sundry items	(5)	(5)
	<u>9,266</u>	<u>8,387</u>
Adjustment for current tax of prior periods	-	-
<b>Income tax expense</b>	<u>9,266</u>	<u>8,387</u>

**Note 8 Current assets – Cash and cash equivalents**

	2012 \$'000	2011 \$'000
Cash at bank and on hand	9,370	7,804
Term Deposits	10,000	20,000
	<u>19,370</u>	<u>27,804</u>

**(a) Reconciliation to cash at the end of the year**

The above figures are reconciled to cash at the end of the financial year as shown in the statement of cash flows as follows:

Balances as above	19,370	27,804
Balances per cash flow statement	<u>19,370</u>	<u>27,804</u>

**(b) Cash at bank and on hand**

Cash at bank bears a floating interest rate of 3.25%, which is the rate at 30 June 2012.  
(2011 – 4.50%).

**(c) Term Deposit**

The term deposit bears an interest rate of 5.14%, which is the rate at 30 June 2012.  
(2011 – 5.37%)

**(d) Interest rate risk exposure**

The Company's exposure to interest rate risk is discussed in note 2.

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
**30 JUNE 2012**

**Note 9 Current assets – Trade and other receivables**

	<b>2012</b>	<b>2011</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade receivables	-	2
Other receivables	<b>64</b>	<b>491</b>
	<b>64</b>	<b>493</b>

**(a) Past due but not impaired**

Trade receivables do not include any amounts which are past due

**(b) Fair value and credit risk**

Due to the short term nature of these receivables, their carrying amount is assumed to approximate their fair value. The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivables mentioned above.

**Note 10 Non-current assets – Investment properties**

	<b>Leasehold Land</b>	<b>Buildings, Plant and Equipment</b>	<b>Under Construction</b>	<b>Total</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Year ended 30 June 2012</b>				
Opening net book amount	12,938	307,872	7,374	328,184
Additions	-	4,382	3,313	7,696
Disposals	-	(508)		(508)
Transfers	-	9,832	(9,832)	-
Depreciation charge	-	(10,832)		(10,832)
Closing net book amount	<b>12,938</b>	<b>310,747</b>	<b>855</b>	<b>324,540</b>
<b>At 30 June 2012</b>				
Cost	12,938	433,658	855	447,451
Accumulated depreciation	-	(122,911)	-	(122,911)
Net book amount	<b>12,938</b>	<b>310,747</b>	<b>855</b>	<b>324,540</b>

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

	<b>Leasehold Land</b>	<b>Buildings, Plant and Equipment</b>	<b>Under Construction</b>	<b>Total</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>At 1 July 2010</b>				
Cost	12,938	419,789	780	433,507
Accumulated depreciation	-	(104,221)	-	(104,221)
Net book amount	12,938	315,568	780	329,286
<b>Year ended 30 June 2011</b>				
Opening net book amount	12,938	315,568	780	329,286
Additions	-	5,785	6,594	12,379
Disposals	-	(2,776)	-	(2,776)
Depreciation charge	-	(10,705)	-	(10,705)
Closing net book amount	12,938	307,872	7,374	328,184
<b>At 30 June 2011</b>				
Cost	12,938	420,791	7,374	441,103
Accumulated depreciation	-	(112,919)	-	(112,919)
Net book amount	12,938	307,872	7,374	328,184

Investment properties are pledged as security for a bank overdraft facility of \$3 million, as follows:

- Mortgages over leases of land at Townsville
- Fixed and floating charge over the whole of the Company's assets, excluding its interests in the leases and sub-leases of land at the ports of Cairns, Mourilyan, Lucinda, Bundaberg and Mackay.

Rental revenue derived from investment properties is included in Note 5.

**(a) Amounts recognised in the profit and loss for investment property**

	<b>2012 \$'000</b>	<b>2011 \$'000</b>
Direct operating expenses, including depreciation, from property that generated rental income	<b>12,359</b>	12,510

**(b) Leasing arrangements**

The investment properties are leased to Queensland Sugar Limited under an operating lease (Sublease) with rentals payable monthly.

On 1 January 2009 a new 5 year Sublease became effective. Key terms of this Sublease are as follows –

- fixed annual rental of \$42.0 million for 5 years commencing 1 January 2009, subject to adjustment based on subsequent capital expenditure;
- initial period of 5 years with an additional period of 5 years provided both STL and QSL notify renewal of the Sublease by 30 June 2013;
- mechanism for determination of rental for second 5 years agreed in principle;
- STL has right to terminate the Sublease if QSL's percentage of Queensland bulk sugar exports falls below 75% and STL has termination rights in respect of individual terminals if QSL's contracted volumes represent less than 30% of a terminal's throughput in a crush season



**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
**30 JUNE 2012**

The minimum lease payments receivable on leases of investment properties are as follows:

	<b>2012</b>	<b>2011</b>
	<b>\$'000</b>	<b>\$'000</b>
Minimum lease payments under non-cancellable operating leases of investment properties not recognised in the financial statements are receivable as follows:		
Within one year	<b>42,000</b>	42,000
Later than 1 year but not later than 5 years	<b>21,000</b>	63,000
Later than 5 years	-	-

**(c) Fair value**

The fair value of investment properties at 30 June 2012 was \$345 million. As there is no market based evidence of the fair value of the terminals, this amount has been calculated by applying an appropriate discount factor to estimated future cash flows in accordance with AASB140.

**Note 11 Current liabilities – Trade and other payables**

	<b>2012</b>	<b>2011</b>
	<b>\$'000</b>	<b>\$'000</b>
Trade payables	<b>3,340</b>	6,811
Insurance claim received in advance	-	10,000
Other payables	<b>5,152</b>	5,594
	<b>8,492</b>	22,405

In January 2011, significant damage was caused to the offshore conveyor gallery and wharf at the Lucinda terminal by Cyclone Yasi. Initial advanced proceeds of \$10 million were received by the Company from the insurer in 2011. In 2012, these proceeds were transferred to Queensland Sugar Ltd who incurred the costs to repair the damaged assets.

**Note 12 Current liabilities – Current tax liabilities**

	<b>2012</b>	<b>2011</b>
	<b>\$'000</b>	<b>\$'000</b>
Income tax	<b>2,810</b>	1,539
	<b>2,810</b>	1,539

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
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**Note 13 Non-current liabilities – Deferred tax liabilities**

	2012 \$'000	2011 \$'000
<b>The balance comprises temporary differences attributable to:</b>		
Investment properties	6,099	6,291
	<u>6,099</u>	<u>6,291</u>
<b>Movements:</b>		
Opening balance at 1 July	6,291	6,380
Charged to the income statement (note 7)	(192)	(89)
Closing balance at 30 June	<u>6,099</u>	<u>6,291</u>
Deferred tax liabilities to be settled after more than 12 months	6,099	6,291
Deferred tax liabilities to be settled within 12 months	-	-
	<u>6,099</u>	<u>6,291</u>

**Note 14 Contributed equity**

	2012 Shares	2011 Shares	2012 \$'000	2011 \$'000
<b>(a) Share capital</b>				
Ordinary shares				
Fully paid	360,000,000	360,000,000	317,628	317,628
<b>(b) Movements in ordinary share capital</b>				
			2012 \$'000	2011 \$'000
Opening balance			317,628	317,628
Closing balance			<u>317,628</u>	<u>317,628</u>

**(c) Ordinary shares**

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held.

On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote, except that no holder of "G" class shares may vote more than 5% of the total number of "G" class shares.

At 30 June 2012 there were 360 million ordinary shares fully paid, consisting of:

"G" class ordinary shares	229,348,203
"M" class ordinary shares	<u>130,651,797</u>
	<u>360,000,000</u>

During the year ended 30 June 2012, there were no movements in the total number of ordinary shares on issue.

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

**Note 15 Retained earnings**

	2012 \$'000	2011 \$'000
Movements in retained earnings were as follows:		
<b>Retained earnings</b>		
Balance at 1 July	8,618	10,344
Total comprehensive income	20,847	18,794
Dividends provided for or paid	(20,520)	(20,520)
Balance at 30 June	<u>8,945</u>	<u>8,618</u>

**Note 16 Dividends**

	2012 \$'000	2011 \$'000
<b>Ordinary shares</b>		
Final dividend for the year ended 30 June 2011 of 2.9 cents (2010 – 2.8 cents) per share paid on 30 September 2011.		
Fully franked based on tax paid @ 30%	10,440	10,080
Interim dividend for the year ended 30 June 2012 of 2.8 cents (2011 – 2.9 cents) per share paid on 30 March 2012.		
Fully franked based on tax paid @ 30%	10,080	10,440
	<u>20,520</u>	<u>20,520</u>

**Dividends not recognised at year end**

In addition to the above dividends, since year end the directors have determined that a final dividend of 2.8 cents per fully paid ordinary share will be paid, fully franked based on tax paid at 30%. The aggregate amount of the proposed dividend to be paid is \$10.08 million but is not recognised as a liability at year end.

**Franked dividends**

The franked portions of the final dividend recommended after 30 June 2012 will be franked out of existing franking credits or out of franking credits arising from the payment of income tax in the year ending 30 June 2013.

	2012 \$'000	2011 \$'000
Franking credits available for subsequent financial years based on a tax rate of 30% (2011 – 30%)	<u>3,646</u>	<u>2,981</u>

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- (a) franking credits that will arise from the payment of the current tax liability
- (b) franking debits that will arise from the payment of dividends recognised as a liability at the reporting date
- (c) franking credits that may be prevented from being distributed in subsequent financial years.

The amounts include franking credits that would be available to the Company if distributable profits of the Company were paid as dividends.

The impact on the franking account of the dividend declared by the directors since year end, but not recognised as a liability at year end, will be a reduction in the franking account of \$4,320,000 (2011: \$4,474,285).

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

**Note 17 Key management personnel disclosures**

**(a) Key management personnel compensation**

	2012 \$	2011 \$
Short-term employee and director benefits	356,464	300,442
Post-employment benefits	108,256	139,525
	<u>464,720</u>	<u>439,967</u>

Detailed remuneration disclosures are provided in the remuneration report on pages 6 to 8

**(d) Equity instrument disclosures relating to key management personnel**

**Share holdings**

The number of ordinary shares in the Company held during the financial year by each director and other key management personnel of the Company, including their personally related entities, are set out below. There were no shares granted during the reporting period as compensation.

	Held at 30 June 2011	Purchases	Other changes during the year	Held at 30 June 2012
AS Cappello	37,956	-	-	37,956
CA Christofides	1,000,000	-	-	1,000,000
S Guazzo*	256,020	-	-	256,020
DA Watson	248,196	-	-	248,196

\*Mr S Guazzo ceased to be a director on 28 October 2011.

**(e) Other transactions with key management personnel**

Mr AS Cappello is a director of Australian Sugar Milling Council Pty Limited. Australian Sugar Milling Council Pty Limited provides administrative and secretarial services to Sugar Terminals Limited. Under the terms of the arrangement provision of these services has been extended to 30 June 2013. The services are provided on normal commercial terms and conditions.

Aggregate amounts of each of the above types of other transactions with key management personnel of Sugar Terminals Limited:

	2012 \$'000	2011 \$'000
<b>Amounts recognised as expense</b>		
Services provided by Australian Sugar Milling Council Pty Limited.	<u>93</u>	<u>90</u>

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

**Note 18 Remuneration of auditors**

	2012	2011
	\$	\$
During the year the following fees were paid or payable for services provided by the auditor of the Company, its related practices and non-related audit firms:		
<b>(a) Assurance services</b>		
PricewaterhouseCoopers – Australian firm		
Audit and review of financial reports and other audit work under the <i>Corporations Act 2001</i> .	85,324	78,775
Total remuneration for assurance services	<u>85,324</u>	<u>78,775</u>
<b>(b) Taxation services</b>		
PricewaterhouseCoopers – Australian firm		
Advice regarding income tax implications of the Sublease to QSL	-	4,450
	<u>-</u>	<u>4,450</u>

**Note 19 Contingent liabilities**

The company does not have any contingent liabilities.

**Note 20 Commitments**

Under the terms of the Sublease, Queensland Sugar Ltd (QSL) incurs expenditure on Capital Works in accordance with the approved Capital Expenditure Budget and that expenditure is reimbursed by STL.

Capital expenditure incurred or contracted for by QSL but not paid or recognised as a liability by STL amounted to \$5,419,000 (2011 \$0)

**Note 21 Related party transactions**

**Key management personnel**

Disclosures relating to key management personnel are set out in Note 17.

**Note 22 Economic dependency**

The Company depends on Queensland Sugar Limited (QSL) for most of its revenue. During the year ended 30 June 2012 97% (2011 – 97%) of the Company's revenue was sourced from QSL under the Company's sub-lease agreement with that company.

**Note 23 Events occurring after the balance sheet date**

There were no significant events occurring after the balance date.

**SUGAR TERMINALS LIMITED**  
**Notes to the financial statements (continued)**  
30 JUNE 2012

**Note 24 Reconciliation of profit after income tax to net cash inflow from operating activities**

	<b>2012</b>	<b>2011</b>
	<b>\$'000</b>	<b>\$'000</b>
Profit for the year	<b>20,847</b>	18,794
Depreciation	<b>10,832</b>	10,705
Net loss (gain) on disposal of non-current assets	<b>508</b>	2,776
Decrease (increase) in trade and other receivables	<b>428</b>	(485)
Increase (decrease) in trade and other payables	<b>(9,670)</b>	15,386
Increase (decrease) in current tax liabilities	<b>1,271</b>	(1,674)
Increase (decrease) in deferred tax liabilities	<b>(191)</b>	(88)
Net cash inflow from operating activities	<b>24,025</b>	45,414

**Note 25 Earnings per share**

	<b>2012</b>	<b>2011</b>
	<b>Cents</b>	<b>Cents</b>
<b>(a) Basic and diluted earnings per share</b>		
Profit from continuing operations attributable to the ordinary equity holders of the Company	<b>5.79</b>	5.22
	<b>2012</b>	<b>2011</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>(b) Reconciliation of earnings used in calculating earnings per share</b>		
<i>Basic and diluted earnings per share</i>		
Profit attributable to the ordinary equity holders of the company used in calculating basic earnings per share		
From continuing operations	<b>20,847</b>	18,794
	<b>2012</b>	<b>2011</b>
	<b>Number</b>	<b>Number</b>
<b>(c) Weighted average number of shares used as the denominator</b>		
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share (Note 14).	<b>360,000,000</b>	360,000,000



# SUGAR TERMINALS LIMITED

## Directors' declaration

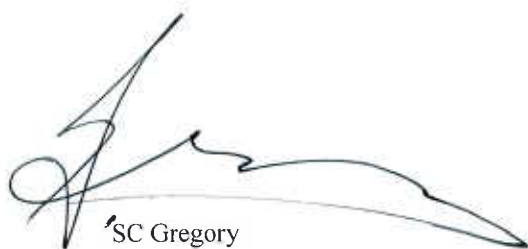
30 JUNE 2012

In the directors' opinion:

- (a) the financial statements and notes set out on pages 12 to 32 are in accordance with the *Corporations Act 2001*, including:
  - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
  - (ii) giving a true and fair view of the Company's financial position as at 30 June 2012 and of its performance for the year ended on that date; and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations by the chief executive officer and chief financial officer required by Section 295A of the *Corporations Act 2001*.

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



SC Gregory  
Director  
Brisbane  
11 September 2012



## **Independent auditor's report to the members of Sugar Terminals Limited**

### **Report on the financial report**

We have audited the accompanying financial report of Sugar Terminals Limited (the company), which comprises the balance sheet as at 30 June 2012, and the income statement, 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, other explanatory notes and the directors' declaration.

### *Directors' responsibility for the financial report*

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1(a), the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

### *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 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.

Our procedures include reading the other information in the Annual Report to determine whether it contains any material inconsistencies with the financial report.

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

### *Independence*

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001* other than as set out in the Auditor's Independence Declaration dated 11 September 2012.



### *Auditor's opinion*

In our opinion:

- (a) the financial report of Sugar Terminals 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 2012 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 *Corporations Regulations 2001*; and
- (b) the company's financial report also complies with International Financial Reporting Standards as disclosed in Note 1 (a).

### *Report on the Remuneration Report*

We have audited the remuneration report included in pages 6 to 8 of the directors' report for the year ended 30 June 2012. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

### *Auditor's opinion*

In our opinion, the remuneration report of Sugar Terminals Limited for the year ended 30 June 2012 complies with section 300A of the *Corporations Act 2001*.

### *Matters relating to the electronic presentation of the audited financial report*

This auditor's report relates to the financial report and remuneration report of Sugar Terminals Limited (the company) for the year ended 30 June 2012 included on the Sugar Terminals Limited web site. The company's directors are responsible for the integrity of the Sugar Terminals Limited web site. We have not been engaged to report on the integrity of this web site. The auditor's report refers only to the financial report and remuneration report named above. It does not provide an opinion on any other information which may have been hyperlinked to/from the financial report or the remuneration report. If users of this report are concerned with the inherent risks arising from electronic data communications they are advised to refer to the hard copy of the audited financial report and remuneration report to confirm the information included in the audited financial report and remuneration report presented on this web site.

*PricewaterhouseCoopers*  
PricewaterhouseCoopers

Cameron Henry  
Partner

11 September 2012