Pacifica

Pacifica Group Limited
A.B.N. 69 006 530 641

264 East Boundary Road
East Bentleigh Victoria 3165 Australia
Telephone (613) 9575 2222
Facsimile (613) 9575 2411
http://www.Pacifica.com.au
Pacifica_enquiries@Pacifica.com.au

4 August 2009

The Manager
Company Announcements Office
ASX Limited

Dear Sir/Madam

Takeover bid by Robert Bosch Investment Nederland B.V. for Pacifica Group Limited - Supplementary Target's Statement

We enclose by way of service pursuant to section 647(3)(b) of the *Corporations Act 2001* (Cth), Pacifica's first supplementary target's statement dated 4 August 2009 in relation to the off-market takeover bid by Robert Bosch Investment Nederland B.V. for all the ordinary shares it does not already own in Pacifica.

Yours faithfully

Philipp Rose
Company Secretary

This is an important document and requires your immediate attention.
If you are in any doubt about how to deal with this document, you should contact your broker, financial adviser or legal adviser immediately.

Pacifica Group Limited
ABN 69 006 530 641

Supplementary Target's Statement

Your Independent Director maintains the recommendation that you

ACCEPT

the Offer made by Bosch Investment to acquire your Pacifica Shares (in the absence of a superior proposal)

Shareholder Enquiries

If you have any queries in relation Bosch Investment's Offer, please call Pacifica's shareholder information line on 1300 880 472 (for calls made from within Australia) or +61 2 8280 7495 (for calls made from outside Australia).

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Supplementary Target's Statement

This document is a supplementary target's statement under section 644 of the Corporations Act 2001 (Cth). It is the first supplementary target's statement (**Supplementary Target's Statement**) issued by Pacifica Group Limited ABN 69 006 530 641 (**Pacifica**) in relation to the off-market takeover bid for all the ordinary shares in Pacifica by Robert Bosch Investment Nederland B.V. that it does not already own. This Supplementary Target's Statement supplements, and should be read together with, Pacifica's target's statement dated 22 July 2009.

A copy of this Supplementary Target's Statement has been lodged with the Australian Securities and Investments Commission (ASIC). Neither ASIC nor any of its officers take any responsibility for its contents.

Half yearly results for the half year ended 30 June 2009

Attached is Pacifica's audit reviewed half yearly accounts for the half year ended 30 June 2009 which were released to the Australian Securities Exchange on 31 July 2009.

Signed for and on behalf of Pacifica Group Limited following a resolution of the directors of Pacifica Group Limited

sign here ►
Director

print name Patrick Burroughs

date 4 August 2009

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NEWS

31 July 2009
NEWS RELEASE

PACIFICA ANNOUNCES HALF YEAR RESULTS

Pacifica Group Limited today announced a net loss of $23.6 million for the six months ended 30 June 2009.

In summary, the result included:

- Sales of $191.8 million, a decline of $81.3 million, or 30%, from the corresponding half year period.
- Net loss of $23.6 million, a 3% higher loss compared to the net loss before significant items reported for the opening half of 2008.

Operational Commentary

The Group's financial performance for the first six months of 2009 was characterised by continuing impacts of the global economic downturn – falling demand, extended plant shut downs of vehicle manufacturers and a structural shift to smaller, more fuel-efficient cars. In addition to this, both General Motors and Chrysler filed for bankruptcy protection in the US during the period, providing an uncertain environment for global automotive suppliers, including Pacifica.

Group sales for the first half of 2009 were down 30% on the previous corresponding period. Sales were also impacted by the depreciation of the AUD against the USD and other key currencies compared to this time last year. Disregarding currency effects, sales were down 40%.

The decline in sales was most pronounced in North America with a fall in sales revenues of $56 million, or 36% in the first half of 2009. Revenues in Asia-Pacific, including inter-company sales, dropped 33%, while revenues in China increased by $0.3 million, or 2.5%, as a result of management's continuing efforts to secure local supply contracts.

In response to the significantly lower sales volumes, the Group continues to pursue cost savings at all levels of the organisation so as to minimise the operating losses and the decline in liquidity. Despite savings generated from the integration of Pacifica into Bosch's management structure, the sourcing of cast iron components in the US from a new supplier at commercially more favourable terms than the disputed prices of Intermet Corporation, the reduction in depreciation charge flowing from the impairment allowance recognised in 2008 and cost base reductions through restructuring measures implemented over the last 18 months, the Group reported an EBITDA loss of $7.8 million

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for the six months to 30 June 2009, an EBIT loss of $22.3 million and operating cash outflows of $15.1 million.

On 14 July 2009 the US Bankruptcy Court confirmed Intermet Corporation's re-organisation plan and the sale of Intermet Corporation's assets to Revstone. The court also ordered that Pacifica's claims are unsecured pre-petition claims; hence the Directors do not expect any meaningful recovery of the disputed prices.

FMP Australia, the 49%-owned friction materials business, contributed $1.6 million profit to the Group's net result, compared to a $1.3 million loss in the first half of 2008. The improvement is mainly related to restructuring efforts in 2008 that reduced FMP Australia's ongoing cost base.

The Group's net debt at the end of June 2009 was $162.0 million compared to $161.6 million at the end of the previous financial year. However, disregarding currency effects, net debt would have increased by $29 million for the period. Net tangible asset value of the Group attributable to Pacifica's shareholders amounts to $17.5 million, or $0.12 per share, a decrease of 53% from the previous year.

Outlook

When the Pacifica 2008 accounts were released in February of this year, the Board's expectation was that Pacifica would report a further operating loss for the year ended 31 December 2009. In his address to shareholders at the annual general meeting in May 2009, Pacifica's Chairman, Mr Delhey, outlined that the picture in North America had since continued to deteriorate, with much of the expected decline occurring within the light truck segment. He also noted that this is expected to impact on Pacifica's operations in Thailand and China.

Given the continuing global decline in demand for larger passenger cars and trucks it remains impossible to provide any accurate forecast for the full year. At this stage Pacifica sees the requirement for further restructuring of its manufacturing footprint, which may include the sale of part of its business. As outlined at this year's annual general meeting, depending on the magnitude of the expected losses in the current year Pacifica may require additional equity funding later this year.

In the financial year ended 31 December 2008, an impairment charge of $174,737,000 was recognised in respect of the carrying value of plant and equipment. Management have re-assessed the estimates and assumptions made to determine the previously recognised impairment loss and have determined that, on balance, there have been no material changes to these estimates and assumptions that would require an adjustment to the impairment allowance.

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Based on Pacifica's half year 2009 results, Pacifica's Independent Director, Patrick Burroughs, reiterates his assessment and opinion of the recent takeover offer made by Robert Bosch Investment Nederland B.V. and recommends again that Pacifica shareholders accept Bosch Investment's offer (in the absence of a superior proposal).

For further information:
Peter Delhey
Executive Chairman
Pacifica Group Limited
Tel. +49 711 811 33310

FINANCIAL SUMMARY

Six months ended 30 June	2009 $000	2008 $000
Sales revenue	**191,796**	**273,053**
EBITDA	**(7,779)**	**(3,107)**
Depreciation and amortisation	(14,520)	(23,830)
EBIT	**(22,299)**	**(26,937)**
Net finance cost	(4,897)	(1,723)
Share of associate's profit (loss)	1,585	(1,293)
Tax expense	(1,757)	(218)
Non-controlling interest's share of loss	3,728	7,227
Net operating loss	**(23,640)**	**(22,944)**
Significant loss items after tax	-	(14,897)
Net loss	**(23,640)**	**(37,841)**
EPS (cents)	**(16.7)**	**(26.7)**
Operating cash outflow	**(15,113)**	**(6,250)**

NEWS

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Pacifica Group Limited
ABN 69 006 530 641
Half year ended 30 June 2009

Appendix 4D Half Year Report
and
Condensed Interim Financial Statements

Name of entity

PACIFICA GROUP LIMITED

Reporting period

Half year ended 30 June 2009

Previous corresponding period

Half year ended 30 June 2008

This document contains the half year information given to ASX under listing rule 4.2A.3 and the interim financial statements prepared in accordance with the requirements of Accounting Standard AASB 134 *Interim Financial Reporting*.

The information should be read in conjunction with the 2008 Annual Report.

Pacifica Group Limited
ABN 69 006 530 641
Appendix 4D Half Year Report

Appendix 4D

Half year report

Name of entity

PACIFICA GROUP LIMITED

ABN

69 006 530 641

Half year ended

30 June 2009

2. Results for announcement to the market

				$A'000
2.1 Total revenue	down	29.8%	to	192,060
2.2 (a) Profit (loss) after tax for the period attributable to equity holders of the parent before significant items	loss up by	3.0%	to	(23,640)
2.2 (b) Profit (loss) after tax for the period attributable to equity holders of the parent after significant items	loss down by	37.5%	to	(23,640)
2.3 Net profit (loss) for the period attributable to equity holders of the parent	loss down by	37.5%	to	(23,640)

2.4 Dividends	Amount per security	Franked amount per security
Interim dividend *(reporting period)*	nil	nil
Interim dividend *(previous corresponding period)*	nil	nil

Record date for determining entitlements to the dividend: Not applicable.

A brief explanation of any of the figures reported above

Please refer to the Pacifica Group Limited Profit Report which is included as Attachment 1 to this Appendix 4D Half Year Report and Condensed Interim Financial Statements. Due to the absence of profits for the reporting period, no interim dividend is proposed.

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Appendix 4D

Half year report

Name of entity

PACIFICA GROUP LIMITED

ABN: **69 006 530 641**

Half year ended: **30 June 2009**

3. Net tangible assets

	30 June 2009	31 December 2008
Net tangible assets per security	$0.12	$0.26

4. Entities over which control has been gained or lost

Details of entities over which control has been gained	None to report.
Details of entities over which control has been lost	None to report.

5. Details of individual and total dividends

	2009 $000	2008 $000
Dividends recognised during the half year		
No final ordinary dividend was paid in respect of the financial year ended 31 December 2008	-	
No final ordinary dividend was paid in respect of the financial year ended 31 December 2007		-
Dividends recognised subsequent to the end of the half year		
No interim ordinary dividend is proposed in respect of the financial half year ended 30 June 2009	-	
No interim ordinary dividend was paid in respect of the financial half year ended 30 June 2008		-

6. Details of any dividend reinvestment plans in operation

The Pacifica Group Limited Dividend Reinvestment Plan was suspended with effect from the interim 2001 dividend paid 5 October 2001.

Appendix 4D

Half year report

Name of entity

PACIFICA GROUP LIMITED

ABN: **69 006 530 641**

Half year ended: **30 June 2009**

7. Details of associates

Pacifica Group Limited has a 49% interest (2008: 49%) in FMP Group (Australia) Pty Ltd, an Australian resident company whose principal activity is the manufacture and sale of friction materials.

	2009 $000	2008 $000
Results of associate and contribution to net profit (loss)		
Share of associate's profit (loss) before income tax	1,385	(1,946)
Share of associate's tax (expense) income	-	563
Share of associate's net profit (loss) as disclosed by associate	1,385	(1,383)
Adjustment for dissimilar accounting treatment	137	87
Adjustment for unrealised profit in inventory	63	3
Associate's contribution to net profit (loss)	1,585	(1,293)

8. Not applicable

9. The accounts are not subject to an audit dispute or qualification.

P H Rose
Company Secretary

Dated 31 July 2009

Condensed Interim Financial Statements

for the Half Year ended 30 June 2009

Contents

Directors' Report

The Directors of Pacifica Group Limited (the Company) present their report together with the condensed consolidated interim financial statements of the Company and its subsidiaries (collectively the Group) for the half year ended 30 June 2009 and the auditor's review report thereon.

Directors

The Directors of the Company at any time during the half year and up to the date of this report are set out below.

Peter Delhey, MA	Executive Chairman since 7 March 2007.
Patrick Burroughs, FCA, BSSc (Hons)	Independent Non-Executive Director since August 2004.
Michael Kopka, MBA	Executive Director since 7 March 2007.
David Robinson	Non-Executive Director since 11 May 2007.

Review of operations

A review of the operations of the Group during the half year and the results of those operations are set out in the Pacifica Group Limited Profit Report which forms part of this Directors' Report. The Profit Report is included as Attachment 1 to the interim financial statements.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is included on page 7 of this report.

Rounding of amounts

The Company is of a kind referred to in ASIC Class Order 98/100 dated 10 July 1998. As a result, amounts in the condensed interim financial statements have been rounded off to the nearest thousand dollars unless otherwise indicated.

Signed on this 31st day of July 2009 in accordance with a resolution of the Directors:

P M Burroughs	**M P Kopka**
Director	Director

Auditor's Independence Declaration

PricewaterhouseCoopers
ABN 52 780 433 757

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2 Southbank Boulevard
SOUTHBANK VIC 3006
GPO Box 1331L
MELBOURNE VIC 3001
DX 77
Website:www.pwc.com/au
Telephone +61 3 8603 1000
Facsimile +61 3 8603 1999

Auditor's Independence Declaration

As lead auditor for the review of Pacifica Group Limited for the half-year ended 30 June 2009, I declare that, to the best of my knowledge and belief, there have been:

(a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
(b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Pacifica Group Limited and the entities it controlled during the period.

Graeme Billings
Partner
PricewaterhouseCoopers

Melbourne
31 July 2009

Condensed Consolidated Statement of Comprehensive Income for the half year ended 30 June 2009

	Note	2009 $000	2008 $000
Sale of goods		**191,796**	273,053
Royalty income		**264**	413
Revenue		**192,060**	273,466
Cost of sales		**(193,955)**	(279,137)
Gross profit (loss)		**(1,895)**	(5,671)
Other income	3(a)	**6,804**	7,197
Selling and distribution expenses		**(7,541)**	(8,163)
Administration expenses		**(7,684)**	(10,904)
Research and development expenses		**(6,758)**	(9,396)
Other expenses	3(b)	**(5,225)**	-
Operating profit (loss)		**(22,299)**	(26,937)
Finance income		**179**	734
Finance costs	3(c)	**(5,076)**	(2,457)
Share of profit (loss) of associate		**1,585**	(1,293)
Profit (loss) before income tax		**(25,611)**	(29,953)
Tax (expense) income	4(a)	**(1,757)**	(15,115)
Profit (loss) for the half year		**(27,368)**	(45,068)
Other comprehensive income			
Exchange differences on translation of foreign operations		**274**	(12,803)
Related income tax expense		**-**	-
Other comprehensive income for the half year net of tax		**274**	(12,803)
Total comprehensive income for the half year		**(27,094)**	(57,871)
Profit (loss) for the half year attributable to:			
owners of Pacifica Group Limited		**(23,640)**	(37,841)
non-controlling interest		**(3,728)**	(7,227)
		(27,368)	(45,068)
Total comprehensive income for the half year attributable to:			
owners of Pacifica Group Limited		**(19,878)**	(46,042)
non-controlling interest		**(7,216)**	(11,829)
		(27,094)	(57,871)
		cents	cents
Basic and diluted earnings per share for profit (loss) attributable to the ordinary equity holders of the Company		**(16.7)**	(26.7)

Condensed Consolidated Statement of Financial Position

as at 30 June 2009

	Note	30 June 2009 $000	31 December 2008 $000
ASSETS			
Cash and cash equivalents		**50,476**	53,187
Trade and other receivables		**57,265**	86,044
Inventories		**40,868**	53,085
Current tax assets		**235**	262
Total current assets		**148,844**	192,578
Trade and other receivables		**10,803**	11,648
Investments accounted for using the equity method		**10,579**	8,994
Deferred tax assets		**22**	-
Property, plant and equipment		**165,960**	194,101
Total non-current assets		**187,364**	214,743
Total assets		**336,208**	407,321
LIABILITIES			
Trade and other payables		**60,536**	90,381
Borrowings		**212,120**	214,746
Current tax liabilities		**414**	425
Provisions, including employee benefits		**13,390**	23,544
Deferred government grants		**964**	1,255
Total current liabilities		**287,424**	330,351
Borrowings		**313**	-
Deferred tax liabilities		**315**	270
Provisions, including employee benefits		**759**	319
Deferred government grants		**14,041**	14,731
Total non-current liabilities		**15,428**	15,320
Total liabilities		**302,852**	345,671
Net assets		**33,356**	61,650
EQUITY			
Contributed equity	5	**223,044**	223,044
Reserves	5	**15,823**	12,061
Retained earnings		**(221,388)**	(197,748)
Capital and reserves attributable to owners of Pacifica Group Limited		**17,479**	37,357
Non-controlling interest		**15,877**	24,293
Total equity		**33,356**	61,650

Pacifica Group Limited
ABN 69 006 530 641
Condensed Interim Financial Statements

Condensed Consolidated Statement of Changes in Equity
for the half year ended 30 June 2009

	Attributable to owners of Pacifica Group Ltd				Non-	
	Contributed equity $000	Reserves $000	Retained earnings $000	Total $000	controlling interest $000	Total equity $000
At 1 January 2008	223,044	18,895	44,265	286,204	46,767	332,971
Profit (loss) for the half year	-	-	(37,841)	(37,841)	(7,227)	(45,068)
Exchange differences on translation of foreign operations	-	(8,201)	-	(8,201)	(4,602)	(12,803)
Total comprehensive income for the half year	-	(8,201)	(37,841)	(46,042)	(11,829)	(57,871)
Transactions with owners in their capacity as owners:						
contributions of equity	-	-	-	-	-	-
dividends provided for or paid	-	-	-	-	(561)	(561)
	-	-	-	-	(561)	(561)
At 30 June 2008	223,044	10,694	6,424	240,162	34,377	274,539
At 1 January 2009	**223,044**	**12,061**	**(197,748)**	**37,357**	**24,293**	**61,650**
Profit (loss) for the half year	**-**	**-**	**(23,640)**	**(23,640)**	**(3,728)**	**(27,368)**
Exchange differences on translation of foreign operations	**-**	**3,762**	**-**	**3,762**	**(3,488)**	**274**
Total comprehensive income for the half year	**-**	**3,762**	**(23,640)**	**(19,878)**	**(7,216)**	**(27,094)**
Transactions with owners in their capacity as owners:						
contributions of equity	**-**	**-**	**-**	**-**	**-**	**-**
dividends provided for or paid	**-**	**-**	**-**	**-**	**(1,200)**	**(1,200)**
	-	**-**	**-**	**-**	**(1,200)**	**(1,200)**
At 30 June 2009	**223,044**	**15,823**	**(221,388)**	**17,479**	**15,877**	**33,356**

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Condensed Consolidated Statement of Cash Flows

for the half year ended 30 June 2009

	Note	2009 $000	2008 $000
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		**210,799**	270,701
Payments to suppliers and employees		**(220,394)**	(273,187)
Cash generated from (used by) operations		**(9,595)**	(2,486)
Interest received		**183**	791
Interest paid and expensed in the statement of comprehensive income		**(4,018)**	(2,643)
Income taxes paid		**(1,683)**	(1,912)
Net cash inflow (outflow) from operating activities	6	**(15,113)**	(6,250)
CASH FLOWS FROM INVESTING ACTIVITIES			
Development expenditure		**-**	(734)
Proceeds from sale of property, plant and equipment		**-**	80
Purchase of property, plant and equipment		**(17,505)**	(12,769)
Interest paid and capitalised to property, plant and equipment		**(100)**	(279)
Net cash provided by (used in) investing activities		**(17,605)**	(13,702)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		**129,846**	73,172
Repayment of borrowings		**(100,409)**	(64,253)
Dividends paid to non-controlling interests in subsidiaries		**(1,200)**	(561)
Net cash provided by (used in) financing activities		**28,237**	8,358
Net increase (decrease) in cash and cash equivalents		**(4,481)**	(11,594)
Cash and cash equivalents at the beginning of the half year		**53,187**	72,529
Effect of exchange rate changes on cash held		**1,770**	(3,729)
Cash and cash equivalents at the end of the half year		**50,476**	57,206

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

Note 1. Basis of preparation

Pacifica Group Limited is a company limited by shares, incorporated and domiciled in Australia, whose shares are publicly traded on the Australian Securities Exchange. The condensed consolidated financial statements of Pacifica Group Limited (the Company) for the half year ended 30 June 2009 comprise the Company and its subsidiaries (together being the Group) and the Group's interest in an associate.

The condensed consolidated financial statements were authorised for issue in accordance with a resolution of Directors on 31 July 2009.

The condensed consolidated financial statements are general purpose financial statements which have been prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standards adopted by the Australian Accounting Standards Board, including AASB 134 *Interim Financial Reporting*.

As at 30 June 2009, there is a deficiency of consolidated net current assets of $138,580,000. As a member of the Bosch group of companies, almost all of the Group's funding requirements are satisfied by parent company loans provided on a revolving basis. As a consequence, the Group's borrowings are designated as current liabilities. In addition to providing funding, Robert Bosch GmbH has confirmed, in writing, its intention to provide sufficient financial assistance to the Group so as to enable it to meet its liabilities as they fall due and carry on its business without significant curtailment of operations. This undertaking is provided for a minimum period of 12 months from the date of approval of the interim financial statements.

The condensed consolidated financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 31 December 2008 and any public announcements made by Pacifica Group Limited during the interim reporting period in accordance with the continuous disclosure obligations arising under the Corporations Act 2001.

The accounting policies and methods of computation applied in preparing the condensed consolidated financial statements are the same as those applied in the 31 December 2008 annual report, except as set out on the following page.

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

Note 1. Basis of preparation (continued)

Changes in accounting policies
The Group has changed some of its accounting policies as a result of new or revised accounting standards which became operative for the annual reporting period commencing on 1 January 2009. The affected policies and standards are described below.

The Group has applied Revised AASB 101 *Presentation of Financial Statements* and AASB 2007-8 *Amendments to Australian Accounting Standards arising from AASB 101* from 1 January 2009. The revised standard prohibits the presentation of items of income and expense (that is, non-owner changes in equity) in the statement of changes in equity and instead, requires all non-owner changes in equity to be shown in a performance statement. The Group has elected to present one performance statement - a statement of comprehensive income - rather than the option of two statements (the income statement and statement of comprehensive income). The interim financial statements have been prepared under the revised disclosure requirements.

The Group has applied AASB 8 *Operating Segments* from 1 January 2009. AASB 8 requires a management approach under which segment information is presented on the same basis as that used for internal reporting purposes. Operating segments and operating segment performance measures are now reported in a manner that is consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker has been identified as the Board of Directors. This has resulted in a change to the reported geographical segments. The previously reported Asia geographical segment has been disaggregated such that Malaysia and Thailand are now reported with Australia to form an Asia-Pacific geographical segment and China is reported separately as a geographical segment. Comparatives have been restated.

Note 2. Segment reporting

Operating segments are based on the reports considered by the Board of Directors in monitoring and reviewing the financial performance of the Group.

The Group's revenues are derived from a single product segment - automotive components. Consistent with the Group's regional reporting structures and management responsibilities, the Board considers the business from a geographic perspective: Asia-Pacific (comprising the operations located in Australia, Malaysia and Thailand), China and the United States of America.

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

Note 2. Segment reporting (continued)

	Asia-Pacific 2009 $000	USA 2009 $000	China 2009 $000	Eliminations 2009 $000	Consolidated 2009 $000
Segment revenue					
Revenue from external customers	**86,793**	**99,049**	**6,218**	**-**	**192,060**
Inter-segment revenue	**4,941**	**-**	**7,957**	**(12,898)**	**-**
Total revenue	**91,734**	**99,049**	**14,175**	**(12,898)**	**192,060**
Segment profit (loss)					
Operating profit (loss)	**(4,336)**	**(14,377)**	**(3,586)**	**-**	**(22,299)**
Finance income	**232**	**20**	**11**	**(84)**	**179**
Finance costs	**(248)**	**(3,374)**	**(1,538)**	**84**	**(5,076)**
Share of profit (loss) of associate	**1,585**	**-**	**-**	**-**	**1,585**
Profit (loss) before income tax	**(2,767)**	**(17,731)**	**(5,113)**	**-**	**(25,611)**

	2008 $000	2008 $000	2008 $000	2008 $000	2008 $000
Segment revenue					
Revenue from external customers	117,164	155,039	1,263	-	273,466
Inter-segment revenue	19,637	-	12,565	(32,202)	-
Total revenue	136,801	155,039	13,828	(32,202)	273,466
Segment profit (loss)					
Operating profit (loss)	(4,206)	(22,374)	(357)	-	(26,937)
Finance income	1,579	265	16	(1,126)	734
Finance costs	(635)	(1,909)	(1,039)	1,126	(2,457)
Share of profit (loss) of associate	(1,293)	-	-	-	(1,293)
Profit (loss) before income tax	(4,555)	(24,018)	(1,380)	-	(29,953)

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

Note 2. Segment reporting (continued)

	Asia-Pacific 30 June 2009 $000	USA 30 June 2009 $000	China 30 June 2009 $000	Eliminations 30 June 2009 $000	Consolidated 30 June 2009 $000
Segment assets					
Working capital	**47,227**	**25,794**	**10,529**	**-**	**83,550**
Cash and cash equivalents					**50,476**
Other current receivables					**14,583**
Current tax assets					**235**
Investment in associate	**10,579**	**-**	**-**	**-**	**10,579**
Other non-current assets					**176,785**
Total assets per statement of financial position					**336,208**

	31 December 2008 $000	31 December 2008 $000	31 December 2008 $000	31 December 2008 $000	31 December 2008 $000
Segment assets					
Working capital	43,790	55,403	12,063	-	111,256
Cash and cash equivalents					53,187
Other current receivables					27,873
Current tax assets					262
Investment in associate	8,994	-	-	-	8,994
Other non-current assets					205,749
Total assets per statement of financial position					407,321

Basis of measurement

The Board of Directors assesses the profit (loss) performance of the operating segments based on a measure of EBIT. The measure of EBIT is consistent with the measure of operating profit (loss) included in the consolidated statement of comprehensive income.

The amounts provided to the Board of Directors with respect to total assets are based on a measure of working capital. Asset management performance of the operating segments is determined by the aggregate amount of trade receivables and inventories held by each operating segment.

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

	2009 $000	2008 $000
Note 3. Items of income and expense		
(a) Other income		
Government grants	**4,334**	3,385
Net foreign exchange gains	**-**	1,304
Sundry other income	**2,470**	2,508
	6,804	7,197
(b) Other expenses		
Net foreign exchange losses	**1,459**	-
Rationalisation costs	**3,766**	-
	5,225	-
(c) Finance costs		
Interest and finance charges on loans and overdrafts	**5,175**	2,734
Finance charges payable under finance leases	**1**	2
Interest capitalised to property, plant and equipment	**(100)**	(279)
	5,076	2,457
(d) Other specific expenses included in the calculation of profit (loss) before income tax		
Amortisation of intangibles	**-**	1,573
Depreciation of property, plant and equipment	**14,520**	22,257
Operating lease expense	**2,324**	2,716
Employee benefits expense:		
wages and salaries	**36,193**	46,199
social security costs	**1,456**	1,276
contributions to defined contribution plans	**2,767**	3,881
	40,416	51,356

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

	2009	2008
	$000	$000
Note 3. Items of income and expense (continued)		
(e) Other material income and expense items included in the calculation of profit (loss) for the half year		
Profit (loss) for the half year includes the following items that are unusual because of their nature, size or incidence.		
Items affecting the calculation of tax (expense) income		
Write-down of deferred tax asset	**-**	(14,897)

Note 4. Income tax

	2009	2008
(a) Numerical reconciliation of income tax expense (income) to prima facie tax payable		
Profit (loss) before income tax	**(25,611)**	(29,953)
Tax expense (income) using the Australian domestic corporation tax rate of 30% (2008: 30%)	**(7,683)**	(8,986)
Increase in tax expense due to:		
non-deductible depreciation and amortisation	**42**	3
other non-deductible expenses	**126**	101
effect of tax losses not recognised	**9,298**	7,626
non-controlling interest's share of tax income	**1,712**	2,637
share of associate's net loss	**-**	388
write-down of deferred tax asset	**-**	14,897
Decrease in tax expense due to:		
offshore profits at lower tax rates	**(359)**	(1,340)
research and investment allowances	**(150)**	(300)
share of associate's net profit	**(476)**	-
other tax exempt items	**(762)**	(549)
	1,748	14,477
Under (over) provided in prior years	**9**	638
Tax expense (income) on pre-tax profit (loss)	**1,757**	15,115

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

	30 June 2009 $000	31 December 2008 $000
Note 4. Income tax (continued)		
(b) Deferred tax assets not recognised		
No deferred tax asset is recognised in the statement of financial position for:		
unused revenue tax losses	**151,646**	147,773
unused capital tax losses	**115,145**	115,145
deductible temporary differences	**75,200**	72,167
unused tax credits	**16,353**	12,883
	358,344	347,968
Potential tax benefit	**112,374**	109,361

Note 5. Contributed equity and reserves

	30 June 2009 $000	31 December 2008 $000
Contributed equity		
Ordinary shares issued 141,544,781 (31 December 2008: 141,544,781)	**223,044**	223,044

	Employee equity benefits 2009 $000	**Foreign currency translation 2009 $000**	**Total 2009 $000**
Reserves			
Balance at 31 December 2008	**10,775**	**1,286**	**12,061**
Currency translation differences	**-**	**3,762**	**3,762**
Balance at 30 June 2009	**10,775**	**5,048**	**15,823**

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Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

	2009 $000	2008 $000
Note 6. Reconciliation of profit (loss) for the half year to net cash inflow (outflow) from operating activities		
Profit (loss) for the half year	**(27,368)**	(45,068)
Adjustments for:		
depreciation and amortisation	**14,520**	23,830
share of associate's net (profit) loss	**(1,585)**	1,293
increase (decrease) in current and deferred taxes payable	**74**	13,203
Net cash from operating activities before changes in working capital and provisions	**(14,359)**	(6,742)
(Increase) decrease in trade and other receivables	**18,924**	(3,412)
(Increase) decrease in inventories	**6,336**	(8,418)
Increase (decrease) in payables and provisions	**(25,033)**	13,005
Increase (decrease) in deferred government grants	**(981)**	(683)
Net cash inflow (outflow) from operating activities	**(15,113)**	(6,250)

Note 7. Related parties

(a) Identity of key related party

The immediate parent entity of the Company is Robert Bosch Investment Nederland B.V. and the ultimate controlling party is Robert Bosch GmbH (incorporated in Germany). Bosch Group (comprising Robert Bosch GmbH and its more than 300 subsidiaries and regional companies in over 60 countries) is a leading global supplier of technology and services in the areas of automotive and industrial technology, consumer goods and building technology. Bosch is one of the Group's key North American customers, a supplier of components and the source of the Group's principal borrowings.

Notes to the Condensed Consolidated Financial Statements for the half year ended 30 June 2009

	30 June 2009 $	30 June 2008 $
Note 7. Related parties (continued)		
(b) Related party transactions and balances		
Transactions with the ultimate parent entity and its other subsidiaries:		
purchase of inventory	**13,931,000**	23,840,000
payment of interest	**4,245,000**	505,000
sales of inventory	**59,769,000**	87,957,000

	30 June 2009 $	31 December 2008 $
Balances with the ultimate parent entity and its other subsidiaries:		
trade receivables	**5,731,000**	14,906,000
other receivables	**-**	74,000
trade payables	**4,020,000**	8,536,000
loans payable - secured	**14,789,000**	17,483,000
loans payable - unsecured	**196,363,000**	79,568,000

Sales and purchase transactions with the ultimate parent entity are priced in accordance with principles established by Bosch. The objective of the principles is to provide for intercompany pricing which conforms to prices which companies independent of one another would have agreed upon under comparable conditions.

Interest on parent entity loans is determined on normal commercial terms.

Note 8. Contingent assets

In the 2008 annual financial statements, a contingent asset of approximately $7 million was disclosed in respect of an expected recovery from arbitration proceedings in the US involving disputed prices paid for the supply of cast iron components from Intermet Corporation. On 14 July 2009, the US Bankruptcy Court confirmed the sale of Intermet's assets and ordered that Pacifica's claims against Intermet are unsecured pre-petition claims. As a result of these events, Directors now expect no meaningful recovery of the disputed prices.

Directors' Declaration

In the opinion of the Directors of Pacifica Group Limited:

(a) the financial statements and notes set out on pages 8 to 20 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 financial position of the Group as at 30 June 2009 and of its performance for the half 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.

Signed on this 31st day of July 2009 in accordance with a resolution of the Directors:

P M Burroughs
Director

M P Kopka
Director

PRICEWATERHOUSECOOPERS

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Independent auditor's review report to the members of Pacifica Group Limited

Report on the half-year financial report

We have reviewed the accompanying half-year financial statements of Pacifica Group Limited, which comprise the statement of financial position as at 30 June 2009, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, other selected explanatory notes and the directors' declaration for the Pacifica Group Limited Group (the consolidated entity). The consolidated entity comprises both Pacifica Group Limited (the company) and the entities it controlled during that half-year.

Directors' responsibility for the half-year 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 controls relevant to the preparation and fair presentation of the half-year 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 Auditing Standard on Review Engagements ASRE 2410 *Review of Interim and Other Financial Reports 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 the consolidated entity's financial position as at 30 June 2009 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001.* As the auditor of Pacifica Group Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

PRICEWATERHOUSECOOPERS

Independent auditor's review report to the members of Pacifica Group Limited (continued)

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. It also includes reading the other information included with the financial report to determine whether it contains any material inconsistencies with the financial report. A review is substantially less in scope than an audit conducted in accordance with Australian 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.

While we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

Our review did not involve an analysis of the prudence of business decisions made by directors or management.

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 Pacifica Group Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position at 30 June 2009 and of its performance for the half-year ended on that date, and

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

PricewaterhouseCoopers

Graeme Billings
Partner

Melbourne
31 July 2009

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Attachment 1 - Pacifica Group Limited Profit Report
dated 31 July 2009

Financial summary **Half year ended 30 June 2009**	**2009** **$000**	**2008** **$000**	**Fav (Unfav)** **$000**
Sales revenue	**191,796**	**273,053**	**(81,257)**
EBITDA	**(7,779)**	**(3,107)**	**(4,672)**
Depreciation and amortisation	(14,520)	(23,830)	
EBIT	**(22,299)**	**(26,937)**	**4,638**
Net finance cost	(4,897)	(1,723)	(3,174)
Share of associate's profit (loss)	1,585	(1,293)	2,878
Tax expense	(1,757)	(218)	(1,539)
Non-controlling interest's share of loss	3,728	7,227	(3,499)
Net operating loss	**(23,640)**	**(22,944)**	**(696)**
EPS (cents)	**(16.7)**	**(16.2)**	**(0.5)**
Significant loss items after tax	-	(14,897)	14,897
Net loss	**(23,640)**	**(37,841)**	**14,201**
EPS (cents)	**(16.7)**	**(26.7)**	**10.0**

Pacifica Group Limited reported a net loss of $23.6 million for the six months ended 30 June 2009.

In summary, the result included:

- Sales of $191.8 million, a decline of $81.3 million, or 30%, from the corresponding half year period
- Net loss of $23.6 million, a 3% higher loss compared to the net loss before significant items reported for the opening half of 2008

Operational commentary

The Group's financial performance for the first six months of 2009 was characterised by continuing impacts of the global economic downturn - falling demand, extended plant shut downs of vehicle manufacturers and a structural shift to smaller, more fuel efficient cars.

Attachment 1 - Pacifica Group Limited Profit Report
dated 31 July 2009

In addition, both General Motors and Chrysler filed for bankruptcy protection in the US during the period, providing an uncertain environment for global automotive suppliers, including Pacifica.

Group sales for the first half of 2009 were down 30% on the previous corresponding period. Sales were also impacted by the depreciation of the AUD against the USD and other key currencies compared to this time last year. Disregarding currency effects, sales were down 40%.

The decline in sales was most pronounced in North America with a fall in sales revenues of $56 million, or 36%, in the first half of 2009. Revenues in Asia-Pacific, including inter-company sales, dropped 33%, while revenues in China increased by $0.3 million, or 2.5%, as a result of management's continuing efforts to secure local supply contracts.

In response to the significantly lower sales volumes, the Group continues to pursue cost savings at all levels of the organisation so as to minimise the operating losses and the decline in liquidity. Despite savings generated from the integration of Pacifica into Bosch's management structure, the sourcing of cast iron components in the US from a new supplier at commercially more favourable terms than the disputed prices of Intermet Corporation, the reduction in depreciation charge flowing from the impairment allowance recognised in 2008, and cost base reductions through restructuring measures implemented over the last 18 months, the Group reported an EBITDA loss of $7.8 million for the six months to 30 June 2009, an EBIT loss of $22.3 million and operating cash outflows of $15.1 million.

On 14 July 2009, the US Bankruptcy Court confirmed Intermet Corporation's re-organisation plan and the sale of Intermet's assets to Revstone. The Court also ordered that Pacifica's claims are unsecured pre-petition claims; hence, the Directors do not expect any meaningful recovery of the disputed prices.

FMP Australia, the 49%-owned friction materials business, contributed $1.6 million profit to the Group's net result, compared to a $1.3 million loss in the first half of 2008. The improvement is mainly related to restructuring efforts in 2008 that reduced FMP Australia's ongoing cost base.

The Group's net debt at the end of June 2009 was $162.0 million compared to $161.6 million at the end of the previous financial year. However, disregarding currency effects, net debt would have increased by $29 million for the period. Net tangible asset value of the Group attributable to Pacifica's shareholders amounts to $17.5 million, or $0.12 per share, a decrease of 53% from the previous year end.

Attachment 1 - Pacifica Group Limited Profit Report dated 31 July 2009

Outlook

When the Pacifica 2008 financial statements were released in February of this year, the Board's expectation was that Pacifica would report a further operating loss for the year ended 31 December 2009. In his address to shareholders at the annual general meeting in May 2009, Pacifica's Chairman, Mr Delhey, outlined that the picture in North America had continued to deteriorate, with much of the decline occurring within the light truck segment. He also noted that this impacts on Pacifica's operations in Thailand and China.

Given the continuing global decline in demand for larger passenger cars and trucks, it remains impossible to provide an accurate forecast for the full year. At this stage, Pacifica foresees the requirement for further restructuring of its manufacturing base, which may include the sale of part of its business. As outlined at this year's annual general meeting, depending on the magnitude of expected losses in the current year, Pacifica may require additional equity funding later in the year.

In the financial year ended 31 December 2008, an impairment charge of $174,737,000 was recognised in respect of the carrying value of intangible assets and plant and equipment. Management have re-assessed the estimates and assumptions made to determine the previously recognised impairment allowance and have determined that, on balance, there have been no material changes to these estimates and assumptions that would require an adjustment to the impairment allowance.

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