(FORMERLY NEWHAVEN PARK STUD LIMITED)

INCORPORATED IN NEW SOUTH WALES

ABN 72 002 993 017

"Red Hill" Bowning, NSW 2582 Telephone: (02) 6227 6140 Fax: (02) 6227 6068

TFH: TW

K:\DATA\DOC\NEWHH-ASX\ASXANNOUNCEMENTS\ANNOUNCEMENTS11-12\ANNOUNCEAPPEND4D28FEB12.DOC

28 February, 2013.

The Manager - Companies, Australian Stock Exchange Limited, SYDNEY.

Dear Sir,

### ANNOUNCEMENT

Enclosed is the Company's Appendix 4D for the half-year ended 31 December, 2012, as required by ASX Listing Rules.

To satisfy the requirements of the Corporations Law, a signed copy of the Company's Interim Report for the half-year is also enclosed.

Yours faithfully,

Mon

T. F. HORTON,
(Secretary).

# **Newhaven Hotels Limited**

# Appendix 4D - Half Year Report

	ouncement to the					
	%					
	change	2012 \$	2011 \$			
Sales Revenue Interest Revenue Other Revenue	10.44%	12,586,505 36,588 1,064	11,397,164 104,484 50,200			
Revenue from ordinary activities	9.28%	12,624,157	11,551,848			
Earning before interest, tax & depreciation	18.83%	2,943,978	2,477,432			
Depreciation		411,373	313,959			
Earning before interest & tax		2,532,605	2,163,473			
Finance costs		1,292,563	1,165,738			
Profit before income tax expense		1,240,042	997,735			
Income tax expense		381,464	300,578			
Net profit attributable to members	23.15%	858,578	697,157			
Basic earnings per share		\$0.039	\$0.031			
Dividends per security						
Interim Dividend - fully franked Paid 10 February 2012 Record date 30 January 2012			2 cents			
Total paid			\$443,491			
Interim Dividend - fully franked Paid 08 February 2013		2 cents				
Record date 29 January 2013 Total paid		\$443,491				
The company does not operate a dividend reinvestment plan. There were no foreign sourced dividends or distributions.						
Net tangible asset backing						
Net tangible assets		\$23,664,420	\$26,336,364			
Shares issued		22,174,556	22,174,556			
Net tangible assets per share		\$1.0672	\$1.1877			

# **Newhaven Hotels Limited**

# Appendix 4D - Half Year Report

# Results for announcement to the market

Half Year Ended 31 December 2012

#### Comments on results

The company's total sales revenue increased by approximately 10.44%

The company has continued to control its costs to counter the general economic downturn.

Trading conditions in the hotel industry have been difficult but are showing signs of improvement.

The refurbishment of the recently acquired Duke of Gloucester Hotel is expected to be completed mid year This should improve profits going forward

The company's net assets of \$23.6m includes a provision for capital gains tax of \$10.06m

Capital gains tax is only payable if the company were to sell its hotels and the net assets excluding the provision for capital gains tax are \$33.7m

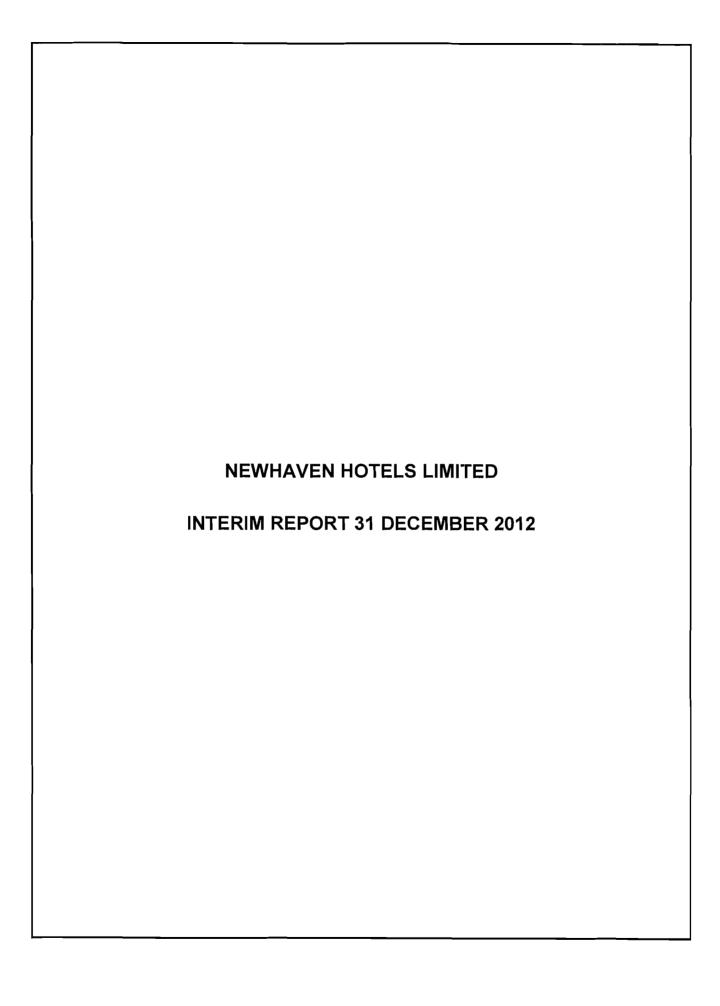
The companys net assets remain in a strong position

# **Other Appendix 4D information**

The company does not have any associate or joint venture entities. The company is not a foreign entity.

Samuel F Kelly CEO/Director

28 February 2013



A.C.N. 002 993 017

# CONTENTS

	Page(s)
Corporate directory	1
Directors' report	2-3
Statement of profit or loss and other comprehensive income	4
Statement of financial position	5
Statement of changes in equity	6
Statement of cash flows	7
Notes to the financial statements	8-10
Directors' declaration	11
Independent audit report	12-13

Quoted on the official list of the Australian Stock Exchange Limited

#### CORPORATE DIRECTORY

#### **Directors**

Frederick John KELLY (Chairman)
Norman Eric NAPPER, LL.B
Thomas William John KELLY
Frederick John KELLY JNR
Samuel Frederick KELLY (CEO and Managing Director)
William Frederick KELLY
Katherine Jane KELLY

# Secretary

Thomas Francis HORTON, ACA

# **Principal office**

Newhaven Hotels Limited, "Red Hill", Bowning, NSW, 2582 Telephone: (02) 6227 6140, Fax: (02) 6227 6068

# Registered office and share register

C/- SMR, Chartered Accountants, 54 Goulburn Street, Crookwell, NSW, 2583 Telephone: (02) 4832 1100, Fax: (02) 4832 2100 P.O. Box 4, Crookwell, NSW, 2583

# Share register maintained by

Computershare Investor Services Pty. Limited, Level 5, 115 Grenfell Street, Adelaide, SA, 5000 Telephone: (08) 8236 2300, Fax: (08) 8236 2305 G.P.O. Box 1903, Adelaide, SA, 5001

## **Auditors**

Stirling International, Chartered Accountants, Level 4 283-285 Clarence Street, Sydney, NSW, 2000

# **Solicitors**

Esplins, Solicitors, Level 6, 261 George Street, Sydney, NSW, 2000

# **Bankers**

Australia and New Zealand Banking Group Limited, Sydney, NSW

#### **DIRECTORS' REPORT**

Your directors submit the financial report of the Company for the half-year ended 31 December 2012.

#### **Directors**

The names of the directors of the Company in office during or since the end of the half-year are:-

Frederick John KELLY (Chairman)
Norman Eric NAPPER, LL.B
Thomas William John KELLY
Frederick John KELLY JNR
Samuel Frederick KELLY (CEO and Managing Director)
William Frederick KELLY
Katherine Jane KELLY

# **Review of operations**

The operating profit before income tax for the half-year ended 31 December 2012 was \$1,240,042 (2011 half-year \$997,735).

Income tax expense amounted to \$381,464 (2011 half-year \$300,578) leaving an operating profit after income tax of \$858,578 (2011 half-year \$697,157).

# **Auditor's Independence Declaration**

The lead auditor's independence declaration under section 307C of the Corporations Act 2001 is set out on page 3 for the half-year ended 31 December 2012.

Signed in accordance with a resolution of the board of directors.

S F KELLY Director

27 <sup>th</sup> February 2013.

N E NAPPER Director

Mathe



CHARTERED ACCOUNTANTS ABN 65 085 182 822

27 February 2013

The Board of Directors Newhaven Hotels Limited Redhill Bowning NSW 2582

**Dear Board Members** 

In accordance with section 307C of the Coprporations ACT 2001, I am pleased to provide the following declaration of independence to the directors of Newhaven Hotels Limited.

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2012 there have been:

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

STIRLING INTERNATIONAL

**Chartered Accountants** 

K Arya - Partner

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME for the half-year ended 31 December 2012

for the half-year ended 31 December 2012			
	Note	31 December 2012 \$	31 December 2011 \$
Revenue	3	12,624,157	11,551,848
Cost of goods sold Employee expenses Depreciation and amortisation expenses Borrowing cost expenses Hotel gaming device duties Other Hotel expenses Other group expenses		( 4,244,870) ( 2,914,678) ( 411,373) ( 1,292,563) ( 616,182) ( 1,789,877) ( 114,572)	(4,019,293) (2,613,270) (313,959) (1,165,738) (493,767) (1,756,275) (191,813)
		<u>(11,384,115)</u>	<u>(10,554,113</u> )
Profit before income tax		1,240,042	997,735
Income tax expense		( 381,464)	( <u>300,578</u> )
Profit from continuing operations		<u>858,578</u>	<u>697,157</u>
Profit for the period		<u>858,578</u>	697,157
Other Comprehensive Income:			
Items that will not be reclassified subsequently to profit or loss			
Net gain on revaluation of property, plant and equipment Net Gain on revaluation of available-for-sale financial assets		42,625 	- 12,950
Other comprehensive income for the period, net of tax		<u>42,625</u>	12,950
Total Comprehensive Income for the period		901,203	710,107
Net Profit attributable to: - members of the parent entity - non controlling interest		901,203 	693,723 3,434
<del>-</del>		901,203	<u>697,157</u>
Total comprehensive income attributable to: - members of the parent entity - non controlling interest		901,203 	706,673 3,434
Earnings per share: Basic earnings per share from continuing operations (cents per	share)	<u>901,203</u> 3.87	<u>710,107</u> 3.14

CONSOLIDATED STATEMENT OF FINANCIAL POSITION as at 31 December, 2012		
	31 December 2012 \$	30 June 2012 \$
ASSETS	·	·
Current Assets	2.550.200	2 204 202
Cash and cash equivalents Inventories	3,552,320 420,896	3,304,998
Other financial assets	420,890 133 <u>,968</u>	390,417 422,543
Carlot mariolal accord		<u> </u>
Total current assets	<u>4,107,184</u>	<u>4,117,958</u>
Non-Current Assets		
Property, plant and equipment	55,830,054	54,774,369
Investment property	1,439,902	1,452,000
Intangibles	13,621,128	13,621,128
Deferred tax assets	<u>70,297</u>	72,562
Total non-current assets	70,961,381	<u>69,920,059</u>
TOTAL ASSETS	75,068,565	74,038,017
LIABILITIES		
Current Liabilities		
Trade and other payables	1,002,211	933,885
Borrowings	2,089,478	212,882
Current tax liabilities Provisions	327,655 447,030	180,734
PIOVISIONS	<u> 147,920</u>	<u>128,118</u>
Total current liabilities	_3,567,264	<u>1,455,619</u>
Non-Current Liabilities		
Borrowings	37,775,038	39,725,986
Deferred tax liabilities	<u>10,061,843</u>	<u> 10,093,195</u>
Total non-current liabilities	<u>47,836,881</u>	<u>49,819,181</u>
TOTAL LIABILITIES	<u>51,404,145</u>	51,274,800
NET ASSETS	23,664,420	<u>22,763,217</u>
EQUITY	4.054.005	4.054.005
Issued capital	4,054,225	4,054,225
Reserves Poteined cornings	14,138,504	14,095,879
Retained earnings	<u>5,471,691</u>	<u>4,613,113</u>
TOTAL EQUITY	23,664,420	22,763,217

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the half year ended 31 December 2012

	Issued Capital Ordinary	Retained Earnings	Asset Revaluation Reserve	Asset Realisation Reserve		Subtotal	Non Controlling Interests	Total
Balance at 1 July 2011	4,054,225	4,445,069	14,576,215	759,929	(87,971)	23,747,467	-	23,747,467
Comprehensive Income								
Profit for the period	-	693,723	-	-	-	693,723	3,434	697,157
Other comprehensive income for the period	-	12,950	-	-	-	12,950	-	12,950
Transfers		(87,971)			87,971	_		<u>-</u>
Transactions with owners, in their capacity as owners and other transfers	4,054,225	5,063,771	14,576,215	759,929	-	24,454,140	3,434	24,457,574
Non controlling interests - share of equity		-					1,878,790	1,878,790
Balance at 31 December 2011	4,054,225	5,063,771	14,576,215	759,929		<u>24,454,140</u>	<u>1,882,224</u>	<u>26,336,364</u>
Balance at 1 July 2012  Comprehensive Income	4,054,225	4,613,113	13,335,950	759,929	-	22,763,217	-	22,763,217
•		050 570				050 570		050 570
Profit for the period	-	858,578	-	-	-	858,578	-	858,578
Other Comprehensive Income For the period	-	-	42,625	-	-	42,625	-	42,625
Balance at 31 December 2012	4,054,225	5,471,691	13,378,575	759,929		23,664,420	<u> </u>	23,664,420

#### **CONSOLIDATED STATEMENT OF CASH FLOWS** for the half-year ended 31 December 2012 31 December 31 December 2012 2011 \$ \$ **Cash Flows from Operating Activities** Receipts from customers 13,841,478 12,778,117 Interest received 36,588 104.484 13,878,066 12,882,601 Payment to suppliers and employees (10,186,988)(9.754.393)Cash generated from operations 3,691,078 3,128,208 Interest and other costs of finance paid (1,260,069)1,172,732) Income tax paid- attributable to this year 51.544) 130,461) Income tax paid- attributable to last year 180,297) 389,651) Goods and services tax paid 652,457) 472,582) (2,144,367)2,165,426) Net cash provided by operating activities 1,546,711 962,782 **Cash Flows from Investing Activities** Payment for property, plant and equipment (1,225,037)(1,254,402)Investment in Duke of Gloucester Hotel (net of cash acquired) (1,557,811)Proceeds from sale of shares 323,000 Net cash used in investing activities (1,225,037)(2,489,213)**Cash Flows from Financing Activities** Repayment of HP loan 101,852) 61,407) Repayment of Bank loan 8,351) Proceeds from borrowings 27,500 1,045,147 Net cash (used in)/provided by financing activities (74,352)975,389 Net decrease /(increase) in cash held 247,322 (551,042)Cash and cash equivalents at 1 July 2012 3,304,998 5,040,585 Cash and cash equivalents at 31 December 2012 3,552,320 4,489,543

# NOTES TO THE FINANCIAL STATEMENTS for the half-year ended 31 December, 2012

# 1. Basis of preparation

These general purpose interim financial statements for the half-year reporting period ended 31 December 2012 have been prepared in accordance with requirements of the Corporations Act 2001 and Australian Accounting Standards including AASB 134: Interim Financial Reporting. The company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

This interim financial report is intended to provide users with an update on the latest annual financial statements of Newhaven Hotels Limited. As such, it does not contain information that represents relatively insignificant changes occurring during the half-year. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Company for the year ended 30 June 2012, together with any public announcements made during the following half year.

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements, except in relation to the matters discussed below.

### 2. Changes in Accounting Policies

## Presentation of transactions recognised in other comprehensive income

From 1 July 2012 the Consolidated Entity applied amendments to AASB 134 Interim Financial Reporting outlined in AASB 2011-9 Amendments to Australian Accounting Standards — Presentation of Items of Other Comprehensive Income. The change in accounting policy only relates to disclosures and has had no impact on consolidated earnings per share or net income. The changes have been applied retrospectively and require the Consolidated Entity to separately present those items of other comprehensive income that may be reclassified to profit or loss in the future from those that will never be reclassified to profit or loss.

# **Deferred Tax: Recovery of Underlying Assets**

AASB 112: "Income Taxes" is amended to provide a presumption that recovery of the carrying amount of an asset measured using the fair value model in AASB 140 "Investment Property" will, normally, be through sale. As a result of the amendments, interpretation 112 "Income Taxes – Recovery of Revalued Non Depreciable Assets" would no longer apply to investment properties carried at fair value. The amendments also incorporate into AASB 112 the remaining guidance previously contained in Interpretation 112, which is accordingly withdrawn.

		31 December 2012 \$	31 December 2011 \$
3.	Profit for the Period	·	·
	The following revenue and expense items are relevant in explaining the financial performance for the interim period:		
	<ul> <li>Hotel revenue</li> <li>Interest received</li> <li>Rental revenue</li> <li>Other revenue</li> </ul>	12,586,505 36,588 1,064 	11,397,164 104,484 13,900 <u>36,300</u>
		12,624,157	<u>11,551,848</u>

**4.** A Bank Bill Business Loan of \$5.10 million matures on 15 September 2013. Westpac has advised by email dated 27 February 2013 that in principle approval has been granted to extend this term for a further 3 years from this maturity date. The directors have, accordingly, disclosed this loan as a non-current liability.

5.	Dividends	31 December 2012 \$	31 December 2011 \$
	Declared interim fully franked dividend of 2 cents per share franked at tax rate of 30%.(Paid 8 February 2013)	443,491	<u>443,491</u>

# 6. Contingent Liabilities

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

# 7. Operating Segments

From 1 July 2012, operating segments are identified and segment information disclosed on the basis of internal reports that are regularly provided to, or reviewed by, the Company's chief operating decision maker which, for the Company, is the Board of Directors. In this regard, such information is provided using different measures to those used in preparing the statement of comprehensive income and statement of financial position. Reconciliation of such management information to the statutory information contained in the interim financial report has been included.

Reportable segments dislosed are based on aggregated operating segments where the segments are considered to have similar economic characteristics and are also similar with respect to the following:

- the products sold and/or services provided by the segment;
- the type of class of customer for the products or service;
- the distribution method; and
- · external regulatory requirements

# Types of Products and Services by Segment

# Hotel Trading

The Hotel trading segment operates licensed Hotels providing liquor, food and accomodation. All products are aggregated as one reportable segment as the products are similar in nature, they are provided to similar types of customers and they are subject to a similar regulatory environment.

#### Gaming TAB and Amusements

The gaming TAB and amusement segment provides gaming services to customers of the licensed Hotels.

Six months ended 31 December 2012	Hotel Trading	Gaming TAB & Amusements	Total
Revenue External Sales	10,456,346	2,167,811 ———	12,624,157
Total Segment Revenue	10,456,346	2,167,811	12,624,157
Reconciliation of segment result to group Net profit before tax			
Unallocated items: Depreciation and Amortisation Finance costs Hotel gaming device duties Other			(411,374) (1,292,276) (616,182) (9,064,283)
Net profit before tax from continuing operations			1,240,042

	Hotel Trading	Gaming TAB & Amusements	Total
Six months ended 31 December 2011			
Revenue External Sales	9,836,936	1,714,912	11,551,848
Total Segment Revenue	9,836,936	1,714,912	11,551,848
Reconciliation of segment result to group Net profit before tax			
Unallocated items:			
Depreciation and Amortisation Finance costs Hotel gaming device duties Other			(313,959) (1,165,738) (493,767) (8,580,649)
Net profit before tax from continuing operations			997,735

# 8. Events after the end of the Interim Period

Since the end of the interim period, the directors have resolved to pay an interim fully franked dividend of 2 cents per share franked at the rate of 30%, payable on 8 February 2013.

# **DIRECTORS' DECLARATION**

The directors of the Company declare that:

- 1. The financial statements and notes, as set out on pages 4 to 10 are in accordance with the Corporations Act 2001 including:
  - (a) complying with Accounting Standard AASB 134: Interim Financial Reporting; and
  - (b) giving a true and fair view of the Company's financial position as at 31 December, 2012 and its performance for the half-year ended on that date.
- 2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

S F KELLY Director

N E NAPPER Director

27 <sup>+1</sup> February, 2013.



CHARTERED ACCOUNTANTS ABN 65 085 182 822

#### INDEPENDENT AUDITORS' REVIEW REPORT TO THE MEMBERS OF NEWHAVEN HOTELS LIMITED

#### Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Newhaven Hotels Limited, as set out on pages 4 to 11, which comprises the consolidated condensed statement of financial position as at 31 December 2012, the consolidated condensed statement of comprehensive income, the consolidated condensed statement of changes in equity, the consolidated condensed statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

#### Directors' Responsibility for the Half-Year Financial Report

The directors of Newhaven Hotels Limited are responsible for the preparation and of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards (including Australian Accounting Interpretations) and the Corporations Act 2001 and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

#### 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 a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of Newhaven Hotels Limited and it's controlled entity's financial position as at 31 December 2012 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 Newhaven Hotels Limited and its controlled entity, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Matters Relating to Electronic Publication of the Half-Yearly Review Report

This review report relates to the financial report of Newhaven Hotels Limited for the year ended 31 December 2012 included on the website of Newhaven Hotels Limited. The directors of the company are responsible for the integrity of the website and we have not been engaged to report on its integrity. This review report refers only to the subject matter described above. It does not provide an opinion on any other information which may have been hyperlinked to or from the financial report. If users of the financial report are concerned with the inherent risk arising from publication on a website, they are advised to refer to the hard copy of the reviewed financial report to confirm the information contained in this website version of financial report.

#### Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of Newhaven Hotels Limited, would be in the same terms if provided to the directors as at the time of this auditor's review report.

Level 4, 285 Clarence Street Sydney NSW 2000 Australia PO Box Q182 Sydney NSW 1230 Telephone (02) **8268 8188** Facsimile (02) **8268 8199** Email office@stirlinginternational.com.au

#### 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 Newhaven Hotels Limited is not in accordance with the Corporations Act 2001 including:

- (a) giving a true and fair view of the entity's financial position as at 31 December 2012 and of its performance for the halfyear ended on that date; and
- (b) complying with AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

STIRLING INTERNATIONAL

**Chartered Accountants** 

K Arya Partner

Level 4 283-285 Clarence Street Sydney, 27<sup>th</sup> February, 2013.