

## Appendix 4D - Interim Financial Report

### Under ASX Listing Rule 4.2A.3

#### Wagners Holding Company Limited (ABN 49 622 632 848) & Controlled Entities

Current period	1 July 2024 to 31 December 2024
Prior corresponding period	1 July 2023 to 31 December 2023

	Half-year to 31 Dec 2024 \$'000	Half-year to 31 Dec 2023 \$'000	Change \$'000
<b>Results for announcement to the market</b>			
Revenue from continuing operations	225,380	264,601	(39,221)
Net profit/(loss) before tax from continuing operations	16,870	5,708	11,162
Net profit/(loss) after tax from continuing operations	12,341	2,812	9,529

Please refer to commentary in Directors' Report and associated presentation that was released to the market on 25 February 2025 for further commentary.

	Half-year to 31 Dec 2024 cents	Half-year to 31 Dec 2023 cents	Change cents
<b>Dividend information</b>			
Final dividend paid per ordinary share	2.5	-	2.5

There were no dividend reinvestment plans in operation during the period.

	Half-year to 31 Dec 2024 \$	Half-year to 31 Dec 2023 \$	Change \$
<b>Net tangible assets per security</b>			
Net tangible assets per ordinary shares	0.76	0.67	0.09

Additional Appendix 4D disclosure requirements and commentary affecting the results for the period are contained in the Interim Financial Report for the half-year ended 31 December 2024 and management presentation for the half-year ended 31 December 2024.

This report is based on the interim consolidated financial statements which have been reviewed.



# **Wagners Holding Company Limited**

**ABN 49 622 632 848**

## **Interim financial report**

**for the half-year ended 31 December 2024**



**Wagners Holding Company Limited**  
**Interim financial report**  
**for the half-year ended 31 December 2024**

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## Wagners Holding Company Limited

### Directors' report

The directors of Wagners Holding Company Ltd (Wagners) and its controlled entities (the Group), present their report together with the consolidated interim financial report for the half year ended 31 December 2024.

#### Principal activities

The principal activities of the Group consist of supply of construction materials and services and new generation building materials.

Construction materials and services supplies a large range of construction materials and services to customers in the construction, infrastructure and resources industries. Key products include cement, flyash, aggregates, ready-mix concrete, precast concrete products and reinforcing steel. Services include project specific mobile and on-site concrete batching, contract crushing and haulage services.

New generation building materials provides innovative and environmentally sustainable building products and construction materials through composite fibre technologies (CFT) and earth friendly concrete (EFC).

#### Directors

The following persons were directors of the Group during the period and until the date of this report:

Director	Role	Changes
Denis Wagner	Non-executive chairman	
John Wagner	Non-executive director	
Lynda O'Grady	Non-executive director	Resigned – 22 August 2024
Ross Walker	Non-executive director	
Allan Brackin	Non-executive director	Appointed – 1 February 2025
Cameron Coleman	Managing director	

Allan Brackin, appointed to the Board on 1 February 2025, has over 40 years of experience in the technology industry. Mr Brackin is currently a non-executive director of 3P Learning Limited and has held previous Board positions with a number of ASX-listed companies, including the role of Chair of GBST Limited, Opticomm Limited and RPM Global Limited.

#### Operating and financial review

Financial information found below is based upon the reviewed financial statements. Further commentary surrounding the review of operations of the Group for the half year are contained in the Investor Presentation announcements released to the Australian Securities Exchange on 25 February 2025.

Operating Earnings before Interest, Tax (EBIT), Depreciation and Amortisation (EBITDA) is a non-IFRS disclosure and is not subject to audit or review. In the opinion of the Directors, the Group's EBITDA and EBIT reflects the results generated from ongoing operating activities and is calculated in accordance with AICD/Finsia principles.

## Operating and financial review (continued)

### Non statutory & statutory results

Non statutory results are not subject to audit or review and are provided for the half year ended 31 December 2024 to allow shareholders to make a meaningful comparison with the results for the half year ended 30 June 2024 and for the half year ended 31 December 2023 and to make an assessment of the Group's performance as a listed company. The following presentation adjustments have been summarised in table 1 below:

- Showing the fair value changes on derivatives and impairment of assets separately as 'Other', as management consider this to be more appropriate.

Table 1: Non statutory results actual compared to the prior two halves

	1H FY 25 Actual (not reviewed <sup>1</sup> ) \$'000	2H FY 24 Actual (not reviewed <sup>1</sup> ) \$'000	1H FY 24 Actual (not reviewed <sup>1</sup> ) \$'000
Revenue	225,380	217,043	264,601
Direct material and cartage costs	(114,032)	(101,318)	(127,891)
Other attributable costs <sup>2</sup>	(40,556)	(49,469)	(62,362)
<b>Operating gross profit<sup>2</sup></b>	<b>70,792</b> 31.41%	<b>66,256</b> 30.53%	<b>74,348</b> 28.10%
Other income	2,298	3,424	1,280
Repairs and maintenance	(23,240)	(21,185)	(23,464)
Other operating expenses	(17,276)	(16,604)	(18,331)
<b>Operating EBITDA</b>	<b>32,574</b> 14.45%	<b>31,891</b> 14.69%	<b>33,833</b> 12.79%
Depreciation & amortisation	(12,251)	(13,503)	(13,896)
<b>Operating EBIT</b>	<b>20,323</b> 9.02%	<b>18,388</b> 8.47%	<b>19,937</b> 7.53%
EFC - Impairment	-	-	(5,592)
Wacol Site - Impairment	-	(3,173)	-
Impairment of Trade Receivables	244	183	188
Fair value adjustment on derivatives	1,937	1,560	(1,998)
<b>Group EBIT</b>	<b>22,504</b>	<b>16,958</b>	<b>12,535</b>
Net finance costs	(5,634)	(5,851)	(6,827)
<b>Net profit before tax</b>	<b>16,870</b>	<b>11,107</b>	<b>5,708</b>
Income tax expense	(4,529)	(3,637)	(2,896)
<b>Net profit after tax</b>	<b>12,341</b>	<b>7,470</b>	<b>2,812</b>

1 Non-statutory operating results and adjustments are not reviewed by the Groups auditors, BDO.

2 Other attributable costs are those that management consider provide a better reflection of the Group's underlying Gross Profit. This is a non-IFRS, unaudited measure. Within the consolidated statement of profit or loss and other comprehensive income, \$3,018k is included within contract work and purchased services (2024: \$4,734k), \$26,418k is included within employee benefits (2024: \$41,706k), \$7,201k is included within transport and travel expenses (2024: \$9,744k) and \$3,918k is included within other expenses (2024: \$6,177k).

## Operating and financial review (continued)

### *Non statutory results (continued) – not reviewed<sup>1</sup>*

Half year ended 31 December 2024 results compared to the prior corresponding period were impacted by the following:

- Decreased revenue from Precast (Sydney Metro Project) and Bulk Haulage, partially offset by increased revenue from Concrete and Quarry Operations, and CFT.
- Operating EBIT result has been impacted by the following:
  - No production in this half compared to a full six months of production in Precast on the Sydney Metro tunnel project in the prior corresponding period.
  - Improved selling prices for Cement and Concrete and production efficiencies providing better margins.
  - Improved performance of fixed quarry operations.
  - The completion of a bulk haulage projects early in this half.
  - Improved margins from process improvements in pole manufacture as well as efficiencies utilising the automated processing of crossarms.
  - Increased sales in our US CFT business along with a focus on cost control leading to reduced expenses.
- Group EBIT result has been impacted by the following:
  - EFC EBIT is lower as the business activity has been reduced reflecting the lack of commercial support from the market.
  - EFC Impairment was included in the prior corresponding period.
- Other – reflecting valuation differences of FX hedging contracts against the spot price at 31 Dec 2024.

In the second half of this year, we expect to see:

- Construction Materials
  - Improved margins in cement with savings to be realised on raw materials, however volumes expected to be slightly softer than H1 FY25.
  - An increase in concrete volumes with the margin improvement achieved in H1 FY25 expected to be maintained.
  - Improved performance from Wagners Quarries based on secured pipeline of work and operational efficiencies to be realised from investment in plant upgrades in prior periods.
- Project Services
  - Improved margins in the bulk haulage business with new fleet improving productivity and reducing repair and maintenance costs.
  - Minimal revenue contribution from precast and concrete projects with no major projects secured, however business development activities will continue to pursue new project opportunities.
- Composite Fibre Technologies
  - Demand for composite products is expected to remain consistent with H1 FY25.
  - Multiple custom build projects have been secured for delivery in H2 with the margins expected to be consistent with those achieved in H1 FY25.
  - Improvement in the CFT USA business with losses to be contained at the same level or better than H1 FY25.

## Dividends

There are no dividends proposed to be paid as at the date of this report.

### **Significant events occurring after the report date**

The directors of the company are not aware of any other matter or circumstance not otherwise dealt with in the financial report that significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs in the period subsequent to the half year ended 31 December 2024.


### **Auditor's independence declaration**

A copy of the auditor's independence declaration, as required under section 307C of the Corporations Act 2001 is set out on page 8 and forms part of the Director's Report for half year ended 31 December 2024.

### **Rounding**

The Company is a kind referred to in Australian Securities & Investment Commission (ASIC) Corporations Instrument 2016/191, and in accordance with that instrument all financial information presented in Australian dollars has been rounded to the nearest thousand dollars unless otherwise stated.

Signed in accordance with a resolution of the Directors.

A handwritten signature in black ink, appearing to read "Denis Wagner", with a stylized, cursive script.

**Mr Denis Wagner**

Chairman  
Brisbane, Qld

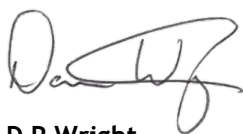
25 February 2025

## **DECLARATION OF INDEPENDENCE BY D P WRIGHT TO THE DIRECTORS OF WAGNERS HOLDING COMPANY LTD**

As lead auditor for the review of Wagners Holding Company Ltd for the half-year ended 31 December 2024, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Wagners Holding Company Ltd and the entities it controlled during the period.



**D P Wright**  
Director

**BDO Audit Pty Ltd**

Brisbane, 25 February 2025



**Wagners Holding Company Limited**  
**Consolidated statement of profit or loss and other comprehensive income**  
**for the half-year ended 31 December 2024**

	Note	31 Dec 2024 \$'000	31 Dec 2023 \$'000
Revenue from contracts with customers	3(a)	225,380	264,601
Other income	3(b)	2,298	1,280
Direct material and cartage costs		(114,032)	(127,891)
Employee benefits expense		(37,752)	(53,055)
Depreciation – right-of-use assets		(3,223)	(3,876)
Depreciation and amortisation expense – other		(9,028)	(10,020)
Finance costs – lease liabilities		(2,902)	(3,058)
Net finance costs – other		(2,732)	(3,769)
Contract work and purchased services		(7,201)	(10,319)
Repairs and maintenance		(23,240)	(23,464)
Transport and travel		(6,716)	(8,771)
Impairment of EFC assets	3(c)	-	(5,682)
Fair value adjustment on derivative instruments		1,937	(1,998)
Impairment of trade receivables		244	188
Other expenses	3(c)	(6,163)	(8,458)
<b>Profit/(loss) before income tax</b>		<b>16,870</b>	<b>5,708</b>
Income tax expense		(4,529)	(2,896)
<b>Profit/(loss) for the period</b>		<b>12,341</b>	<b>2,812</b>
<b>Other comprehensive income (net of tax)</b>			
<i>Items that may be reclassified to profit or loss</i>			
Adjustment from translation of foreign controlled entities		2,357	128
		2,357	128
<b>Total comprehensive income/(loss) for the period</b>		<b>14,698</b>	<b>2,940</b>

Earnings per share		Cents	Cents
Basic earnings per share	7	6.6	1.5
Diluted earnings per share	7	6.4	1.5

The accompanying notes form part of these financial statements

**Wagners Holding Company Limited**  
**Consolidated statement of financial position**  
**as at 31 December 2024**

	Note	31 Dec 2024 \$'000	30 Jun 2024 \$'000
<b>Current Assets</b>			
Cash and cash equivalents		22,360	18,661
Trade and other receivables	4	50,908	68,519
Inventories		42,030	39,866
Derivative instruments		2,192	650
Other assets		3,677	2,309
<b>Total Current Assets</b>		<b>121,167</b>	<b>130,005</b>
<b>Non-current Assets</b>			
Other financial assets		7	7
Property, plant and equipment		159,574	160,243
Right-of-use assets		114,813	118,239
Intangible assets		1,985	2,045
Deferred tax assets		1,754	2,572
<b>Total Non-current Assets</b>		<b>278,133</b>	<b>283,106</b>
<b>Total Assets</b>		<b>399,300</b>	<b>413,111</b>
<b>Current Liabilities</b>			
Trade and other payables		42,327	54,615
Borrowings	5	9,168	7,073
Lease liabilities		8,827	10,070
Derivative instruments		2,079	2,475
Current tax payable		7,258	4,656
Provisions		10,892	11,438
<b>Total Current Liabilities</b>		<b>80,551</b>	<b>90,327</b>
<b>Non-current Liabilities</b>			
Borrowings	5	46,311	59,212
Lease liabilities		125,184	126,547
Provisions		2,431	2,461
<b>Total Non-current Liabilities</b>		<b>173,926</b>	<b>188,220</b>
<b>Total Liabilities</b>		<b>254,477</b>	<b>278,547</b>
<b>Net Assets</b>		<b>144,823</b>	<b>134,564</b>
<b>Equity</b>			
Issued capital		412,062	411,564
Pre IPO distributions to related entities		(354,613)	(354,613)
Reserves		1,772	273
Retained earnings		85,602	77,340
<b>Total Equity</b>		<b>144,823</b>	<b>134,564</b>

The accompanying notes form part of these financial statements



**Wagners Holding Company Limited**  
**Consolidated statement of changes in equity**  
**for the half-year ended 31 December 2024**

	Note	Share capital \$'000	Pre IPO distributions to related entities \$'000	Reserves \$'000	Retained earnings \$'000	Total \$'000
<b>Balance at 1 July 2023</b>		<b>411,564</b>	<b>(354,613)</b>	<b>(30)</b>	<b>67,058</b>	<b>123,979</b>
Profit for the half-year		-	-	-	2,812	2,812
Other comprehensive income, net of tax		-	-	128	-	128
<b>Total comprehensive income for the half-year</b>		<b>-</b>	<b>-</b>	<b>128</b>	<b>2,812</b>	<b>2,940</b>
<i>Transactions with owners in their capacity as owners:</i>						
Recognition of share-based payments		-	-	68	-	68
<b>Balance at 31 December 2023</b>		<b>411,564</b>	<b>(354,613)</b>	<b>166</b>	<b>69,870</b>	<b>126,987</b>
<b>Balance at 1 July 2024</b>		<b>411,564</b>	<b>(354,613)</b>	<b>273</b>	<b>77,340</b>	<b>134,564</b>
Profit for the half-year		-	-	-	12,341	12,341
Other comprehensive income, net of tax		-	-	2,357	-	2,357
<b>Total comprehensive income for the half-year</b>		<b>-</b>	<b>-</b>	<b>2,357</b>	<b>12,341</b>	<b>14,698</b>
Employee rights issued vested		-	-	(498)	498	-
<i>Transactions with owners in their capacity as owners:</i>						
Recognition of share-based payments		-	-	252	-	252
Transfer of share based payments reserves to retained earnings		-	-	(612)	114	(498)
New shares issued (net of share issue costs)	6	498	-	-	-	498
Dividends declared		-	-	-	(4,690)	(4,690)
<b>Balance at 31 December 2024</b>		<b>412,062</b>	<b>(354,613)</b>	<b>1,772</b>	<b>85,602</b>	<b>144,823</b>

The accompanying notes form part of these financial statements

**Wagners Holding Company Limited**  
**Consolidated statement of cash flows**  
**for the half-year ended 31 December 2024**

	Note	31 Dec 2024 \$'000	31 Dec 2023 \$'000
<b>Cash flows from operating activities</b>			
Receipts from customers (inclusive of GST)		268,037	325,006
Payments to suppliers and employees (inclusive of GST)		(234,882)	(268,883)
Interest received		322	2
Dividends received		611	439
Finance costs		(6,024)	(6,982)
Income tax paid		(1,109)	(3,462)
<b>Net cash provided by operating activities</b>	8	<b>26,955</b>	<b>46,120</b>
<b>Cash flow from investing activities</b>			
Proceeds from sale of property, plant and equipment		2,002	1,114
Payments for property, plant and equipment		(8,351)	(7,744)
<b>Net cash used in investing activities</b>		<b>(6,349)</b>	<b>(6,630)</b>
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		6,006	3,438
Proceeds from issue of new shares		498	-
Employee rights vesting		(498)	-
Dividends paid		(4,690)	-
Repayment of lease liabilities		(2,819)	(2,273)
Repayment of borrowings		(16,813)	(21,551)
<b>Net cash provided by/(used in) financing activities</b>		<b>(18,316)</b>	<b>(20,386)</b>
<b>Net increase in cash and cash equivalents</b>		<b>2,290</b>	<b>19,104</b>
Cash and cash equivalents at beginning of half-year		18,661	11,363
Effect of currency translation on cash and cash equivalents		1,409	(10)
<b>Cash and cash equivalents at end of half-year</b>		<b>22,360</b>	<b>30,457</b>

The accompanying notes form part of these financial statements



# **Wagners Holding Company Limited**

## **Notes to the consolidated interim financial report**

### **for the half-year ended 31 December 2024**

#### **1 Statement of Significant Accounting Policies**

Wagners Holding Company Limited (the 'Company') is a company domiciled in Australia. The consolidated interim financial report of the Company for the half-year ended 31 December 2024 comprises the Company and its subsidiaries (together referred to as the 'Group'). The consolidated interim financial report was authorised for issue by the directors on 25 February 2025.

##### **(a) Statement of compliance**

The consolidated interim financial report has been prepared in accordance with Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Act 2001.

This consolidated interim financial report does not include all the information normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ending 30 June 2024; and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial / Directors' Report) Instrument 2016/191 and in accordance with that Instrument, amounts in the financial report have been rounded to the nearest thousand dollars, unless otherwise stated.

##### **(b) Basis of preparation**

The accounting policies and methods of computation applied by the Group in the consolidated interim financial report are the same as those applied by the Group in its consolidated financial report as at and for the year ended 30 June 2024 except for the adoption of new and amended standards as set out below.

##### **Going concern**

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realization of assets and settlement of liabilities in the normal course of business.

##### **New and revised standards**

A number of new or amended standards became applicable for the current reporting period. The impact of the adoption of these standards did not have any impact on the Group accounting policies and did not require retrospective adjustments.

##### **(c) Critical accounting estimates and judgments**

The preparation of the interim financial report requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group. Actual results may differ from these estimates.

## 1 Statement of Significant Accounting Policies (continued)

### (c) Critical accounting estimates and judgments (continued)

In preparing this consolidated interim financial report, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the 2024 annual report.

## 2 Segment reporting

AASB 8 Operating Segments requires the Group to identify operating segments and disclose segment information on the basis of internal reports that are provided to, and reviewed by, the chief operating decision maker of the Group to allocate resources and assess performance. In the case of the Group, the chief operating decision maker is the Board of Directors.

An operating segment is a component of the Group that engages in business activity from which it may earn revenues or incur expenditure, including those that relate with other Group components. Each operating segment's results are reviewed regularly by the Board to make decisions about resources to be allocated to the segments and assess its performance. The Board monitors the operations of the Group based on the following four segments:

- **Construction Materials (CM)**: supplies a range of construction materials predominantly to customers in the construction, infrastructure, and resources industries. Key products include cement, flyash, ready-mix concrete, precast concrete products, aggregates and reinforcing steel. Services include mobile concrete, crushing and haulage services, and are typically provided via medium to long-term contracts both domestically and internationally.
- **Project Services (Projects)**: supplies a range of project services predominantly to customers in the construction, infrastructure, and resources industries. Services include mobile concrete, crushing and haulage services, and are typically provided via medium to long-term contracts both domestically and internationally.
- **Composite Fibre Technology (CFT)**: provides an innovative and environmentally sustainable new generation building material, Composite Fibre Technology (CFT).
- **Earth Friendly Concrete (EFC)**: provides an innovative and environmentally sustainable new generation building material, Earth Friendly Concrete (EFC) technology.

Corporate amounts reflect corporate costs incurred by the Group, as well as the financing and investment activities of the Group.

Segment performance is evaluated based on profit before interest and tax. Inter-segment pricing is determined on an arm's length basis and inter-segment revenue is generated from the sales of materials and services between operations.

Allocations of assets and liabilities are not separately identified in internal reporting so are not disclosed in this note.

## 2 Segment reporting (continued)

### Reconciliations of reportable segment revenues & profit or loss.

Half-year ended 31 December 2024	CM \$'000	Projects \$'000	CFT \$'000	EFC \$'000	Other \$'000	Total \$'000
Segment revenue	129,760	61,280	34,675	49	259	226,023
Inter-segment elimination	(366)	(18)	-	-	(259)	(643)
<b>Revenue from contracts with customers</b>	<b>129,394</b>	<b>61,262</b>	<b>34,675</b>	<b>49</b>	<b>-</b>	<b>225,380</b>
Other income	843	-	8	186	1,261	2,298
<b>Total income for the period</b>	<b>130,237</b>	<b>61,262</b>	<b>34,683</b>	<b>235</b>	<b>1,261</b>	<b>227,678</b>
<b>Profit/(loss) before interest &amp; income tax</b>	<b>19,404</b>	<b>3,877</b>	<b>4,231</b>	<b>(167)</b>	<b>(6,778)</b>	<b>20,567</b>
Finance costs						(5,956)
Fair value adjustment on derivatives						1,937
Interest income						322
Income tax expense						(4,529)
<b>Profit for the half-year</b>						<b>12,341</b>

Half-year ended 31 December 2023	CM \$'000	Projects \$'000	CFT \$'000	EFC <sup>1</sup> \$'000	Other \$'000	Total \$'000
Segment revenue	119,047	120,728	31,030	209	-	271,014
Inter-segment elimination	(6,385)	-	(28)	-	-	(6,413)
<b>Revenue from contracts with customers</b>	<b>112,662</b>	<b>120,728</b>	<b>31,002</b>	<b>209</b>	<b>-</b>	<b>264,601</b>
Other income	603	1	31	32	613	1,280
<b>Total income for the period</b>	<b>113,265</b>	<b>120,729</b>	<b>31,033</b>	<b>241</b>	<b>613</b>	<b>265,881</b>
<i>Profit/(loss) before impairment, interest &amp; income tax</i>	<i>14,713</i>	<i>13,144</i>	<i>1,318</i>	<i>(1,069)</i>	<i>-</i>	<i>20,125</i>
<b>Profit/(loss) before interest &amp; income tax</b>	<b>14,713</b>	<b>13,144</b>	<b>1,318</b>	<b>(6,661)</b>	<b>(7,981)</b>	<b>14,533</b>
Finance costs						(6,829)
Fair value adjustment on derivatives						(1,998)
Interest income						2
Income tax expense						(2,896)
<b>Profit for the half-year</b>						<b>2,812</b>

1 Profit or loss includes impairment expense recognised in segment of \$5,592k in relation to winding down of EFC operations.

### 3 Revenue & expenses

	31 Dec 2024 \$'000	31 Dec 2023 \$'000
<b>(a) Revenue from contracts with customers</b>		
Revenue from contracts with customers	225,380	264,601
<b>(b) Other income</b>		
Profit on sale of property, plant and equipment	1,265	592
Dividends received	611	439
Rent and hire received	269	196
Other income	153	53
	2,298	1,280
	<b>227,678</b>	<b>265,881</b>

### (c) Expenses

Profit for the half year 31 December 2024 included:

- Decreased employee benefits expenses of \$37,752,000 (1H FY24: \$53,055,000) against the prior corresponding period mainly due to the work on a large precast contract ending.
- Other expenses included costs for Rental and hire of \$3,776,000 (1H FY24: \$5,264,000).
- No impairment charges in the current half year, compared to the prior corresponding period of \$5,682,000 that related to the EFC divisions assets, affecting the statement of financial position items of property, plant & equipment (\$5,032k), inventory (\$248k) & provisions (\$402k). The impairment has been recognised as a result of the strategic review and scale back announced on 22 January 2024.

### 4 Trade and other receivables

	31 Dec 2024 \$'000	30 Jun 2024 \$'000
<b>Current</b>		
Trade receivables	49,905	66,006
Contract assets	1,521	3,743
Provision for expected credit loss of trade receivables	(1,219)	(1,481)
	<b>50,207</b>	<b>68,268</b>
Other receivables	701	251
	<b>50,908</b>	<b>68,519</b>



## 5 Borrowings

	31 Dec 2024 \$'000	30 Jun 2024 \$'000
<b>Current</b>		
<i>Secured liabilities</i>		
Finance facility	-	-
Chattel mortgages	9,168	7,073
	<b>9,168</b>	<b>7,073</b>
<b>Non-current</b>		
<i>Secured liabilities</i>		
Finance facility	42,500	52,500
Chattel mortgages	3,811	6,712
	<b>46,311</b>	<b>59,212</b>
<b>Total current and non-current secured liabilities:</b>		
Finance facility	42,500	52,500
Chattel mortgages	12,979	13,785
	<b>55,479</b>	<b>66,285</b>

There were no breaches of covenants during the period.

## 6 Issued capital and share based payments

### Movement in share capital

Date	Details	No. of shares	\$'000
1 July 2024	Opening balance	187,618,665	411,564
25 September 2024	Issue of new shares to employee share trust	565,513	498
<b>31 December 2024</b>	<b>Closing balance</b>	<b>188,184,178</b>	<b>412,062</b>

- During the half-year, tranches under its executive share option plan the Company issued 2,028,960 share options on 27 September 2024 & 359,466 share options on 20 November 2024 for a total of 2,388,426 total share options (2023: 1,586,568) over ordinary shares, split equally in tranches over three performance periods. These options had a fair value per share option at grant date of:
  - Tranche 1: \$0.26 [Sep] & \$0.95 [Nov] (2023: \$0.26)
  - Tranche 2: \$0.19 [Sep] & \$0.69 [Nov] (2023: \$0.19)
  - Tranche 3: \$0.15 [Sep] & \$0.55 [Nov] (2023: \$0.15)

## 7 Earnings per share

	31 Dec 2024	31 Dec 2023
Profit/(loss) for the half year period (\$'000)	12,341	2,812
Weighted average number of shares for basic earnings per share (no. of shares)	187,916,788	187,618,665
<b>Basic earnings per share (cents per share)</b>	<b>6.6</b>	<b>1.5</b>
Weighted average number of shares for diluted earnings per share (no. of shares)	192,602,228	191,594,336
<b>Diluted earnings per share (cents per share)</b>	<b>6.4</b>	<b>1.5</b>

## 8 Cash flow information

### Reconciliation of cash flow from operation with profit/(loss) after income tax

	31 Dec 2024 \$'000	31 Dec 2023 \$'000
Profit/(loss) after income tax	12,341	2,812
<b>Non-cash flows in profit/(loss)</b>		
Depreciation of property, plant & equipment	8,968	9,960
Depreciation of right-of-use assets	3,639	4,406
Amortisation of intangible assets	60	60
Fair value adjustment on derivative instruments	(1,938)	1,998
Net (gain)/loss on disposal of non-current assets	(1,265)	(432)
Performance rights	252	67
Impairment of EFC assets	-	5,682
<b>Changes in operating assets and liabilities</b>		
(Increase)/decrease in trade and other receivables	17,610	30,689
(Increase)/decrease in other assets	(1,368)	(504)
(Increase)/decrease in inventories	(1,901)	1,327
(Increase)/decrease in deferred tax assets	(12,287)	(2,476)
Increase/(decrease) in income taxes payable	2,602	1,910
Increase/(decrease) in trade and other payables	818	(11,671)
Increase/(decrease) in provisions	(576)	2,292
<b>Net cash provided by/(used in) operating activities</b>	<b>26,955</b>	<b>46,120</b>

## 9 Subsequent events

To the Directors' best knowledge, there has not arisen in the interval between 31 December 2024 and the date of this report any item, any other transaction or event of a material and unusual nature that will, or may, significantly affect the operations of the Group.



## Wagners Holding Company Limited

### Directors' declaration

In the opinion of the Directors of Wagners Holding Company Limited:

- (a) the consolidated financial statements and notes are in accordance with the Corporations Act 2001, including:
  - i. complying with Accounting Standards AASB 134 *Interim Financial Reporting*, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
  - ii. giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 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.

Dated at Brisbane, Queensland on 25 February 2025.

Signed in accordance with a resolution of the Directors.

A handwritten signature in black ink, appearing to read "Mr Denis Wagner".

**Mr Denis Wagner**

Chairman

## INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Wagners Holding Company Ltd

### Report on the Half-Year Financial Report

#### Conclusion

We have reviewed the half-year financial report of Wagners Holding Company Ltd (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, material accounting policy information and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

- i. Giving a true and fair view of the Group's financial position as at 31 December 2024 and of its financial performance for the half-year ended on that date; and
- ii. Complying with Accounting Standard AASB 134 *Interim Financial Reporting and the Corporations Regulations 2001*.

#### Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be the same terms if given to the directors as at the time of this auditor's review report.

### **Responsibility of the directors for the financial report**

The directors of the Company are responsible for the preparation of the half-year 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 half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

### **Auditor's responsibility for the review of the financial report**

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether 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 the Group's financial position as at 31 December 2024 and its financial performance for the half-year ended on that date and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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.

**BDO Audit Pty Ltd**

BDO



**D P Wright**

Director

Brisbane, 25 February 2025