

HEAD OFFICE

20-28 Cawley Road, Yarraville, VIC. 3013 Australia Telephone: (03) 9316 2011 Facsimile: (03) 9316 2066 Postal Address: PO Box 50, Yarraville, VIC. 3013

29 February 2016

Australian Stock Exchange Company Announcements Platform Electronic transmission

## **Announcement of Results to the Market**

The directors of Chalmers Limited provide Appendix 4D - Half Year Information - 31 December 2015 for release to the market which is presented in the following pages. Commentary of the year's performance can be found in Part B page 1 – under Review of Operations.

No interim dividend has been declared.

Yours faithfully, J P FEDORKO **COMPANY SECRETARY** 

ABN 34 004 471 032

# Appendix 4D - Half year information - 31 December 2015

Lodged with the ASX under Listing Rule 4.2A.

This information should be read in conjunction with the 30 June 2015 Annual Report.

### **Contents**

(All disclosures required by ASX marked by their corresponding ASX item number)

Results for Announcement to the Market (Appendix 4D item 2)	page	Part A
Half-year report  (ASX Listing rule 4.2A1)  Directors' Report  Auditor's Independence Declaration  Statement of Profit or Loss and Other Comprehensive  Statement of Financial Position  Statement of Changes in Equity  Statement of Cash Flows  Notes to the Financial Statements  Directors' Declaration  Independent Review Report to the Members	o pages	Part B  1 3 4 5 6 7 8 11 12
Supplementary Appendix 4D Information (Appendix 4D items 3 to 9)	2 pages	Part C

Total pages following - 16

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2015 and any public announcements made by Chalmers Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

# For the half year ended 31 December 2015

(Previous corresponding period: Half year ended 31 December 2014)

# Results for Announcement to the Market

\$A'000

2.1 Revenue from ordinary activities	<b>DOWN 5%</b> to \$29,664
2.2 Profit/(loss) from ordinary activities after tax attributable to members	<b>UP 387%</b> to \$416
2.3 Net profit/(loss) for the period attributable to members	UP 387% to \$416

2.4 Dividends/distributions	Amount per security	Franked amount per security
Final dividend (prior year)	Nil cents	Nil cents
Interim dividend	Nil cents	Nil cents

Interim dividend payable:

N/A

**2.5 Record date** for determining entitlements to the interim dividend:

N/A

2.6 Explanations of Revenue

Refer to "Review of Operations" per Directors' Report

2.7 Explanation of Profit/(loss) from ordinary activities after tax

Refer to "Review of Operations" per Directors' Report

2.8 Explanation of Net Profit/(loss)

Refer to "Review of Operations" per Directors' Report

2.9 Explanation of Dividends

Refer to "Review of Operations" per Directors' Report

Part B

# **CHALMERS LIMITED**

### Directors' Report

For the half year ended 31 December 2015

Your directors present their report on the consolidated entity consisting of Chalmers Limited and the entities it controlled at the end of, or during, the half year ended 31 December 2015.

#### **Directors**

The following persons were directors of Chalmers Limited during the whole of the half year and up to the date of

rt.		
AJ	Murrowood	(Non-executive Chairman)
JP	Carew	(Managing Director)
PT	Brannighan	(Non-executive)
GW	/ Chalmers	
LA	Daglish	(Non-executive)
GD	Mulligan	(Non-executive)

Mr Wilson was a director from the beginning of the financial year until his resignation on 2 July 2015.

#### **Consolidated Results**

Consolidated Results	Half y	ear
	2015 \$	2014 \$
Profit from continuing operations after income tax expense	415,874	85,378

#### **Review of Operations**

Profit before tax for the half-year ended December 2015 of \$632,066 was earned on total revenue of \$30.1M. The result is an improvement over that earned for the December 2014 half-year despite total revenue declining by over \$1.1M.

The revenue contraction resulted from lower revenue in the Transport division - representing a tail-off of southern Australia grain volume and Brisbane warehouse facility utilisation. Some offset was achieved with improved revenue for the Container division through additional volume for the empty container and tanks businesses in Brisbane together with surrender of a property lease option.

Costs reduced in tandem with the reduced revenue-falling by \$1,521K to \$29.5M over the previous corresponding half-year period due mostly as follows:

-yeai	period due mostry as forlows.
	Labour and subcontract costs reducing by \$778K and \$211K respectively. Labour costs reduced on the
	back of lower direct labour, overtime and support staff costs. Subcontract costs reduced in order to
	maintain company fleet utilisation.
	Vehicle costs reduced by \$413K predominantly as a result of lower net fuel costs. It should be noted that
	the revenue line for fuel service levies would have also reduced.
	Property costs decreased as a result of the onerous contract provision writeback of \$357K in respect of
	leased warehouse space in Brisbane.
	-

Earnings per share of 5.46 cents compare with the prior December half-year of 1.12 cents.

# Directors' Report (continued)

For the half year ended 31 December 2015

### **Significant Transaction**

During the half year the company renegotiated certain of its property leases, effective from 1 July 2015. The terms of the renegotiated property leases were verbally agreed and documented with the landlord and as at 31 December 2015 were subject to final documentation. The renegotiated property leases gave rise to consideration of \$450,600 being received in return for the surrender of a lease option which has been brought to accounts as revenue in the half year ended 31 December 2015.

**Auditors' Independence Declaration** 

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is attached as part of this report.

Signed at Yarraville this 26th day of February 2016, in accordance with a resolution of the directors.



The Rialto, Level 30 525 Collins St Melbourne Victoria 3000

Correspondence to: GPO Box 4736 Melbourne Victoria 3001

T +61 3 8320 2222 F +61 3 8320 2200 E info.vic@au.gt.com W www.grantthornton.com.au

# AUDITOR'S INDEPENDENCE DECLARATION TO THE DIRECTORS OF CHALMERS LIMITED

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Chalmers Limited for the half-year ended 31 December 2015, 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.

Gent Thomson

GRANT THORNTON AUDIT PTY LTD Chartered Accountants

Die W Passanis

Eric Passaris

Partner - Audit & Assurance

Melbourne, 26 February 2016

Grant Thornton Audit Pty Ltd ACN 130 913 594 a subsidiary or related entity of Grant Thornton Australia Ltd ABN 41 127 556 389

Grant Thornton' refers to the brand under which the Grant Thornton member firms provide assurance, tax and advisory services to their clients and/or refers to one or more member firms, as the context requires. Grant Thornton Australia Ltd is a member firm of Grant Thornton International Ltd (GTIL). GTIL and the member firms are not a worldwide partnership. GTIL and each member firm is a separate legal entity. Services are delivered by the member firms. GTIL does not provide services GTIL and its member firms are not agents of, and do not obligate one another and are not liable for one another's acts or omissions. In the Australian context only, the use of the term 'Grant Thornton' may refer to Grant Thornton Australia Limited ABN 41 127 556 389 and its Australian subsidiaries and related entities. GTIL is not an Australian related entity to Grant Thornton Australia Limited.

# Statement of Profit or Loss and Other Comprehensive Income For the half year ended 31 December 2015

	Half year		
	2015 \$	2014 \$	
Revenue from continuing operations	29,664,287	31,189,540	
Other Income	470,627	-	
Employee benefits expense Property expense Vehicle and equipment expense Other expenses Subcontractor expense Depreciation and amortisation expense Material expense Finance costs Net loss on disposal of non-current assets	(12,211,477) (4,658,924) (4,027,045) (2,670,098) (2,208,487) (1,927,297) (1,579,124) (220,396)	(12,989,096) (4,876,914) (4,440,475) (2,616,991) (2,419,377) (1,935,139) (1,422,296) (321,929) (1,191)	
Profit from continuing operations before income tax expense	632,066	166,132	
Income tax expense	(216,192)	(80,754)	
Profit for the half year	415,874	85,378	
Total comprehensive income for the half year attributable to owners of the parent entity	415,874	85,378	
Basic earnings per share (cents per share) Diluted earnings per share (cents per share)	5.46 5.46	1.12 . 1.12	

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

# Statement of Financial Position

As at 31 December 2015

	Notes	31 December 2015 \$	30 June 2015 \$
CURRENT ASSETS Cash and cash equivalents Trade and other receivables Inventories Current tax assets		1,213,443 10,510,077 517,188	1,059,950 9,775,987 602,474 307,999
		12,240,708	11,746,410
NON-CURRENT ASSETS Property, plant & equipment Intangible assets Deferred tax assets		37,337,926 126,811 129,643 37,594,380	38,913,087 184,972 128,796 39,226,855
TOTAL ASSETS		49,835,088	50,973,265
CURRENT LIABILITIES Trade and other payables Borrowings Current tax liabilities Provisions		4,094,826 2,181,663 109,990 2,960,478 9,346,957	4,065,924 2,529,956 3,296,712 9,892,592
NON-CURRENT LIABILITIES Borrowings Provisions		6,774,730 210,684	7,783,269 210,561
		6,985,414	7,993,830
TOTAL LIABILITIES		16,332,371	17,886,422 33,086,843
NET ASSETS		33,502,717	=======================================
EQUITY Contributed equity Retained Profits		8,225,847 25,276,870	8,225,847 24,860,996
TOTAL EQUITY		33,502,717	33,086,843

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

# Statement of Changes in Equity For the half year ended 31 December 2015

	Attributable to owners of Chalmers Limited				
	Contributed equity		Total	Non- controlling interest	Total equity
	\$	\$	\$	\$	\$
Half Year ended December 2015					
Balance at 1 July 2015	8,225,847	24,860,996	33,086,843	-	33,086,843
Net profit for the half year	***************************************	415,874	415,874	-	415,874
Total comprehensive income for the half year	-	415,874	415,874	-	415,874
Transactions with owners in their capacity as owners: Dividend provided for or paid	_				_
Balance at 31 December 2015	8,225,847	25,276,870	33,502,717	-	33,502,717
Half Year ended December 2014					
Balance at 1 July 2014	8,225,847	25,790,363	34,016,210	-	34,016,210
Net profit for the half year		85,378	85,378	-	85,378
Total comprehensive income for the half year	-	85,378	85,378	_	85,378
Transactions with owners in their capacity as owners: Dividend provided for or paid	- -	(190,350)	(190,350)	-	(190,350)
Balance at 31 December 2014	8,225,847	25,685,391	33,911,238	_	33,991,238

Statement of Cash Flows
For the half year ended 31 December 2015

	Half-year		
	2015 \$	2014 \$	
Cash flows from operating activities Receipts from customers (inc GST) Payments to suppliers and employees (inc GST)	32,723,479 (30,940,197)	34,579,593 (31,737,689)	
	1,783,282	2,841,904	
Interest received Finance costs paid Income taxes recovered/ (paid)	6,499 (213,967) 200,950 ————————————————————————————————————	15,412 (324,391) (73,833) 	
Net cash inflow from operating activities	1,//0,/04	2,439,092	
<u>Cash flows from investing activities</u> Payments for property, plant and equipment Proceeds from sale of property, plant and equipment	(316,886) 50,446	(950,780) 7,461	
Net cash inflow/(outflow) from investing activities	(266,440)	(943,319)	
<u>Cash flows from financing activities</u> Repayment of borrowings Dividends paid	(1,356,831)	(1,658,059) (190,350)	
Net cash outflow from financing activities	(1,356,831)	(1,848,409)	
Net increase/(decrease) in cash and cash equivalents	153,493	(332,636)	
Cash and cash equivalents at the beginning of the half year	1,059,950	1,854,071	
Cash and cash equivalents at the end of the half year	1,213,443	1,521,435	

## Notes to the Financial Statements

For the half year ended 31 December 2015

## 1. BASIS OF PREPARATION OF HALF YEAR REPORT

These general purpose financial statements for the interim half year reporting period ended 31 December 2015 have been prepared in accordance with Accounting Standard AASB 134 "Interim Financial Reporting" and the Corporations Act 2001.

These interim financial statements do not include all the notes of the type normally included in an annual financial report. Accordingly, these statements are to be read in conjunction with the annual report for the year ended 30 June 2015 and any public announcements made by Chalmers Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

#### 2. SEGMENT INFORMATION

AASB 8 "Operating Segments" requires operating segments to be identified on the basis of internal reports about components of a company that are regularly reviewed by the chief operating decision makers, being the board of Chalmers Limited, in order to allocate resources to, and assess the performance of each segment.

Transport consists of road transport, predominantly import/export FCL containers and the interface with logistics/warehousing/hubbing services.

Containers represent the empty container park operations concerned with handling, storage, repairs, upgrades, pretrips and so on of empty containers on behalf of shipping and leasing company customers and tank services.

Property represents the capital investment Chalmers has in freeholds located in Melbourne. The property segment charges rental on a conservative commercial arms-length basis to each of the divisional occupants.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers, being the board of Chalmers Limited.

No single customer represents more than 10% of revenue.

Some revenue is derived from customers overseas, predominantly shipping companies and container leasing companies.

Segment results include profit on sale of assets.

	Transport \$	Containers \$	Property \$	Total \$
Half-year ended 31 December 2015				
Total segment revenue	19,931,545	10,176,843	781,236	30,889,624
External revenue	19,931,545	10,176,843	-	30,108,388
Segment results	(577,015)	750,748	451,834	625,567

# Notes to the Financial Statements For the half year ended 31 December 2015

## 2. SEGMENT INFORMATION (continued)

Half-year ended 31 December 2014	Transport \$	Containers \$	Property \$	Total \$
Total segment revenue	21,968,308	9,205,820	727,856	31,901,984
External revenue	21,968,308	9,205,820	-	31,174,128
Segment results	165,001	(396,551)	382,270	150,720

No information is disclosed for segment assets as no measure of segment assets is regularly provided to the board.

	Half	f-year
	2015	2014
	\$	\$
Reconciliation of adjusted segment revenue to revenue from continuing of	perations:	
Total segment revenue	30,889,624	31,901,984
Inter-segment eliminations	(781,236)	(727,856)
Other revenue	(450,600)	
Interest revenue	6,499	15,412
Total revenue from continuing operations	29,664,287	31,189,540
Reconciliation of adjusted segment results to profit from continuing oper follows:	rations before income	tax is provided
follows.		
	625,567	150,720
Total segment results Interest revenue	625,567 6,499	150,720 15,412

## Notes to the Financial Statements

For the half year ended 31 December 2015

Half-year	
2015	2014
\$	\$

#### 3. DIVIDENDS

Ordinary shares

Dividends provided for or paid during the half year

190,350

Dividends not recognised at the end of the half year

Since the end of the half year directors have agreed not to pay an interim dividend out of retained profits at 31 December 2015.

#### 4. CONTINGENCIES

#### Contingent Assets and Liabilities

Since the last annual reporting date, there has been no significant change of any contingent assets or contingent liabilities.

## 5. EVENTS OCCURRING AFTER THE REPORTING DATE

At the date of this report, there is no matter or circumstance which has arisen since 31 December 2015 that has significantly affected the state of affairs of the consolidated entity.

#### 6. SIGNIFICANT EVENTS

During the half year the company renegotiated certain of its property leases, effective from 1 July 2015. The terms of the renegotiated property leases were verbally agreed and documented with the landlord and as at 31 December 2015 were subject to final documentation. The renegotiated property leases gave rise to consideration of \$450,600 being received in return for the surrender of a lease option which has been brought to accounts as revenue in the half year ended 31 December 2015.

## **Directors' Declaration**

For the half year ended 31 December 2015

In the directors' opinion:

- (a) the financial statements and notes set out on pages 4 to 10 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 consolidated entity's financial position as at 31 December 2015 and of its performance as represented by the results of its operations, changes in equity and its cash flows, for the half-year ended on that date; and
- (b) there are reasonable grounds to believe that Chalmers Limited will be able to pay its debts as and when they become due and payable.

Signed at Yarraville this 26th day of February 2016, in accordance with a resolution of the Board of Directors.

AJ Murrowood

Director

JP Carew



The Rialto, Level 30 525 Collins St Melbourne Victoria 3000

Correspondence to: GPO Box 4736 Melbourne Victoria 3001

T +61 3 8320 2222 F +61 3 8320 2200 E info.vic@au.gt.com W www.grantthornton.com.au

# INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF CHALMERS LIMITED

We have reviewed the accompanying half-year financial report of Chalmers Limited ("Company"), which comprises the consolidated financial statements being the statement of financial position as at 31 December 2015, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a statement of accounting policies, other explanatory information and the directors' declaration of the consolidated entity, comprising both the Company and the entities it controlled at the half-year's end or from time to time during the half-year.

#### Directors' responsibility for the half-year financial report

The directors of Chalmers Limited 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 controls 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 consolidated half-year financial report based on our review. We conducted our review in accordance with the 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 the Chalmers Limited consolidated entity's financial position as at 31 December 2015 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 Chalmers Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

Grant Thornton Audit Pty Ltd ACN 130 913 594 a subsidiary or related entity of Grant Thornton Australia Ltd ABN 41 127 556 389

'Grant Thornton' refers to the brand under which the Grant Thornton member firms provide assurance, tax and advisory services to their clients and/or refers to one or more member firms, as the context requires. Grant Thornton Australia Ltd is a member firm of Grant Thornton International Ltd (GTIL), GTIL and the member firms are not a worldwide partnership. GTIL and each member firm is a separate legal entity. Services are delivered by the member firms, GTIL does not provide services to clients. GTIL and its member firms are not agents of, and do not obligate one another and are not liable for one another's acts or omissions. In the Australian context only, the use of the term 'Grant Thornton' may refer to Grant Thornton Australia Limited ABN 41 127 556 389 and its Australian subsidiaries and related entities. GTIL is not an Australian related entity to Grant Thornton Australia Limited.

Liability limited by a scheme approved under Professional Standards Legislation. Liability is limited in those States where a current scheme applies.



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.

#### Independence

In conducting our review, we 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 Chalmers 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 as at 31 December 2015 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.

CIENT Thornton

GRANT THORNTON AUDIT PTY LTD Chartered Accountants

Qui W forsan's

Eric Passaris

Partner - Audit & Assurance

Melbourne, 26 February 2016

Supplementary Appendix 4D information

3 NTA Backing	31 Dec 2015	31 Dec 2014
Net tangible asset backing per ordinary share (Current: 7,614,000 shares – Prior: 7,614,000 shares)	\$4.38	\$4.42

4 Controlled entities acquired or disposed of

Acquired	N/A	
Disposed of	N/A	k .

## 5 Additional dividend/distributions information

Details of dividends/distributions declared or paid during or subsequent to the half-year ended 31 December 2015 are as follows:

Record date	Payment date	Туре	Amount per security	Total dividend	Franked amount per security	Foreign sourced dividend amount per
N/A	N/A	Final	Nil cents	\$Nil	Nil cents	security -
N/A	N/A	Interim	Nil cents	\$Nil	Nil cents	-

### 6 Dividend/distribution reinvestment plans

At 31 December 2015 there was no dividend reinvestment plan in operation for Chalmers Limited.

7 Associates and Joint Venture entities

Name	Owne inter			(losses),	Contribution to net profit, where material	
	2015	2014	2015 \$	2014 \$	2015 \$	2014 \$
N/A						

## 8 Foreign Accounting standards

N/A

#### 9 Audit Alert

N/A

# CHALMERS LIMITED Supplementary Appendix 4D information

This report is bas	sed on <sup>+</sup> accounts to which <b>c</b>	one of the	following applies.
	The <sup>†</sup> accounts have been audited.	✓	The <sup>+</sup> accounts have been subject to review.
	The <sup>+</sup> accounts are in the process of being audited of subject to review.	or	The <sup>+</sup> accounts have <i>not</i> yet been audited or reviewed.
If the accounts h to dispute or qua N/A	ave not yet been audited on alification, details are descr	· subject to ibed belov	o review and are likely to be subjec w
If the accounts h qualification, det N/A	ave been audited or subjectails are described below	t to reviev	v and are subject to dispute or
By electronic lodgen	<i>ment</i> tary - JP Fedorko	29 Feb	oruary 2016