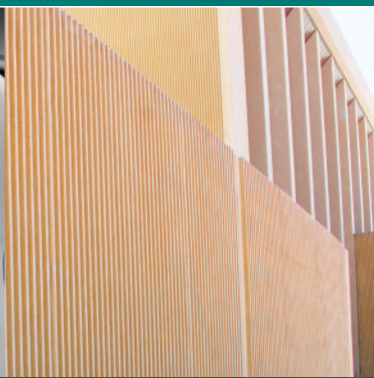
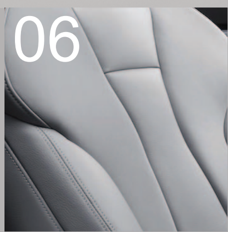
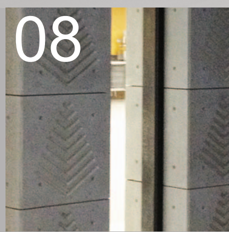
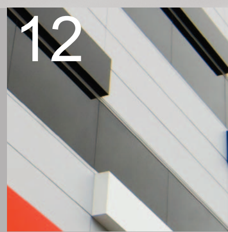
ANNUAL REPORT 14


Schaffer Corporation Limited







ABOUT SCHAFFER CORPORATION

A DIVERSIFIED AUSTRALIAN INDUSTRIAL COMPANY

Schaffer Corporation Limited is a diversified industrial company with core operating divisions in Building Materials, Automotive Leather, Property and Investment. Originally incorporated in 1955, the company was first listed on the Australian Securities Exchange (ASX) in 1963 and currently employs approximately 1,100 employees in three countries.

The Automotive Leather division is a world-class, globally competitive automotive leather producer, supplying quality interior leather products to such household names as Audi, Volkswagen, Land Rover, Nissan, Toyota and Ford. The division operates leather processing and finishing operations in the state of Victoria (Australia) and component cutting plants in China and Slovakia. Exports account for over 90% of sales.

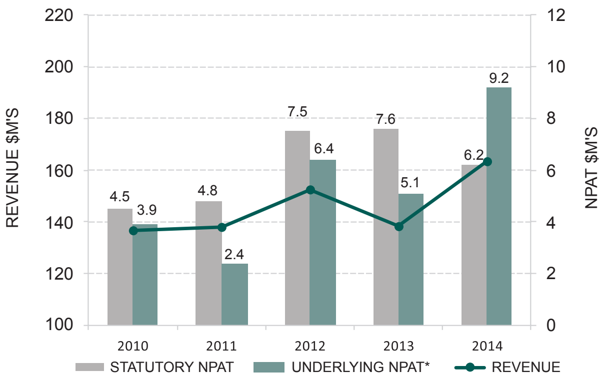
The Building Materials division is a niche Australian supplier of building, construction and landscaping products. The Building Products business unit manufactures and imports a premium range of paving, walling and landscaping products, which are sold direct to the trade and public through a national network of Urbanstone Central retail stores. Delta Corporation, the second business unit within the Building Materials division, manufactures a range of precast and pre-stressed concrete floor, beam and wall products, together with custom made precast panel and beams products for major infrastructure, building and resource projects.

The Property division has syndicated interests in commercial and retail properties in Western Australia and Victoria. The division's assets also include an interest in a future industrial subdivision located at Neerabup, Western Australia, and property held for future development in the Western Australia suburb of Jandakot, as well as several other properties in Western Australia which are primarily occupied by the Building Materials division's manufacturing and operations.

Gosh Capital is a subsidiary investment company that seeks to maximise the value of the land asset on which the Gosh Leather business previously operated in North Coogee, Western Australia. Through reinvestment of profits the subsidiary now owns, in addition to the North Coogee land, a commercial property in Western Australia and investments in property unit trusts with interests in Western Australia and New South Wales.

Schaffer Corporation's key internal performance measure is Return on Average Capital Employed (ROACE*), which reflects the earnings achieved in relation to the debt and equity capital invested in its businesses. The Company applies the ROACE measure in pursuing its long-term growth strategy to organically develop its core businesses and to acquire businesses or properties. The company has a proud history of paying a dividend in every one of the 51 years since it was originally listed as Calsil Ltd way back in 1963. Since the year 2001, the company has paid approximately $111 million in fully franked dividends, at an average dividend yield of 8% per annum.

SFC 5 YR FINANCIAL PERFORMANCE



Board of directors

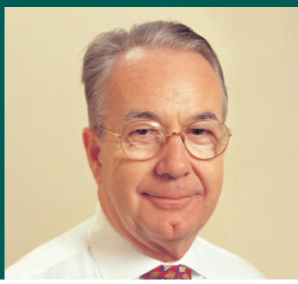
John Schaffer | Anton Mayer | Danielle Blain | David Schwartz | Michael Perrott AM


MANAGING DIRECTOR'S REPORT

EXECUTIVE MANAGEMENT TEAM

John Schaffer
BCom(Hons), FCPA
Age 64

Mr Schaffer joined the Group in 1972 and has held the positions of Managing Director since 1987 and Chairman since 1988.



Anton Mayer
Age 72

Mr Mayer joined the Group in 1998. In 2001, Mr Mayer joined the Board of Schaffer Corporation Limited and he is currently Executive Chairman of Howe Automotive Limited.

Mike Falconer
TEng, CEI, OMIEAust
Age 60

Mr Falconer joined the Group in 1985. Mr Falconer is Group General Manager of the Schaffer Building Products Group.

Matt Perrella
NPCAA
Age 65

Mr Perrella joined the Group in 1980. From 1989 until 2009 Mr Perrella was General Manager of Delta Corporation Limited. He is currently Executive Director of Delta Corporation.

Jason Cantwell
B Bus(Acc), CPA, MBA, GIA(Cert)
Age 42

Mr Cantwell joined the Group in 2011 as Group Financial Controller and Company Secretary.

Nick Filipovic
BEc, CPA
Age 54

Mr Filipovic joined the Group in 1994. Mr Filipovic is Managing Director of Howe Automotive Limited.

Jason Walsh
B Bus, MBA
Age 44

Mr Walsh joined the Group in 1999, and was promoted to the position of General Manager of Delta Corporation Limited in 2009.

Key Financial Indicators	2014	2013	2012	2011	2010	2009
Revenue ($ millions)	163.6	138.4	152.6	138.1	136.8	169.5
EBITDA* ($ millions)	24.3	20.0	19.9	17.1	15.1	27.5
Net Profit after tax* ($ millions)	6.2	7.6	7.5	4.8	4.5	10.5
Earnings per Share ($)	$0.44	$0.54	$0.53	$0.34	$0.32	$0.74
Return on Average Capital Employed (ROACE*)	16%	14%	14%	11%	8%	16%
Ordinary Dividend per Share	$0.25	$0.23	$0.21	$0.20	$0.40	$0.45

MAINTAINING FOCUS

Schaffer Corporation's primary focus is on creating long-term shareholder value.

Financial Performance

For the 2014 financial year, Schaffer Corporation achieved net profit after tax (NPAT*) of $6.2 million. That NPAT result represented an 18% decrease (from $7.6 million) from the previous financial year, but included a $3.7 million impairment of the Building Products division's carrying value of goodwill. Excluding this and the final proceeds of an insurance claim, Underlying Profit* increased by 80% to $9.2 million from $5.1 million.

Over recent years, the Automotive Leather division has become the single largest contributor to the profit of our Group. During the 2014 financial year, Automotive Leather recorded 16% higher sales volumes (31% higher within our European operations). Profitability also benefited from abnormally high stock profits related to the significant weakening of the Australian dollar as the 2014 financial year was about to commence. At the start of the year, Automotive Leather held leather stock purchased (in US dollars) at an average AUD:USD of 1.03. The fall in the AUD:USD rate had the effect of making those hides 'cheaper' in Australian dollar reporting terms. Most of that stock was utilised and sold over the first six months of the financial year resulting in high margins for that period.

The Building Materials division has experienced an increasingly tough year. Building Products continues to experience reduced volume, competition and pricing pressures. The Group is targeting improved profitability of this business unit through targeted volume increases and cost restructuring to continuously improve the efficiency of our production and sales operations. Delta, our precast concrete business, has also experienced increased competition and margin compression following the decrease in resources construction projects.

As in previous years, the diversity of Schaffer Corporation's businesses has enabled the Group to achieve a satisfactory profit despite the volatile and uncertain business environments within which those businesses operate. Nonetheless, this environment of uncertainty leads the Group to maintain a prudent approach to capital allocation, including our dividend policy.

Automotive Leather

The Automotive Leather division's revenue increased by 42% to $103.5 million, and EBIT* increased to $15.2 million from $5.0 million.

Overall volumes increased by 16%. Volumes in Europe increased by 31%, which was driven by demand for new vehicle model programs.

During the latter part of the 2013 financial year, the Australian dollar depreciated substantially against the Euro and the US dollar. The effect was to increase the Group's Australian dollar denominated export revenues. On the flip side, the lower AUD:USD rate does also adversely impact input costs, as most semi-processed raw materials and some chemicals are purchased in US dollars.

Automotive Leather was largely shielded from those increased input costs during the first half, as hide stock on hand were purchased at an average of AUD:USD 1.03. When the exchange rate fell, the effective price of those hides fell in Australian dollar terms relative to new hide purchases. As a result, Automotive Leather's Cost of Goods Sold for the first half was comparatively low, increasing the division's profit. As those 'lower' cost hides were almost entirely sold in the first six months and replaced by 'higher' cost hides, margins decreased for the second half of the year. Overall, the full year result was a significant increase on the previous financial year.

Building Materials

The Building Materials division had a decrease in EBIT* to $1.8 million from $5.5 million, as revenue decreased by 11% to $52.0 million.

Delta Corporation produces and supplies pre-cast and pre-stressed concrete products. The decline in resources sector construction in Western Australia directly impacted the divisional result, both in terms of volumes and margins. Delta compensated partially via opportunities in the infrastructure and commercial sectors. However, the work was at lower margins due to intensified competition in the sector. Delta is a market leader of highly specialised, higher margin work and is positioned well to capitalise on improved conditions.

The Building Products business unit supplies paving and walling products. Competition remains intense in the sector. The market was subdued, particularly within the residential sales sector. The business unit's Masonry Block penetration strategy is progressing well with increasing supply of value-added architectural products.

Continuous business improvement is a fundamental of Schaffer Corporation. Building Products continues to address opportunities to reduce costs across production and retail operations whilst maintaining our high standards of service and quality.

Investment Property

The Investment Property division comprises the Group's interests in syndicated property investments. Revenue increased by 18% to $7.7 million and EBIT increased by 7% to $3.1 million. The result included $0.5 million profit from the final sales of land and marina assets by the Mindarie Keys Syndicate, in which Schaffer Corporation holds a 15% interest.

Excluding the profit from property sales, revenue reduced by 7% to $6.1 million and EBIT reduced by 10% to $2.6 million. This reflects the weaker commercial office market causing occupancy of our net lettable area to decrease to 91% by 30 June 2014.

Gosh Capital

During the year, Schaffer Corporation established a new investment business, Gosh Capital. Gosh Capital seeks to maximise the value of the land asset on which the former Gosh Leather business operated at 10 Bennett Avenue, North Coogee, Western Australia. The Cockburn Coast area is presently undergoing conversion to a high-density residential precinct. The process has enhanced the future development potential of the site. Gosh Capital will also reinvest profits earned to grow its available capital for investment.

Gosh Capital reinvested insurance proceeds held on deposit for the loss of the building by fire at Bennett Avenue. These proceeds were combined with debt to purchase a bulky goods retail centre located at 39 Dixon Road, Rockingham, Western Australia, for $7.75 million (at an 8.75% yield). The purchase was funded 60% by debt, with recourse against the property. Gosh Capital has invested a further $1.8 million in the property to acquire a tenancy with Petbarn.

Gosh Capital made smaller investments in two property unit trusts in New South Wales, totalling $1.5 million, which are yielding approximately 10% a year, and a $0.5 million investment in a Western Australian property unit trust with an objective to develop a 50.9 hectare commercial subdivision.

Cash Flow and Net Debt

The Group generated strong operating cash flow for the year. We have applied that capital prudently. Where revenue earning and cost saving projects with short pay back period existed, they received increased capital expenditure. Overall, Schaffer Corporation increased Group net debt by $2.1 million to $37.5 million.

Net debt reflects four distinct debt 'pools' associated with:

- Syndicated Investment Property $22.6 million
- Automotive Leather $10.0 million
- Gosh Capital $4.6 million
- Building Materials and Corporate $0.3 million

Reflecting the structuring of those debt pools, the debts associated with the Syndicate Investment Property portfolio, Automotive Leather and Gosh Capital are primarily on a non-recourse basis to the other assets of Schaffer Corporation.

The Group net debt position as at 30 June 2014 is set out in more detail in the following table:

All amounts in $m	Building Materials and Corporate	Sydincate Investment Property	Automotive Leather	Gosh Capital	Total 30 June 2014
Type of Debt					
Bank debt – recourse	3.0	3.7	-	-	6.7
Bank debt – non-recourse	-	19.7	-	4.6	24.3
Govt. Loans – non-recourse	-	-	20.0		20.0
Equipment finance	0.6	-	0.5		1.1
	3.6	**23.4**	**20.5**	**4.6**	**52.1**
Maturity Profile					
FY15	3.3	15.3	2.7		21.3
FY16	0.2	1.0	2.7		3.9
FY17 and beyond	0.1	7.1	15.1	4.6	26.9
	3.6	**23.4**	**20.5**	**4.6**	**52.1**
Net Debt Position					
Gross debt	3.6	23.4	20.5	4.6	52.1
Cash and term deposits	(3.2)	(0.8)	(10.5)	(0.1)	(14.6)
Net Debt	**(0.4)**	**22.6**	**10.0**	**4.5**	**37.5**

Schaffer Corporation adopts a conservative accounting policy by carrying the Property portfolio at book depreciated cost, rather than market values.

Schaffer Corporation has held most of its portfolio of company owned/operated and investment properties for many years. Consequently, we have built up considerable unrealised capital gains within the portfolio. Those gains would be realised as the portfolio is ultimately sold. Applying reliable estimates of market value (from independent, accredited and current valuations), the current estimate of property value across all divisions is $89.6 million, compared to a book value of $40.6 million.

On the last ASX trading day of the financial year, Schaffer Corporation's shares closed at $5.91. At 30 June, the Group's net tangible assets at market value (NTA) were $7.14 per share – a 21% premium to the year-end share price.

As part of Schaffer Corporation's capital management, an on-market share buy-back has been available since 2 November 2011 for up to 700,000 shares. At 30 June 2014, 106,201 shares had been purchased under the scheme at an average of $4.13 per share.

People, Health, Safety and Environment

People underpin the growth and success of Schaffer Corporation. We have a proud history of loyal service from our employees all over the world. We have a 1,100-strong diverse and growing workforce who continue to respond to challenging environments with hard work and dedication.

Schaffer Corporation is committed to providing all our employees with a safe and healthy working environment. During the financial year, our Building Products business recorded no Lost Time Injuries or workers compensation days, and the Group's workers compensation days were only marginally higher than last year's much improved figure. We continue to review and improve the occupational health and safety management to further improve our results in this area.

Continuous improvement is also part of Schaffer Corporation's approach to its environmental responsibilities. During the financial year, the Automotive Leather division, made further investment in plant technology that reduces chemical wastage and energy usage associated with leather finishing processes. At Building Materials, all concrete waste at our Delta facility is now recycled on-site for pad or road base use, thus eliminating handling and transportation, and resulting in significant cost savings. These initiatives reduce Schaffer Corporation's carbon footprint.

Dividends

Schaffer Corporation's long-standing policy is to pay the majority of earnings as dividends to its shareholders. On an ongoing basis, the directors manage the proportion of earnings paid out as dividends having regard to capital expenditure requirements, acquisition activity, liquidity needs and the availability of franking credits. The prevailing levels of economic volatility and uncertainty are also reflected in the setting of dividends.

For the 2014 financial year, Schaffer Corporation declared fully franked dividends totalling 25 cents per share, which is a 9% increase on the prior year. The final dividend increased to 13 cents per share (fully franked). That level of dividends reflected a payout ratio of 57%, but only 38% on Underlying Profit. Given the strength of underlying earnings, the Board believes it has maintained the prudent approach to dividends taken in recent financial years.

Outlook

Volatility and uncertainty are the enemies of accurate forecasting. As you will know, we have experienced highly volatile and uncertain conditions in the wider economy and also in the industries in which the Group's companies operate.

Automotive Leather has the largest impact on Schaffer Corporation's profitability. By its nature, the business is affected by changes in foreign exchange rates. Those changes have been very unpredictable and volatile in recent times – both with positive and negative effects. We anticipate that the volatility will continue during the 2015 financial year.

Schaffer Corporation anticipates that first half performance will be significantly lower than the previous corresponding period, assuming current foreign exchange rates prevail.

That forecast reflects:

A significant relative decrease in Automotive Leather's earnings due to the large abnormal stock profits realised in the first half of the 2014 financial year.

A subdued result for Building Materials. We expect profitability to improve in the second half based on adjustments to cost structures and improvement in sales volumes.

A reduction in Investment Property's result due to lower occupancy and expected leasing incentives that will be required to retain and increase occupancy rates.

An increase in Gosh Capital profit, albeit from a low base, following the investment of capital during the 2014 financial year.

During the year, Automotive Leather will invest in increased production capacity in leather finishing and cutting. Those expansions will enable Automotive Leather to deliver additional awarded programs from the 2016 financial year onwards. Those programs, including new supply to a major European car manufacturer, should see significant further increases in volumes and earnings.

As always, I look forward to seeing as many shareholders as possible at Schaffer Corporation's Annual General Meeting. This year's meeting will be held on Wednesday 19 November 2014, at which time I will provide a further update on the outlook for the 2015 financial year.

JOHN SCHAFFER

Managing Director

* Schaffer Corporation results are reported under Australian Accounting Standards and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board. The Company discloses certain non-IFRS financial measures. The non-IFRS measures should only be considered in addition to, and not as a substitute for, other measures of financial performance prepared in accordance with IFRS.

The following are non-IFRS measures that are important to management as additional means to evaluate the Group's performance:

1. Earnings before Interest and Tax (EBIT) is calculated as profit before tax, financial income, and finance costs for both continuing and discontinued operations.
2. Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA) is calculated as EBIT plus depreciation and amortisation.
3. Return on Average Capital Employed (ROACE) is calculated as EBIT divided by the average of total assets (excluding cash and cash equivalents, term deposits, and deferred income tax assets) less trade and other payables, and provisions over the period.
4. Net Profit After Tax (NPAT) is Profit/(loss) for the period attributable to owners of the parent.
5. Underlying Profit is reconciled as follows:

Underlying Profit Reconciliation (unaudited)	**June 2014**	June 2013
	$'000	$'000
NPAT	**6,188**	7,558
Impairment of Goodwill	**3,969**	-
Insurance proceeds less costs after tax and non-controlling interests	**(673)**	(2,458)
Underlying Profit	**9,211**	5,130

The directors believe that the presentation of non-IFRS financial information is useful for investors as the measures are utilised by the Group for rewarding performance and they reflect the underlying performance of the businesses.

Non-IFRS financial information has been extracted from the audited financial statements.

AUTOMOTIVE LEATHER

HOWE

THE PROMISE OF AUSTRALIA'S BEST LEATHER.

Revenue *($million)*	**EBIT** *($million)*
$103.5	$15.2

A GLOBAL BUSINESS IN A GLOBAL INDUSTRY

Supplier of leather to automotive manufacturers in Europe, Asia and Australia.

www.howe.com.au

Schaffer Corporation owns 83% of Howe Automotive Limited (Howe), which supplies high quality leather to the global automotive industry. From leather processing and finishing facilities in Victoria and offshore component cutting plants in China and Slovakia, Howe produces automotive leather for a strong and regionally diverse customer base including major motor vehicle manufacturers such as Audi, Volkswagen, Land Rover, Nissan, Toyota and Ford.

The vast majority of Howe's product is exported and therefore currency fluctuations are an important factor for Howe as almost all of its revenues are generated in foreign currencies. Those revenues receive a partial hedge as most of our raw materials are being purchased in US dollars.

Howe's EBIT increased to $15.2 million (2013 - $5.0 million) due to a 16% increase in volumes, including a 31% increase for Europe, resulting from new programs. We also benefitted from abnormally high stock profits resulting from the Australian dollar weakening against foreign currencies prior to the beginning of the financial year. This positively impacted our export sales revenue immediately, but the negative effect on the cost of our materials imports was delayed for approximately six months whilst we utilised our stock on hand purchased at a higher Australian dollar.

Howe operates from a low cost base and its global sites provide globally competitive labour costs, a local presence in the key automotive markets, and an ability to respond more efficiently to customer needs. These benefits provide Howe the opportunity to secure new supply programs from automotive manufacturers in Asia and Europe. Howe has been able to secure new supply to a large European car manufacturer which has the potential to increase volumes significantly. This should impact volumes from the 2016 financial year onwards. During the 2015 financial year, production capacity increases are planned for both leather finishing and cutting in preparation.

The outlook for the global automotive industry is cautious, particularly with continuing economic uncertainty in the global markets. In order to address these challenges, Howe is well positioned as a globally competitive low cost producer, is focused on higher-margin cut component sales, and has a well established track record for reliability and quality. Currencies are a factor over which we have no control and we still focus on our core strategies to ensure we realise the best possible result under any circumstances.

FEATURE PROJECT
THE AUDI A3

The Audi A3 has been named the 2014 World Car of the Year. The German brand's premium small car took the award from 24 entrants from all over the globe.

The A3 family has become a benchmark for drivetrain technology, lightweight construction, efficiency and mobile infotainment. With the best-selling A3, Audi have successfully established the new market segment for premium compact cars. This award is a great recognition for a truly convincing concept.

Launched in Australia in July, this sophisticated vehicle is a real head turner, with a stunning interior built from luxury class materials.

Howe has been chosen as the global leather supplier for the Audi A3 sedan and convertible.

One of the products being supplied by Howe for the Audi A3 convertible will be a Thermal Nappa product featuring high U.V. reflection chemistry to reduce heat, ensuring the temperature of the leather seating will be 20 degrees cooler than normal leather to increase comfort in the hot conditions.

URBANSTONE CENTRAL

ARCHISTONE™

BUILDING MATERIALS

LIMESTONE RESOURCES
AUSTRALIA PTY LTD

DELTA
CORPORATION LIMITED

Revenue ($million)	EBIT ($million)
$52.0	$1.8

PROFITABLE NICHE FOCUS

UrbanStone, Limestone Resources, Archistone and Delta deliver niche products and design solutions for the construction, resource and landscaping markets.

Schaffer Corporation's Building Materials division consists of Schaffer Building Products which manufacture, imports and retails a wide range of paving, walling and imported stone products, and Delta Corporation which is WA's pre-eminent manufacturer of pre-cast and pre-stressed concrete products.

Schaffer Building Products

www.urbanstone.com.au
www.urbanstonecentral.com au
www.archistone.com.au
www.limestone-resources.com.au

Sales results for the 2014 financial year, continued to follow the trend lines set in the previous couple of years, with firm commercial sales, mainly in Western Australia leading the way. Some recovery appears to be evident in New South Wales, with the commercial sector showing positive future prospects and reasonable sales for the period being achieved.

Affordability and pricing competition continues to dampen the residential sales sectors across the nation, although Western Australia is still by far the most buoyant market segment.

Our sales strategy in South Australia has been followed precisely, yielding the growth we have been targeting, albeit at the expense of margin on occasions due to consumer pricing pressure as well as competition from local and imported natural products.

Again, our strong brand, excellent customer service and "one stop shop" approach has enabled us to maintain market share across many project segments, and increase penetration into the natural stone arena of both our Australian and imported commercial ranges.

Our focus on cost reduction across the manufacturing and retail sales centres without compromising service and quality has assisted us during another difficult sales product. However the full result of this process will be felt in the coming financial year as we restructure our sales centres and re-align our cost base across production and the residential divisions.

Major projects of note completed during the year utilising UrbanStone commercial products are as follows:

WA

- Karratha Town Centre
- Perth Regional Airport Terminal 2
- Carnarvon Police and Justice facility
- City of Perth – CBD infrastructure

NSW

- East Quarter Hurstville Apartments
- Villawood Detention Centre

SA

- University of South Australia
- St Peters Square Norwood

The Archistone Besser Masonry division performed well throughout the year, with excellent momentum being developed in the final quarter of the year as anticipated.

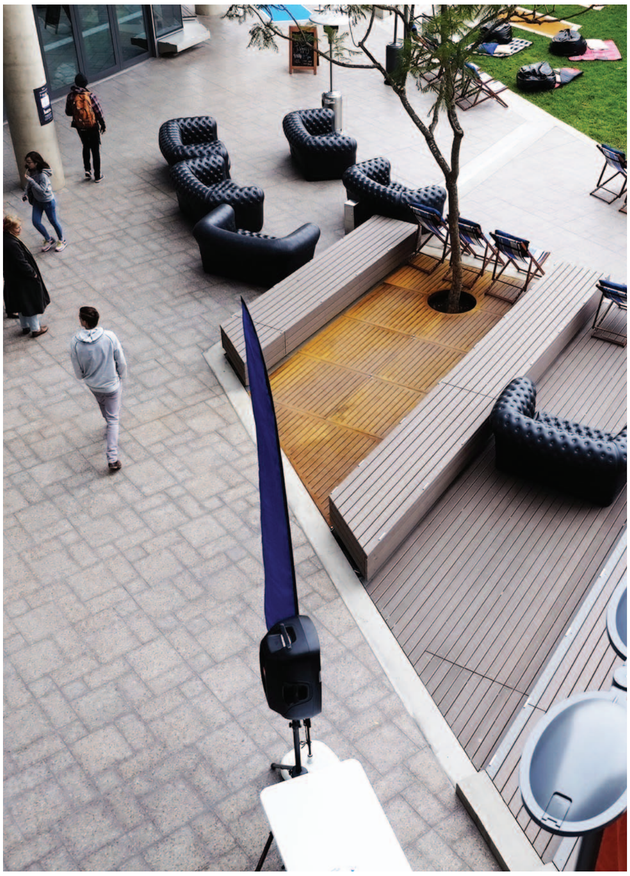
This momentum is as a result of the excellent specification work that yielded a good product mix of not only grey commodity block work, but also coloured and machined architectural products.

It is especially pleasing to see this process occur, and will be underpinning the success of this division in the year ahead bringing with it innovation and structure that we have learnt from the UrbanStone commercial marketing experience over the past decades.

Almost all of the major infrastructure projects undertaken during the financial year within Western Australia have featured our new and innovative coloured and machined masonry products, complimenting the paving products that form the landscaping pallet.

Major projects that have utilised Besser Masonry block during the year are as follows:

- Perth Airport Terminal One - Arrivals Upgrade
- Perth Airport New Domestic Terminal
- Children's Hospital Perth
- Eastern Goldfields Prison
- Wyatt Grove Shopping Centre



FEATURE PROJECT
UNIVERSITY OF SOUTH AUSTRALIA – LEARNING CENTRE

Traditions surrounding the ambiance of places of learning and further education have been captured perfectly by Head Architect John Wardel of Melbourne, and finessed by Phillips Pilkington Architects in North Adelaide, on this most prestigious project.

All paving has been installed in a rigid tile application that is on a concrete mortar bed with a fully formed mortar joint between each paver module.

Paving module sizes used in this project are 400x400x40, 400x200x40 and 200x200x40, all laid in an Ashlar pattern.

DELTA CORPORATION

www.deltacorp.com.au

Delta achieved a satisfactory result for the year given the sudden and unexpected slowdown in the resource sector of the construction industry.

Development of Delta's product range has lead to involvement in a diverse range of projects throughout the year utilising our specialised precast products including Architectural Elements, TeeRoff bridge beams, prestressed beams and Deltacore flooring.

In line with our vision of being the preferred precast concrete supplier to the building and construction industry, Delta continues to partner and develop the relationships with those clients who build the essential infrastructure and facilities needed across the state. We are proud to have successfully completed all the projects we have undertaken to the highest of quality standards and in accordance with respective programs.

Major projects successfully completed during the year included:

- Quick Mud Creek Bridge 1714, Wheatstone Project, Onslow WA
- Wallwork Road Bridge 5359, Port Hedland WA
- Esperance Port Access Corridor, Esperance WA
- Greenough River Bridge 1740, Geraldton WA
- Commercial
- Cockburn Shopping Centre, Cockburn WA
- Carnarvon Police Complex, Carnarvon WA
- Darwin International Airport, Darwin NT
- Cloisters on Hay, Perth WA
- New Children's Hospital, Nedlands WA
- MINDA Stage 1 Project, Brighton SA
- Pinjarra Shopping Centre, Pinjarra WA

Whilst we anticipate strong competition from our competitors in the coming year, we have maintained our budget at 2014 levels.

Delta shall continue to strive to maintain our preferred supplier status to the building and construction industry by remaining focused on safety, performance and quality. In this respect, we are well placed, confident and focused on achieving, if not exceeding, our budgeted targets.

FEATURE PROJECT
CLOISTERS ON HAY, PERTH

The redevelopment of Cloisters Arcade which runs from Hay Street through to St Georges Terrace includes a realignment of the arcade to provide a north-south thoroughfare for pedestrians walking up Mill Street, through Cloisters Arcade to Shafto Lane and Murray Street.

Built in 1858, the historical Cloisters building positioned in front of Cloisters Arcade on St Georges Terrace has remained untouched throughout the redevelopment.

The redevelopment also includes an additional ten new levels above the existing Hay St arcade.

Delta was contracted to supply the high quality architectural polished finished facade panels on the East and West walls of the ten storey tower.

The lower level panels were manufactured using a white concrete, finished to a high quality polish, and the upper tower panels using a black concrete to a honed finish. Both panel types also incorporated grooves cast in the finished face.

The high quality finishes were achieved with our state of the art polishing machine.

The project required a total of 2,125m2 of polished panels, demanding an extremely high level of quality and production control. We are proud to say that our production and management team met all of the client's expectations.

Revenue ($million)	EBIT ($million)
$8.2	$4.5

PROPERTY

A PORTFOLIO OF QUALITY INVESTMENTS

Investment Property

As at 30 June 2014, Schaffer Corporation's Investment Property portfolio consisted of three office/retail syndicated properties located in Western Australia, plus a syndicated interest in an office property located in Melbourne.

Property name/location	Year aquired	Schaffer interest
IBM Centre, Hay St, West Perth	1995	22.1%
616 St Kilda Rd, Melbourne	1997	20.0%
Parks Shopping Centre, Bunbury	1999	16.7%
Hometown Shopping Centre, Albany Highway, Cannington	1998	25.0%

Property Projects

Schaffer Corporation is part of a syndicate that has identified ongoing demand for industrial land in Western Australia. To that end, early in calendar 2006, Schaffer Corporation acquired a 20% interest in a 26 hectare property at Neerabup, north of Perth. The exercise is a land banking exercise and, commencing in the next three to five years, this property is likely to be developed as an industrial subdivision.

Schaffer Corporation holds a 15% interest in the Mindarie Keys Marina residential land subdivision located north of Perth, Western Australia. During the year the remaining blocks of land and marina assets were sold generating $0.5m EBIT. The syndicate is currently in the process of distributing final cash before being dissolved.

Other Properties

Schaffer Corporation owns several other properties in Perth which are primarily occupied by various functions of the Building Materials division. The Directors believe several of these properties have significant redevelopment potential in the future, and the long term strategy remains to eventually redevelop these properties and maximise returns to shareholders.

Gosh Capital

This separate 83% owned subsidiary within Schaffer Corporation was established as its own division in the 2014 financial year with a mandate to maximise the value of the land asset on which the Gosh Leather business previously operated at 10 Bennett Avenue, North Coogee, Western Australia. This also involves the reinvestment of profits to grow the available capital for investment. As at the date of this report the portfolio of investments has grown to:

- The land at 10 Bennett Ave, North Coogee WA
- A bulky goods retail centre located at 39 Dixon Rd, Rockingham WA
- Smaller investments in three property unit trusts in NSW and WA

As an investment company, Gosh Capital is actively evaluating further investment opportunities to maximise the value of its assets and grow the profits of this division.

2014

SCHAFFER CORPORATION LIMITED

ABN 73 008 675 689

FINANCIAL REPORT

at 30 June 2014

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30 June 2014

		Consolidated	
		2014	2013
	Note	**$'000**	$'000
Revenue			
Sale of goods		**134,367**	103,518
Construction services		**23,648**	29,160
Rental income	3(a)	**5,479**	5,389
Finance income	3(b)	**202**	374
Dividends	3(c)	**1**	3
Total revenue		**163,697**	138,444
Cost of sales and services rendered		**(124,361)**	(107,356)
Gross profit		**39,336**	31,088
Impairment of goodwill		**(3,696)**	–
Other income/(losses)	3(d)	**1,239**	4,660
Marketing expenses		**(7,688)**	(7,538)
Administrative expenses		**(13,411)**	(13,073)
Profit before tax and finance costs		**15,780**	15,137
Finance costs	3(b)	**(3,632)**	(3,615)
Profit before income tax		**12,148**	11,522
Income tax expense	5	**(4,172)**	(2,952)
Profit after income tax		**7,976**	8,570
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Net fair value gains/(losses) on available-for-sale financial assets		**31**	19
Income tax on items of other comprehensive income		**(10)**	(6)
		21	13
Foreign currency translation gain/(loss) attributable to parent		**(51)**	947
		(30)	960
Items that may not be reclassified subsequently to profit or loss:			
Net fair value gains on available-for-sale financial assets attributable to non-controlling interest		**2**	–
Foreign currency translation gain/(loss) attributable to non-controlling interest		**(10)**	192
Other comprehensive income for the period, net of tax		**(38)**	1,152
Total comprehensive income for the period		**7,938**	9,722
Profit for the period is attributable to:			
Non-controlling interest		**1,788**	982
Owners of the parent		**6,188**	7,588
		7,976	8,570
Total comprehensive income for the period is attributable to:			
Non-controlling interest		**1,780**	1,174
Owners of the parent		**6,158**	8,548
		7,938	9,722
Earnings per share (EPS)			
Basic EPS attributable to owners of the parent		44.1¢	54.0¢
Diluted EPS attributable to owners of the parent		44.1¢	54.0¢

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
as at 30 June 2014

	Note	Consolidated 2014 $'000	2013 $'000
ASSETS			
Current assets			
Cash and short term deposits	4	**14,583**	12,662
Trade and other receivables	7	**22,588**	25,693
Inventories	8	**47,425**	42,910
Prepayments and deposits	10	**1,730**	1,874
Other financial assets	9	**60**	52
Total current assets		**86,386**	83,191
Non-current assets			
Property, plant and equipment	13	**40,831**	40,143
Investment properties	14	**28,685**	19,123
Deferred income tax asset	5	**1,063**	713
Goodwill	15	**1,299**	4,995
Other financial assets	16	**2,020**	1,050
Total non-current assets		**73,898**	66,024
Total assets		**160,284**	149,215
LIABILITIES			
Current liabilities			
Trade and other payables	17	**21,235**	20,804
Interest bearing loans and borrowings	18	**21,307**	10,110
Income tax payable		**2,995**	1,832
Provisions	19	**5,014**	4,785
Derivative financial instruments	34	**192**	130
Total current liabilities		**50,743**	37,661
Non-current liabilities			
Interest bearing loans and borrowings	20	**30,783**	38,008
Deferred income tax liabilities	5	**1,379**	918
Provisions	21	**2,826**	2,243
Total non-current liabilities		**34,988**	41,169
Total liabilities		**85,731**	78,830
Net assets		**74,553**	70,385
EQUITY			
Equity attributable to equity holders of the parent			
Issued capital	22	**16,593**	16,824
Reserves	23	**2,155**	2,152
Retained earnings	23	**48,300**	45,478
Total parent entity interest in equity		**67,048**	64,454
Non-controlling interests	31	**7,505**	5,931
Total equity		**74,553**	70,385

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2014

	Attributable to Equity Holders of the Parent									
			Reserves							
	Issued capital	Retained earnings	Asset revaluation	Share-based payment EPU's	Share-based payment SFC options	Net unrealised gains/ (losses)	Foreign currency translation	Total	Non-controlling interest	Total equity
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
At 1 July 2012	16,853	40,982	2,585	522	115	4	(2,064)	58,997	5,110	64,107
Profit for the year	–	7,588	–	–	–	–	–	7,588	982	8,570
Other comprehensive income	–	–	–	–	–	13	947	960	192	1,152
Total comprehensive income for the year	–	7,588	–	–	–	13	947	8,548	1,174	9,722
Transactions with owners in their capacity as owners:										
Shares acquired under buy-back scheme	(29)	–	–	–	–	–	–	(29)	–	(29)
Share-based payments	–	–	–	30	–	–	–	30	–	30
Equity dividends	–	(3,092)	–	–	–	–	–	(3,092)	(353)	(3,445)
At 30 June 2013	16,824	45,478	2,585	552	115	17	(1,117)	64,454	5,931	70,385
At 1 July 2013	**16,824**	**45,478**	**2,585**	**552**	**115**	**17**	**(1,117)**	**64,454**	**5,931**	**70,385**
Profit for the year	**–**	**6,188**	**–**	**–**	**–**	**–**	**–**	**6,188**	**1,788**	**7,976**
Other comprehensive income	**–**	**–**	**–**	**–**	**–**	**21**	**(51)**	**(30)**	**(8)**	**(38)**
Total comprehensive income for the year	**–**	**6,188**	**–**	**–**	**–**	**21**	**(51)**	**6,158**	**1,780**	**7,938**
Transactions with owners in their capacity as owners:										
Shares acquired under buy-back scheme	**(231)**	**–**	**–**	**–**	**–**	**–**	**–**	**(231)**	**–**	**(231)**
Share-based payments	**–**	**–**	**–**	**33**	**–**	**–**	**–**	**33**	**–**	**33**
Equity dividends	**–**	**(3,366)**	**–**	**–**	**–**	**–**	**–**	**(3,366)**	**(206)**	**(3,572)**
At 30 June 2014	**16,593**	**48,300**	**2,585**	**585**	**115**	**38**	**(1,168)**	**67,048**	**7,505**	**74,553**

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 30 June 2014

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		**173,232**	141,506
Payments to suppliers and employees		**(147,615)**	(127,949)
Other revenue		**114**	100
Interest paid		**(3,632)**	(3,615)
Income taxes paid		**(2,908)**	(509)
Goods and services tax paid		**(2,147)**	(2,320)
Net cash flows from operating activities	4	**17,044**	7,213
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest income		**202**	374
Acquisition of property, plant and equipment		**(4,743)**	(2,866)
Insurance proceeds on loss of property		**1,157**	4,000
Proceeds on sale of property, plant and equipment		**190**	68
Acquisition/improvements to investment properties		**(10,115)**	(846)
Proceeds on maturity of/(investment in) term deposits		**–**	1,000
Purchase of available-for-sale investments		**(944)**	(1,050)
Deposits repaid/(acquired)		**59**	(123)
Dividends received		**1**	3
Net cash flows (used in)/from investing activities		**(14,193)**	560
CASH FLOWS FROM FINANCING ACTIVITIES			
Finance lease principal payments		**(1,227)**	(713)
Dividends paid	6(a)	**(3,572)**	(3,445)
Proceeds from borrowings		**11,650**	1,750
Repayment of borrowings		**(7,491)**	(6,769)
Shares acquired under share buy-back scheme		**(231)**	(29)
Net cash flows used in financing activities		**(871)**	(9,206)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		**1,980**	(1,433)
Net foreign exchange differences		**(59)**	1,139
Cash and cash equivalents at the beginning of the period		**12,662**	12,956
Cash and cash equivalents at the end of the period	4	**14,583**	12,662

The Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 1
CORPORATE INFORMATION

The consolidated financial report of Schaffer Corporation Limited and its controlled entities (the Group) for the year ended 30 June 2014 was authorised for issue in accordance with a resolution of the Directors on 19 September 2014.

Schaffer Corporation Limited (SFC, the Parent or the Company) is a for profit company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. The Company is domiciled in Australia.

The nature of the operations and principal activities of the Group are described in note 29.

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standards. The financial report has been prepared on a historical cost basis, except for derivative financial instruments and available-for-sale investments which have been measured at fair value.

The financial report is presented in Australian dollars and all values are rounded to the nearest thousand dollars ($'000) unless otherwise stated under the option available to the Company under ASIC Class Order 98/100. The Company is an entity to which the class order applies.

The financial report also complies with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board.

(b) New accounting standards and interpretations

Adoption of new accounting standards

The consolidated entity has adopted the following standards and interpretations as of 1 July 2013:

AASB 10 *Consolidated Financial Statements* effective 1 July 2013.
AASB 11 *Joint Arrangements* effective 1 July 2013.
AASB 12 *Disclosure of Interests in Other Entities* effective 1 July 2013.
AASB 13 *Fair Value Measurement* effective 1 July 2013.
AASB 119 *Employee Benefits (Revised 2011)* effective 1 July 2013.
AASB 2012-2 *Amendments to Australian Accounting Standards – Disclosures – Offsetting Financial Assets and Financial Liabilities* effective 1 July 2013.
AASB 2012-5 *Amendments to Australian Accounting Standards arising from Annual Improvements 2009-2011 Cycle* effective 1 July 2013.
AASB 2012-9 *Amendment to AASB 1048 arising from the withdrawal of Australian Interpretation 1039* effective 1 July 2013.
AASB 2011-4 *Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements [AASB 124]* effective 1 July 2013.
AASB 1053 *Application of Tiers of Australian Accounting Standards* effective 1 July 2013.

The adoption of these new and revised standards and interpretations did not have a material impact on the financial position or performance of the Group. There are changes in disclosures arising from the application of AASB 12, AASB 13 and AASB 2011-4.

AASB 10 *Consolidated Financial Statements*

AASB 10 establishes a new control model that applies to all entities. It replaces parts of AASB 127 *Consolidated and Separate Financial Statements* dealing with the accounting for consolidated financial statements and UIG-112 *Consolidation – Special Purpose Entities*.

The new control model broadens the situations when an entity is considered to be controlled by another entity and includes new guidance for applying the model to specific situations, including when acting as a manager may give control, the impact of potential voting rights and when holding less than a majority voting rights may give control.

The adoption of AASB 10 had no effect on the financial position or performance of the Consolidated Entity.

AASB 11 *Joint Arrangements*

AASB 11 replaces AASB 131 *Interests in Joint Ventures* and UIG-113 *Jointly – controlled Entities – Nonmonetary Contributions by Venturers*.

AASB 11 uses the principle of control in AASB 10 to define joint control, and therefore the determination of whether joint control exists may change. In addition it removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, accounting for a joint arrangement is dependent on the nature of the rights and obligations arising from the arrangement. Joint operations that give the venturers a right to the underlying assets and obligations themselves is accounted for by recognising the share of those assets and obligations. Joint ventures that give the venturers a right to the net assets is accounted for using the equity method. All Joint Arrangements held by the Consolidated Entity are classified as joint operations.

The adoption of AASB 11 had no effect on the financial position or performance of the Consolidated Entity.

AASB 12 *Disclosure of Interests in Other Entities*

AASB 12 includes all disclosures relating to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. New disclosures requirements have been introduced regarding the judgments made by management to determine whether control exists, and to require summarised information about joint arrangements, associates and structured entities and subsidiaries with non-controlling interests.

The adoption of AASB 12 had no material impact on the financial position or performance of the Consolidated Entity.

AASB 13 *Fair value measurement*

AASB 13 establishes a single source of guidance for determining the fair value of assets and liabilities. AASB 13 does not change when an entity is required to use fair value, but rather, provides guidance on how to determine fair value when fair value is required or permitted. Application of this definition may result in different fair values being determined for the relevant assets.

AASB 13 also expands the disclosure requirements for all assets or liabilities carried at fair value. This includes information about the assumptions made and the qualitative impact of those assumptions on the fair value determined.

The adoption of AASB 13 had no effect on the financial position or performance of the Consolidated Entity.

AASB 119 *Employee Benefits*

The revised standard changes the definition of short-term employee benefits. The distinction between short-term and other long-term employee benefits is now based on whether the benefits are expected to be settled wholly within 12 months after the reporting date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) New accounting standards and interpretations (continued)

The adoption of AASB 119 did not have material effect on the financial position or performance of the Consolidated Entity.

The Consolidated Entity has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

New Accounting Standards and Interpretations not yet applicable

Applicable Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective have not been adopted by the Group for the annual reporting period ended 30 June 2014.

Reference	Title	Summary	Application date of standard	Application date for Group
AASB 2012-3	Amendments to Australian Accounting Standards – *Offsetting Financial Assets and Financial Liabilities*	AASB 2012-3 adds application guidance to AASB 132 *Financial Instruments: Presentation* to address inconsistencies identified in applying some of the offsetting criteria of AASB 132, including clarifying the meaning of "currently has a legally enforceable right of set-off" and that some gross settlement systems may be considered equivalent to net settlement.	1 January 2014	1 July 2014
Interpretation 21	*Levies*	This Interpretation confirms that a liability to pay a levy is only recognised when the activity that triggers the payment occurs. Applying the going concern assumption does not create a constructive obligation.	1 January 2014	1 July 2014
AASB 9/ IFRS 9	*Financial Instruments*	On 24 July 2014 The IASB issued the final version of *IFRS 9 which replaces IAS 39 and includes a logical model for classification and measurement, a single, forward-looking 'expected loss' impairment model and a substantially-reformed approach to hedge accounting.* IFRS 9 is effective for annual periods beginning on or after 1 January 2018. However, the Standard is available for early application. The own credit changes can be early applied in isolation without otherwise changing the accounting for financial instruments. The final version of IFRS 9 introduces a new expected-loss impairment model that will require more timely recognition of expected credit losses. Specifically, the new Standard requires entities to account for expected credit losses from when financial instruments are first recognised and to recognise full lifetime expected losses on a more timely basis. The AASB is yet to issue the final version of AASB 9. A revised version of AASB 9 (AASB 2013-9) was issued in December 2013 which included the new hedge accounting requirements, including changes to hedge effectiveness testing, treatment of hedging costs, risk components that can be hedged and disclosures. AASB 9 includes requirements for a simplified approach for classification and measurement of financial assets compared with the requirements of AASB 139. The main changes are described below. a. Financial assets that are debt instruments will be classified based on (1) the objective of the entity's business model for managing the financial assets; (2) the characteristics of the contractual cash flows. b. Allows an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument. c. Financial assets can be designated and measured at fair value through profit or loss at initial recognition if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases. d. Where the fair value option is used for financial liabilities the change in fair value is to be accounted for as follows: – The change attributable to changes in credit risk are presented in other comprehensive income (OCI) – The remaining change is presented in profit or loss AASB 9 also removes the volatility in profit or loss that was caused by changes in the credit risk of liabilities elected to be measured at fair value. This change in accounting means that gains caused by the deterioration of an entity's own credit risk on such liabilities are no longer recognised in profit or loss. Consequential amendments were also made to other standards as a result of AASB 9, introduced by AASB 2009-11 and superseded by AASB 2010-7, AASB 2010-10 and AASB 2014-1 – Part E.	1 January 2018^	1 July 2018
AASB 2013-3	*Amendments to AASB 136 – Recoverable Amount Disclosures for Non-Financial Assets*	AASB 2013-3 amends the disclosure requirements in AASB 136 *Impairment of Assets*. The amendments include the requirement to disclose additional information about the fair value measurement when the recoverable amount of impaired assets is based on fair value less costs of disposal.	1 January 2014	1 July 2014

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) New accounting standards and interpretations (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
AASB 2013-4	Amendments to Australian Accounting Standards – Novation of Derivatives and Continuation of Hedge Accounting [AASB 139]	AASB 2013-4 amends AASB 139 to permit the continuation of hedge accounting in specified circumstances where a derivative, which has been designated as a hedging instrument, is novated from one counterparty to a central counterparty as a consequence of laws or regulations.	1 January 2014	1 July 2014
AASB 2013-5	Amendments to Australian Accounting Standards – Investment Entities [AASB 1, AASB 3, AASB 7, AASB 10, AASB 12, AASB 107, AASB 112, AASB 124, AASB 127, AASB 132, AASB 134 & AASB 139]	These amendments define an investment entity and require that, with limited exceptions, an investment entity does not consolidate its subsidiaries or apply AASB 3 *Business Combinations* when it obtains control of another entity. These amendments require an investment entity to measure unconsolidated subsidiaries at fair value through profit or loss in its consolidated and separate financial statements. These amendments also introduce new disclosure requirements for investment entities to AASB 12 and AASB 127.	1 January 2014	1 July 2014
AASB 2014-1 Part A – Annual Improvements 2010–2012 Cycle	Amendments to Australian Accounting Standards – Part A Annual Improvements to IFRSs 2010–2012 Cycle	AASB 2014-1 Part A: This standard sets out amendments to Australian Accounting Standards arising from the issuance by the International Accounting Standards Board (IASB) of International Financial Reporting Standards (IFRSs) *Annual Improvements to IFRSs 2010–2012 Cycle* and *Annual Improvements to IFRSs 2011–2013 Cycle.* Annual Improvements to IFRSs 2010–2012 Cycle addresses the following items: • AASB 2 – Clarifies the definition of 'vesting conditions' and 'market condition' and introduces the definition of 'performance condition' and 'service condition'. • AASB 3 – Clarifies the classification requirements for contingent consideration in a business combination by removing all references to AASB 137. • AASB 8 – Requires entities to disclose factors used to identify the entity's reportable segments when operating segments have been aggregated. An entity is also required to provide a reconciliation of total reportable segments' asset to the entity's total assets. • AASB 116 & AASB 138 – Clarifies that the determination of accumulated depreciation does not depend on the selection of the valuation technique and that it is calculated as the difference between the gross and net carrying amounts. AASB 124 – Defines a management entity providing KMP services as a related party of the reporting entity. The amendments added an exemption from the detailed disclosure requirements in paragraph 17 of AASB 124 for KMP services provided by a management entity. Payments made to a management entity in respect of KMP services should be separately disclosed.	AASB 2014-1 Part A – Annual Improvements 2010–2012 Cycle	Amendments to Australian Accounting Standards – Part A Annual Improvements to IFRSs 2010–2012 Cycle
AASB 2014-1 Part A – Annual Improvements 2011–2013 Cycle	Amendments to Australian Accounting Standards – Part A Annual Improvements to IFRSs 2011–2013 Cycle	Annual Improvements to IFRSs 2011–2013 Cycle addresses the following items: • AASB13 – Clarifies that the portfolio exception in paragraph 52 of AASB 13 applies to all contracts within the scope of AASB 139 or AASB 9, regardless of whether they meet the definitions of financial assets or financial liabilities as defined in AASB 132. AASB40 – Clarifies that judgment is needed to determine whether an acquisition of investment property is solely the acquisition of an investment property or whether it is the acquisition of a group of assets or a business combination in the scope of AASB 3 that includes an investment property. That judgment is based on guidance in AASB 3.	1 July 2014	1 July 2014
AASB 1031	Materiality	The revised AASB 1031 is an interim standard that cross-references to other Standards and the Framework (issued December 2013) that contain guidance on materiality. AASB 1031 will be withdrawn when references to AASB 1031 in all Standards and Interpretations have been removed.	1 January 2014	1 July 2014
AASB 2013-9	Amendments to Australian Accounting Standards – Conceptual Framework, Materiality and Financial Instruments	The Standard contains three main parts and makes amendments to a number Standards and Interpretations. Part A of AASB 2013-9 makes consequential amendments arising from the issuance of AASB CF 2013-1. Part B makes amendments to particular Australian Accounting Standards to delete references to AASB 1031 and also makes minor editorial amendments to various other standards. Part C makes amendments to a number of Australian Accounting Standards, including incorporating Chapter 6 Hedge Accounting into AASB 9 Financial Instruments.	^^	^^

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) New accounting standards and interpretations (continued)

Reference	Title	Summary	Application date of standard	Application date for Group
Amendments to IAS 16 and IAS 38**	Clarification of Acceptable Methods of Depreciation and Amortization (Amendments to IAS 16 and IAS 38)	IAS 16 and IAS 38 both establish the principle for the basis of depreciation and amortization as being the expected pattern of consumption of the future economic benefits of an asset. The IASB has clarified that the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. The IASB also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset. This presumption, however, can be rebutted in certain limited circumstances.	1 January 2016	1 July 2016
AASB 2014-1 Part B Amendments to AASB 119	Amendments to Australian Accounting Standards – Part B Defined Benefit Plans: Employee Contributions (Amendments to AASB 119)	AASB 2014-Part B makes amendments in relation to the requirements for contributions from employees or third parties that are set out in the formal terms of the benefit plan and linked to service. The amendments clarify that if the amount of the contributions is independent of the number of years of service, an entity is permitted to recognise such contributions as a reduction in the service cost in the period in which the related service is rendered, instead of attributing the contributions to the periods of service.	1 July 2014	1 July 2014
IFRS 15**	Revenue from Contracts with Customers	IFRS 15 establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. IFRS 15 supersedes: (a) IAS 11 Construction Contracts (b) IAS 18 Revenue (c) IFRIC 13 Customer Loyalty Programmes (d) IFRIC 15 Agreements for the Construction of Real Estate (e) IFRIC 18 Transfers of Assets from Customers (f) SIC-31 Revenue—Barter Transactions Involving Advertising Services The core principle of IFRS 15 is that an entity recognizes revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. An entity recognizes revenue in accordance with that core principle by applying the following steps: (a) Step 1: Identify the contract(s) with a customer. (b) Step 2: Identify the performance obligations in the contract. (c) Step 3: Determine the transaction price. (d) Step 4: Allocate the transaction price to the performance obligations in the contract. (e) Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation. Early application of this standard is permitted.	1 January 2017	1 July 2017

* Designates the beginning of the applicable annual reporting period unless otherwise stated.

** Not yet adopted by AASB.

^ In February 2014, the IASB tentatively decided that the mandatory effective date for AASB 9 will be for annual periods beginning on or after 1 January 2018, however it is available for application now.

^^ The application dates of AASB 2013-9 are as follows:

Part A – periods ending on or after 20 Dec 2013 Application date for the Group: period ending 30 June 2014.

Part B – periods beginning on or after 1 January 2014 Application date for the Group: period beginning 1 July 2014.

Part C – reporting periods beginning on or after 1 January 2015 Application date for the Group: period beginning 1 July 2015.

The impact of the adoption of these new and revised standards and interpretations has not yet been assessed by the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Basis of consolidation

The consolidated financial statements comprise the financial statements of Schaffer Corporation Limited and its subsidiaries (the Group) as at 30 June each year. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

(i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
(ii) Exposure, or rights, to variable returns from its involvement with the investee, and
(iii) The ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(i) The contractual arrangement with the other vote holders of the investee
(ii) Rights arising from other contractual arrangements
(iii) The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the Consolidated Statement of Comprehensive Income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

Non-controlling interests represent the portion of profit or loss and net assets in Howe Automotive Limited and Gosh Holdings Pty Limted not held by the Group and are presented separately in the Consolidated Statement of Comprehensive Income and within equity in the Consolidated Statement of Financial Position.

(d) Significant accounting judgments, estimates and assumptions

(i) Significant accounting judgments

In applying the Group's accounting policies, management continually evaluates judgments, estimates and assumptions based on experience and other factors, including expectations of future events that may have an impact on the Group. All judgments, estimates and assumptions made are believed to be reasonable based on the most current set of circumstances available to management. Actual results may differ from the judgments, estimates and assumptions. Significant judgments, estimates and assumptions made by management in the preparation of these financial statements are outlined below:

Operating lease commitments – Group as Lessor

The Group has entered into commercial property leases on its Investment Property portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of these properties and has thus classified the leases as operating leases.

(ii) Significant accounting estimates and assumptions

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period are:

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the recoverable amount of the cash-generating units to which the goodwill is allocated. The assumptions used in this estimation of recoverable amount and the carrying amount of goodwill are discussed in note 15.

Share-based payment transactions

Share options

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by an external valuer using the binominal formula, using the assumptions detailed as per note 27.

Employee participation units

The Group measures the cost of cash-settled share-based payments at fair value at the grant date using the Black-Scholes formula, taking into account the terms and conditions upon which the instruments were granted, as discussed in the Directors' Report under directors and executives disclosures.

Construction contracts

Refer note 2(u).

Impairment of non-financial assets other than goodwill

The Group assesses impairment of all assets at each reporting date by evaluating conditions specific to the Group and to the particular asset that may lead to impairment. These include product and manufacturing performance, technology, economic and political environments and future product expectations. If an impairment trigger exists, the recoverable amount of the asset is determined. Management considers there is no such impairment at balance date.

(e) Joint arrangements

Joint arrangements are arrangements over which two or more parties have joint control. Joint control is the contractual agreed sharing of control of the arrangement which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. Joint arrangements are classified as either a joint operation or a joint venture, based on the rights and obligations arising from the contractual obligations between the parties to the arrangement.

To the extent that the joint arrangement provides Schaffer with rights to the assets, and obligations for the liabilities arising from the joint arrangement, the arrangement is classified as a joint operation and as such, Schaffer recognises its:

- Assets, including its share of any assets held jointly;
- Liabilities, including its share of liabilities incurred jointly;
- Revenue from the sale of its share of the output arising from the joint operation;
- Share of revenue from the sale of output by the joint operation; and
- Expenses, including its share of any expenses incurred jointly.

(f) Foreign currency translation

Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Both the functional and presentation currency of Schaffer Corporation Limited and its Australian subsidiaries is Australian dollars.

Transactions in foreign currencies are initially recorded in the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All exchange differences arising from the above procedures are taken to the Consolidated Statement of Comprehensive Income.

As at the reporting date the assets and liabilities of overseas subsidiaries (refer note 12) are translated into the presentation currency of Schaffer Corporation Limited at the rate of exchange ruling at the balance date and the Consolidated Statement of Comprehensive Income is translated at the average exchange rates for the year.

The exchange differences arising on the translation are taken directly to other comprehensive income.

On disposal of a foreign entity, the deferred cumulative amount recognised in the component of other comprehensive income relating to that particular foreign operation and attributable to the parent entity is recognised in the Consolidated Statement of Comprehensive Income.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(g) Investment properties

Investment properties are measured at cost less accumulated depreciation.

Investment properties are derecognised either when they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in the Consolidated Statement of Comprehensive Income in the year of retirement or disposal.

Depreciation is calculated on a straight-line basis over the estimated useful life as follows:
- buildings over 40 years
- land is not depreciated
- improvements – over 5 to 15 years

(h) Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses. Such cost includes the cost of replacing parts that are eligible for capitalisation when the cost of replacing the parts is incurred.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset as follows:
- land – not depreciated
- buildings – over 40 years
- leasehold improvements – the shorter of the lease term and the asset's useful life
- plant and equipment – over 5 to 15 years

(i) Amortisation of Limestone Quarries

Amortisation is provided on the units of production method with separate calculations made for each quarry location. The units of production method results in an amortisation charge proportional to the depletion of the economically recoverable mineral resources.

(iii) Impairment

The carrying values of property, plant and equipment are reviewed for impairment at each reporting date, with recoverable amount being estimated when events or changes in circumstances indicate the carrying value may be impaired.

The recoverable amount of property, plant and equipment is the greater of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs, unless the asset's value in use can be estimated to be close to its fair value.

An impairment exists when the carrying value of an asset or cash-generating units exceeds its estimated recoverable amount. The asset or cash-generating unit is then written down to its recoverable amount.

(i) Goodwill

Goodwill acquired in a business combination is initially measured at cost, being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities.

Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Goodwill is not amortised.

Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired.

As at the acquisition date, any goodwill acquired is allocated to each of the cash-generating units expected to benefit from the combination's synergies.

Impairment is determined by assessing the recoverable amount of the cash-generating unit to which the goodwill relates.

Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised.

When goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation.

Goodwill disposed in this circumstance is measured on the basis of the relative values of the operation disposed and the portion of the cash-generating unit retained.

Impairment losses for goodwill are not subsequently reversed.

(j) Impairment of non-financial assets other than goodwill

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets and the asset's value in use cannot be estimated to be close to its fair value. In such cases the asset is tested for impairment as part of the cash-generating unit to which it belongs. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses relating to continuing operations are recognised in those expense categories consistent with the function of the impaired asset unless the asset is carried at revalued amount (in which case the impairment loss is treated as a revaluation decrease).

An assessment is also made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount.

That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal, the depreciation charge is adjusted in future period to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

(k) Investments and other financial assets

Financial assets in the scope of AASB 139 *Financial Instruments: Recognition and Measurement* are classified as financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, or available-for-sale financial assets.

When financial assets are recognised initially, they are measured at fair value plus directly attributable transaction costs. The Group determines the classification of its financial assets on initial recognition.

(i) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated as available for sale or not classified in any of the other categories. They are included in current assets unless the Group intends to dispose of the investment longer than 12 months after the balance sheet date.

After initial recognition, these financial assets are measured at fair value. Gains or losses are recognised as a separate component of equity until the financial asset is sold, collected or otherwise disposed, or until the financial asset is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is included in the Consolidated Statement of Comprehensive Income.

For financial instruments traded in organised financial markets, fair value is the current quoted market bid price for an asset or offer price for a liability.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Dividends or distributions on available-for-sale equity instruments are recognised in the Consolidated Statement of Comprehensive Income when the Group's right to receive payments as dividends or distributions is established.

Purchases and sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place are recognised on the trade date i.e. the date that the Group commits to purchase the asset.

(ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, as well as through the amortisation process.

(iii) Held-to-maturity investments

Non-derivative financial assets with fixed or determinable payments and fixed maturities are classified as held-to-maturity when the Group has the positive intention and ability to hold them to maturity. After initial measurement, held-to-maturity investments are measured at amortised cost using the Effective Interest Rate (EIR), less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Consolidated Statement of Comprehensive Income. The losses arising from impairment are recognised in the Consolidated Statement of Comprehensive Income in finance costs.

(l) Inventories

Inventories are valued at the lower of cost and net realisable value except for contract work in progress.

Costs incurred in bringing each product to its present location and condition, are accounted for as follows:

- Raw materials – purchase cost on a first-in, first-out basis.
- Finished goods – cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs. Costs are assigned on the first-in first-out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Contract work in progress

Contract work in progress for the construction of precast concrete elements within the Building Materials segment is stated at cost plus profit recognised to date calculated in accordance with the percentage of completion method, less a provision for foreseeable losses and progress payments received to date.

A contract is not considered complete until the defects liability period has expired and monies withheld have been received. Any expected losses on a contract are recognised immediately in the period the loss becomes foreseeable. That is, when it becomes probable that total contract costs will exceed total contract revenues.

Cost includes all variable and fixed costs directly related to specific construction contracts, those costs related to contract activity in general which can be allocated to specific contracts on a reasonable basis and other costs specifically chargeable under the contract. Also included are costs expected to be incurred under penalty clauses and rectification provisions.

The gross amount due from customers for contract work for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceed progress billings, is generally presented as an asset. Progress billings not yet paid by customers and retention are included within the "Trade and Other Receivables" balance.

The gross amount due to customers for contract work for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses) are presented as current liabilities.

(m) Trade and other receivables

Trade receivables, which generally have 30-90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts. The carrying amount approximates fair value.

Collectability of trade receivables is reviewed on an ongoing basis at an operating unit level. Individual debts that are known to be uncollectable are written off when identified. An impairment allowance is recognised when there is objective evidence that the Group will not be able to collect the receivable. Financial difficulties of the debtor or default payments are considered objective evidence of impairment. The amount of the impairment loss is the portion of the individual receivable carrying amount estimated to be uncollectable.

(n) Cash and short-term deposits

Cash and short-term deposits in the Consolidated Statement of Financial Position comprise cash at banks and on hand and short-term deposits with a maturity of three months or less.

For the purpose of the Consolidated Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits as defined above, net of outstanding bank overdrafts.

(o) Interest-bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses are recognised in profit or loss when the liabilities are derecognised.

(p) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Consolidated Statement of Comprehensive Income net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Restructure provisions

Provisions relating to restructures are recognised when:

- the Group has a detailed formal plan for the restructuring; and
- has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement it or by announcing its main features to those affected.

(q) Employee entitlements

Provision is made for employee entitlement benefits accumulated as a result of employees rendering services up to the reporting date. These benefits include wages and salaries, annual leave and long service leave. Liabilities arising in respect of employee entitlements expected to be settled within twelve months of the reporting date are measured at the amounts expected to be settled. All other employee entitlement liabilities are measured at the present value of the estimated future cash outflows to be made in respect of services provided by employees up to the reporting date. In determining the present value of future cash outflows, the interest rates attaching to national government bonds securities which have terms to maturity approximating the terms of the related liability are used. Employee entitlements, expenses and revenues arising in respect of the following categories:

- wages and salaries, non-monetary benefits, annual leave, long service leave and other leave entitlements;
- other types of employee entitlements;

are charged against profit or loss on a net basis in their respective categories.

Contributions to defined contribution superannuation plans are expensed when incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(r) Executive share option arrangement

The Directors of Schaffer Corporation Limited may grant in their absolute discretion, without payment, share options to employees under an employee share scheme approved by shareholders at the Annual General Meeting in November 1999. Each option is convertible into one ordinary share of Schaffer Corporation Limited on payment of the exercise price, after a vesting period, but prior to the expiry date.

The exercise price is determined at the grant date at the absolute discretion of the Directors but not less than the greater of:

(1) the weighted average of the last sale price on the Australian Stock Exchange Limited of the shares in the Company for each of the five trading days on which a sale of the Company's shares was effected immediately preceding the date on which any options are issued to any participant; and

(2) 20 cents.

The options hold no voting or dividend rights, and are not transferable. Schaffer Corporation Limited does not provide any loans or guarantees to enable executives to finance the exercise of their options. When an executive ceases to be employed by the entity any unexercised options automatically lapse and are forfeited.

The cost of these equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer using a Black-Scholes model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Schaffer Corporation Limited (market conditions).

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The Consolidated Statement of Comprehensive Income charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is only conditional upon a market condition.

If the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee, as measured at the date of modification.

If an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share (refer note 32).

(s) Employee participation units

A controlled entity Howe Automotive Limited (Howe) may grant employee participation units (EPUs) in accordance with its Employee Incentive Plan adopted by Howe shareholders on 20 December 2001. For conditions refer to note 27.

An EPU provides an employee with a right on termination of employment under certain conditions and in certain other circumstances to receive a cash payment from Howe. Schaffer Corporation Limited has the option to compel the employee to use the whole or part of that cash payment to subscribe for Schaffer Corporation Limited shares.

The cost of these equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer using a binominal model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of Schaffer Corporation Limited (market conditions).

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date).

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the Group's best estimate of the number of equity instruments that will ultimately vest. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date. The Consolidated Statement of Comprehensive Income charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

EPU's are cancelled once they are paid out. EPU's are also cancelled if the employee ceases to be an employee prior to the third anniversary of the grant date for any reason other than death or permanent disablement, if the employee acts in competition with Howe after the third anniversary but prior to pay out, or if the employee is a director or general manager and does not provide a minimum of 90 days notice of intention to terminate employment.

Howe may at any time amend this plan but amendments cannot prejudice the accrued rights of an employee without consent of not less than 75% in the number of employees who hold EPUs at the time of the amendment.

(t) Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangements is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

(i) Group as Lessee

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments.

Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as an expense in the Consolidated Statement of Comprehensive Income.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Operating lease payments are recognised as an expense in the Consolidated Statement of Comprehensive Income on a straight-line basis over the lease term.

(ii) Group as Lessor

Leases where the Group retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as the rental income.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(u) Revenue recognition

Revenue is recognised and measured at the fair value of the consideration received or receivable to the extent it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

Sale of Goods

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer and can be measured reliably. Risks and rewards are considered passed to the buyer at the time control of the goods has passed to the customer.

Interest income

Revenue is recognised as the interest accrues (using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset).

Dividends

Revenue is recognised when the shareholders' right to receive the payment is established.

Rental income

Rental income arising on investment properties is accounted for on a straight-line basis over the lease term. Contingent rental income is recognised as income in the periods in which it is earned.

Sale of land

Revenue on the sale of land is brought to account when the sale is unconditional.

Construction contracts

For construction contracts, revenues and expenses are recognised on an individual contract basis using the percentage of completion method. Once the outcome of a construction contract can be estimated reliably based on a review of the terms and conditions applicable to each individual contract, contract revenues and expenses are recognised in the Consolidated Statement of Comprehensive Income in proportion to the stage of completion of the contract. The stage of completion is measured by reference to actual costs incurred to date as a percentage of estimated total costs for each contract. The Group has determined that the outcome of its construction contracts can usually be reliably estimated at the commencement of the contract. Where the outcome of a contract cannot be reliably determined, contract costs are expensed as incurred. Where it is probable that the costs will be recovered, revenue is recognised to the extent of costs incurred. Where it is probable that a loss will arise from a construction contract, the excess of total expected costs over revenue is recognised as an expense immediately.

(v) Income tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance date.

Deferred income tax is provided on all temporary differences at the balance date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences except:

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and that at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- where taxable temporary differences associated with investments in subsidiaries, associates and interests in joint operations, and the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred income tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or
- where the deductible temporary differences is associated with investments in subsidiaries, or interests in joint ventures, in which case a deferred tax asset is only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred income tax assets are reassessed at each balance date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in the profit or loss.

Deferred tax assets and deferred tax liabilities are offset only if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to the same taxable entity and the same taxation authority.

The Company and all its wholly-owned Australian resident subsidiaries are part of a tax consolidated group. The Company, being the head entity in a tax consolidated group, assumes the current tax liability and any deferred tax assets arising from tax losses and other unused tax credits of the subsidiaries in the tax consolidated group. Deferred tax balances of the subsidiaries in the tax consolidated group are not assumed by the Parent entity.

The Group allocates the tax balances for the period using the Group allocation approach, and a tax funding arrangement is in place to reimburse the parent entity for any liabilities of the subsidiaries it assumes and conversely, for the parent entity to reimburse the subsidiaries for any recognised tax losses it assumes.

(w) Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Consolidated Statement of Financial Position.

Cash flows are included in the Consolidated Statement of Cash Flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
year ended 30 June 2014

NOTE 2
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(x) Derivative financial instruments

The Group uses derivative financial instruments such as forward currency contracts and interest rate swaps to manage its risks associated with foreign currency and interest rate fluctuations. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured to fair value. Derivatives are carried as assets when their fair value is positive and as liabilities when their fair value is negative.

The Group has determined that these derivatives do not qualify for hedge accounting and as such, any gains or losses arising from changes in fair value are taken directly to the Consolidated Statement of Comprehensive Income.

Forward exchange contracts

The fair value of forward currency contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

Interest rate swaps

The fair value of interest rate swap contracts is determined by reference to market values for similar instruments.

(y) Contributed equity

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

(z) Earnings per share

Basic earnings per share is calculated as net profit attributable to members of the Parent adjusted to exclude costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares outstanding during the period, adjusted for any bonus element. Diluted earnings per share, is calculated as net profit attributable to members adjusted for:

- costs of servicing equity (other than dividends) and preference share dividends;
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares;

divided by the weighted average number of ordinary shares outstanding during the period and dilutive potential ordinary shares, adjusted for any bonus element.

(aa) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use or sale) are capitalised as part of the cost of that asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

(ab) Trade and other payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group become obliged to make future payments in respect of the purchase of these goods and services. The carrying amount approximates fair value.

(ac) Research costs

Research costs are expensed as incurred.

(ad) Business combinations

Subsequent to 1 July 2011

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquire, the equity issued by the acquirer, and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the Group's operating or accounting policies and other pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured at fair value as at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognised in accordance with AASB 139 either in profit or loss or in other comprehensive income. If the contingent consideration is classified as equity, it shall not be remeasured.

The excess of the cost of the business combination over the net fair value of the Group's share of the identifiable net assets acquired is recognised as goodwill. If the cost of acquisition is less than the Group's share of the net fair value of the identifiable net assets of the subsidiary, the difference is recognised as a gain in the Consolidated Statement of Comprehensive Income, but only after a reassessment of the identification and measurement of the net assets acquired.

Prior to July 2011

Business combinations were accounted for using the purchase method.

(ae) Discontinued operations

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presently separately on the face of the Consolidated Statement of Comprehensive Income and the assets and liabilities are presented separately on the face of the Consolidated Statement of Financial Position.

(af) Non-current assets held for sale

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 3
REVENUES AND EXPENSES

	Consolidated 2014 $'000	Consolidated 2013 $'000
(a) Net rental income		
Rental property income	**5,479**	5,389
	5,479	5,389
Rental property expenses	**(2,978)**	(2,872)
Net rental income	**2,501**	2,517
(b) Finance (costs)/income		
Bank and other loans and overdrafts – interest	**(3,557)**	(3,514)
Finance charges payable under finance leases	**(75)**	(101)
Total finance costs	**(3,632)**	(3,615)
Bank interest revenue	**202**	374
Total finance income	**202**	374
(c) Dividends		
Dividends received	**1**	3
	1	3
(d) Other income/(losses)		
Insurance proceeds on loss of property	**1,157**	4,000
(Loss)/profit on disposal of property, plant and equipment	**(494)**	(58)
Net (loss)/gain on derivatives	**(62)**	73
Net foreign currency gain/(loss)	**524**	545
Other	**114**	100
	1,239	4,660
(e) Depreciation, amortisation and impairment included in the consolidated statement of comprehensive income		
Depreciation and amortisation included in:		
Cost of sales	**4,141**	4,216
Rental property expenses	**590**	508
Marketing and administrative expenses	**326**	533
	5,057	5,257
(f) Lease payments included in the consolidated statement of comprehensive income		
Included in cost of sales:		
Minimum lease payments – operating lease	**1,540**	1,080
Included in marketing and administrative expenses:		
Minimum lease payments – operating lease	**1,733**	1,835
	3,273	2,915
(g) Employee benefit expense		
Wages and salaries	**38,401**	34,307
Post employment benefit provision	**25**	840
Long service leave provisions	**204**	308
Worker's compensation costs	**667**	661
Superannuation costs	**2,145**	2,075
Expense of share-based payments	**33**	71
	41,475	38,262
(h) Other expenses/(gains)		
Additional/(write back of) allowance for doubtful debts	**57**	(52)
	57	(52)

NOTE 4
CASH AND SHORT-TERM DEPOSITS

	Consolidated 2014 $'000	Consolidated 2013 $'000
(a) Reconciliation of cash		
Cash balance comprises:		
Cash at bank and on hand	**14,583**	9,097
Short term deposits	**–**	3,565
Closing cash balance per Consolidated Statement of Cash Flows	**14,583**	12,662
(b) Reconciliation of operating profit after income tax to the net cash flows from operations		
Net profit	**7,976**	8,570
Adjustment for:		
Depreciation and amortisation	**5,057**	5,257
Interest received	**(202)**	(374)
Dividends received	**(1)**	(3)
Share-based payments expense	**33**	30
Proceeds on disposal of equity securities	**(6)**	–
Insurance proceeds on loss of property	**(1,157)**	(4,000)
Loss on disposal of property, plant and equipment	**494**	58
Net (gain) on foreign exchange	**(152)**	(545)
Impairment of goodwill	**3,696**	–
Changes in assets and liabilities:		
(Increase)/decrease in trade and other receivables	**3,105**	(3,605)
(Increase)/decrease in inventories	**(4,515)**	(3,452)
(Increase)/decrease in prepayments	**85**	(121)
(Increase)/decrease in available-for-sale investments	**(8)**	(6)
(Increase)/decrease in deferred income tax asset	**(350)**	(257)
Increase/(decrease) in trade and other payables	**491**	2,313
Increase/(decrease) in employee entitlement provisions	**812**	715
Increase/(decrease) in income tax payable	**1,163**	1,788
Increase/(decrease) in deferred tax liability	**461**	918
Increase/(decrease) in derivatives	**62**	(73)
Net cash flows from operating activities	**17,044**	7,213

(c) Bank facilities (refer note 20).

(d) Non-cash financing activities

During the current financial year plant costing $1,040,000 (2013 – $455,000) was acquired under a finance lease.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
year ended 30 June 2014

NOTE 5
INCOME TAX

The major components of income tax expense are:

	Consolidated 2014 $'000	Consolidated 2013 $'000
Consolidated statement of comprehensive income		
Current income tax		
Current income tax charge	**4,721**	2,437
Adjustment in respect of current income tax of previous years	**(650)**	(140)
Deferred income tax		
Relating to origination and reversal of temporary differences	**101**	655
Income tax expense reported in the consolidated statement of comprehensive income	**4,172**	2,952
Consolidated statement of changes in equity		
Deferred income tax related to items charged or credited directly to equity		
Unrealised gain on available-for-sale investments	**10**	6
Income tax expense reported in equity	**10**	6

A reconciliation between tax expense and the product of accounting profit before income tax multiplied by the Group's applicable income tax rate is as follows:

	Consolidated 2014 $'000	Consolidated 2013 $'000
Accounting profit before tax from continuing operations	**12,148**	11,522
At the Group's statutory income tax rate of 30% (2013 – 30%)	**3,644**	3,457
– overseas currency translation adjustment	**26**	(13)
– impairment of goodwill	**1,109**	–
– expenses not allowable for income tax purposes	**59**	17
– other items	**(14)**	(369)
– over-provision of current income tax of previous years	**(652)**	(140)
	4,172	2,952
Income tax expense reported in the consolidated statement of comprehensive income	**4,172**	2,952

NOTE 5
INCOME TAX (CONTINUED)

Deferred income tax

Deferred income tax at 30 June relates to the following:

	Consolidated Statement of Financial Position 2014 $'000	Consolidated Statement of Financial Position 2013 $'000	Consolidated Statement of Comprehensive Income 2014 $'000	Consolidated Statement of Comprehensive Income 2013 $'000
Consolidated				
Deferred tax liabilities				
Accelerated depreciation for tax purposes	**1,889**	1,992	**103**	(116)
Leased assets to be amortised for accounting purposes	**151**	274	**123**	201
Expenses deducted for income tax purposes but deferred for accounting purposes	**184**	70	**(114)**	14
Income taken up for accounting purposes currently not assessable for income tax purposes	**–**	4	**4**	(3)
Unrealised gain on available-for-sale investments to fair value	**9**	7	**(2)**	(6)
Deferred gain for income tax purposes on available-for-sale investments on script for script rollover	**7**	7	**–**	–
Deferred gain for income tax purposes on rollover of freehold property	**1,271**	918	**(353)**	(918)
Gross deferred income tax liabilities	**3,511**	3,272		
Offset	**(2,132)**	(2,354)		
	1,379	918		
Consolidated				
Deferred tax assets				
Employee entitlements	**2,238**	1,916	**322**	417
Allowance for doubtful debts	**41**	24	**17**	(15)
Accelerated depreciation for accounting purposes	**273**	306	**(33)**	16
Deferred gains and losses on foreign exchange contracts and translations	**258**	277	**(19)**	88
Expenses not immediately deductible for income tax purposes	**240**	304	**(64)**	119
Lease liability deductible for income tax purposes	**87**	201	**(114)**	(175)
Deferred losses on interest rate swap contracts	**58**	39	**19**	(22)
Losses carried forward	**–**	–	**–**	(261)
Gross deferred income tax assets	**3,195**	3,067		
Offset	**(2,132)**	(2,354)		
	1,063	713		
Deferred tax (expense)/benefit			**(111)**	(661)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 6
DIVIDENDS PROVIDED FOR OR PAID

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
(a) Dividends paid			
Final 2013 – 12¢ per share paid in September 2013 (2012 – 11¢)		**1,685**	1,546
Interim 2014 – 12¢ per share paid in March 2014 (2013 – 11¢)		**1,681**	1,546
Fully franked dividends paid by the Parent		**3,366**	3,092
Dividend paid by controlled entity to minority shareholder fully franked	31	**206**	353
Total fully franked dividends paid		**3,572**	**3,445**
(b) Not recognised as a liability as at 30 June 2014			
Dividends on ordinary shares			
Final franked dividend for 2014 – 13¢ (2013 – 12¢)	35	**1,821**	1,686
The dividends were declared subsequent to 30 June 2014			
(c) The tax rate at which dividends have or will be franked is interim 30% (2013 – 30%), final 30% (2013 – 30%)			
Franking account balance			
The amount of franking credits available for the subsequent financial year are detailed below:			
The franking account balance disclosures have been calculated using the franking rate at 30 June 2014			
Franking account balance brought forward		**4,405**	5,255
Fully franked dividends paid		**(1,443)**	(1,325)
Tax paid		**1,465**	66
Franked dividends received from other corporations		**779**	409
Franking account balance at the end of the financial year		**5,206**	4,405
Franking credits that will (reduce)/arise from the (refund)/payment of income tax (refundable)/payable as at the end of the financial year by the parent		**(158)**	1,161
Franking credits that will be available on (refund)/payment of income tax (refundable)/payable as at the end of the financial year by the parent		**5,048**	5,566
The above franking account is expressed on a tax paid basis			
Fully franked dividends which can be paid from the above franking credits available amount		**11,779**	12,987

NOTE 7
TRADE AND OTHER RECEIVABLES (CURRENT)

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
Trade debtors	(i)	**19,071**	22,445
Allowance for doubtful debts		**(136)**	(79)
		18,935	22,366
Sundry debtors	(ii)	**3,653**	3,327
		22,588	25,693

Terms and conditions relating to the above financial instruments.

Collectability of trade receivables is reviewed on an ongoing basis at an operating unit level. Individual debts that are known to be uncollectible are written off when identified.

(i) Trade debtors are non-interest bearing and generally on 30 days terms. An allowance for doubtful debts is made when there is objective evidence that a trade receivable is impaired. Financial difficulties of the debtor, default payments or debts more than 120 days overdue are considered objective evidence of impairment. An allowance of $136,000 (2013 – $79,000) has been recognised for the current year for specific debtors for which such evidence exists. The amount of the allowance has been measured as the difference between the carrying amount of the trade receivables and the estimated future cash flows expected to be received from the relevant debtors. Refer note 33(d) for credit risk disclosure.

(ii) Sundry debtors and other receivables are non-interest bearing and have repayment terms between 30 and 90 days.

	Consolidated 2014 $'000	Consolidated 2013 $'000
Movement in allowance for doubtful debts		
At 1 July	**79**	131
Provided/(written back) during the year	**57**	(52)
At 30 June	**136**	79

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 8 INVENTORIES

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
Work in progress – at cost		**17,720**	18,082
Contract work in progress	(a)	**782**	948
Finished goods – at cost		**9,440**	7,021
Finished goods – at net realisable value		**10**	65
Raw materials – at cost		**19,473**	16,565
		47,425	42,681
Land held for resale			
Cost of acquisition		–	40
Development expenses capitalised		–	189
Carrying value of land		–	229
		47,425	42,910

Inventories recognised as an expense for the year ended 30 June 2014 totalled $119,846,000 (2013 – $103,904,000) for the Group.

Inventory write downs recognised as an expense totalled $335,000 (2013 – $447,000).

(a) Contract work in progress

	Note	2014 $'000	2013 $'000
Construction costs incurred to date:			
Gross cost plus profit recognised to date		**19,886**	31,204
Less: Progress billings		**(20,119)**	(31,759)
Net construction work in progress		**(233)**	(555)
Represented by:			
Amounts due to customers – trade and other payables	17	**(1,015)**	(1,503)
Amounts due from customers		**782**	948
		(233)	(555)

There is a retention amount of $121,000 in progress billings that has been retained pending dispute resolution on a project completion. This amount has been included in the allowance for doubtful debts. There are no other retentions in progress billings as these have been satisfied by the issue of performance guarantees by the bank.

NOTE 9 OTHER FINANCIAL ASSETS (CURRENT)

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
Available for sale investments at fair value			
Shares – listed	(a)	**60**	52

(a) Available-for-sale investments consist of investments in ordinary shares, and therefore have no fixed maturity date or coupon rate.

NOTE 10 PREPAYMENTS AND DEPOSITS

	2014 $'000	2013 $'000
Prepayments	**1,640**	1,725
Deposits	**90**	149
	1,730	1,874

Prepayments relate to insurance, raw materials and interest.

NOTE 11 PARENT ENTITY INFORMATION

	2014 $'000	2013 $'000
Information relating to Schaffer Corporation Limited:		
Current assets	**895**	900
Total assets	**45,017**	40,544
Current liabilities	**11,233**	2,663
Total liabilities	**23,524**	21,065
Issued capital	**15,857**	16,088
Retained earnings	**3,212**	977
Share-based payments reserve – SFC options	**115**	115
Net unrealised gains reserve	**26**	17
Asset revaluation reserve	**2,283**	2,283
Total shareholders' equity	**21,493**	19,480
Profit of the parent entity	**5,601**	3,331
Total other comprehensive income of the parent entity	**7**	13

The parent entity has entered into Deeds of Cross Guarantee with controlled entities as disclosed in note 12.

Tax consolidation

The Company and its wholly-owned Australian resident subsidiaries have formed a tax-consolidated group with effect from 1 July 2003 and are therefore taxed as a single entity from that date. The head entity within the tax-consolidated group is Schaffer Corporation Limited.

Members of the Group have entered into a tax sharing agreement that provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations. No amounts have been recognised in the financial statements in respect of this agreement on the basis that the possibility of default is remote.

Tax expense/income, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax-consolidated group are recognised in the separate financial statements of the members of the tax-consolidated group using the group allocation approach. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and tax credits of the members of the tax-consolidated group are recognised by the Company (as head entity in the tax-consolidated group).

Due to the existence of a tax funding arrangement between the entities in the tax-consolidated group, amounts are recognised as payable to or receivable by the Company and each member of the Group in relation to the tax contribution amounts paid or payable between the parent entity and the other members of the tax-consolidated group in accordance with the arrangement.

Tax consolidation contributions by (or distributions to) equity participants

The net amount recognised for the period under tax consolidation contributions by (or distributions to) equity participants, its major components and the accounts affected are as follows:

	2014 $'000	2013 $'000
Major components of tax consolidation contributions by (or distributions to) equity participants		
Net assumptions of tax liabilities of members of the tax-consolidated group	**742**	1,967
Tax funding contribution receivable from controlled entities	**(742)**	(1,967)
Excess of tax funding contributions over tax liabilities assumed	**–**	–

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 12
CONTROLLED ENTITIES

Controlled entity	Beneficial percentage held by the Group 2014 %	2013 %	Place of incorporation and business
Schaffer Properties Pty Ltd*	**100**	100	Australia
Delta Corporation Limited*	**100**	100	Australia
Urbanstone Pty Ltd*	**100**	100	Australia
Urbanstone Central Pty Ltd***	**–**	100	Australia
Archistone Pty Ltd***	**–**	100	Australia
Gosh Holdings Pty Ltd	**83.17**	83.17	Australia
Gosh Capital Pty Ltd (formally Gosh Leather Pty Ltd)	**83.17**	83.17	Australia
Limestone Resources Australia Pty Ltd***	**–**	100	Australia
Limestone Pavecrete Pty Ltd***	**–**	100	Australia
Howe Automotive Limited**	**83.17**	83.17	Australia
Rosedale Leather Pty Ltd**	**83.17**	83.17	Australia
Australian Leather Upholstery Pty Ltd**	**83.17**	83.17	Australia
Howe & Company Pty Ltd**	**83.17**	83.17	Australia
Howe Slovensko S.R.O.	**83.17**	83.17	Slovakia
Howe Leather (Shanghai) Co. Ltd.****	**83.17**	83.17	People's Republic of China
Howe Hong Kong Pty Limited	**83.17**	83.17	Hong Kong

* Pursuant to Class Order 98/1418 relief has been granted to various controlled entities from the Corporations Act 2001 requirements for preparation, audit and lodgement of their financial reports. As a condition of the Class Order, Schaffer Corporation Limited and the controlled entities subject to the Class Order (the Schaffer 'Closed Group') entered into Deeds of Cross Guarantee at various dates. The effect of the deeds is that Schaffer Corporation Limited has guaranteed to pay any deficiency in the event of winding up of the controlled entities. The controlled entities have also given a similar guarantee in the event that Schaffer Corporation Limited is wound up.

** Pursuant to Class Order 98/1418 relief has been granted to various controlled entities from the Corporations Act 2001 requirements for preparation, audit and lodgement of their financial reports. As a condition of the Class Order, Howe Automotive Limited and the controlled entities subject to the Class Order (the Howe Automotive 'Closed Group') entered into Deeds of Cross Guarantee at various dates. The effect of the deeds is that Howe Automotive Limited has guaranteed to pay any deficiency in the event of winding up of the controlled entities. The controlled entities have also given a similar guarantee in the event that Howe Automotive Limited is wound up.

*** Urbanstone Central Pty Ltd, Archistone Pty Ltd, Limestone Resources Australia Pty Ltd and Limestone Pavecrete Pty Ltd were deregistered during the year due to inactivity resulting from the transfer of business activities to Urbanstone Pty Ltd on 1 July 2013.

**** Howe Leather (Shanghai) Co. Ltd has a 1 January to 31 December financial year to coincide with local tax and statutory reporting requirements. Financial statements for this subsidiary are prepared and audited for the year to 30 June for the purposes of Group consolidation. All other entities have 1 July to 30 June financial years.

The loan from the Government of Australia to Howe Automotive Limited and Howe & Company Pty Ltd (refer note 20(c)) contains a financial undertaking that limits the annual dividends that can be paid by Howe Automotive Limited to 50% of the consolidated net profit after tax of Howe Automotive Limited for each financial year of the loan period.

NOTE 12
CONTROLLED ENTITIES (CONTINUED)

The Consolidated Statement of Financial Performance and Consolidated Statement of Financial Position of the entities which are members of the Schaffer 'Closed Group' are as follows:

	Schaffer Closed Group 2014 $'000	2013 $'000
CONSOLIDATED STATEMENT OF FINANCIAL PERFORMANCE AND RETAINED EARNINGS RECONCILIATION		
Profit from continuing operations before income tax	**(1,479)**	5,495
Income tax expense	**(156)**	(1,025)
Net profit for the year	**(1,635)**	4,470
Other comprehensive income	**7**	13
Total comprehensive income	**(1,628)**	4,483
Retained earnings at the beginning of the year	**30,392**	29,014
Net profit for the year	**(1,635)**	4,470
Dividends provided for or paid	**(3,366)**	(3,092)
Retained earnings at the end of the year	**25,391**	30,392
CONSOLIDATED STATEMENT OF FINANCIAL POSITION		
ASSETS		
Current assets		
Cash and short-term deposits	**4,024**	3,622
Trade and other receivables	**4,807**	6,968
Income tax refundable	**158**	–
Inventories	**8,869**	8,893
Other financial assets	**60**	52
Prepayments and deposits	**902**	1,192
Total current assets	**18,820**	20,727
Non-current assets		
Other financial assets	**14,598**	14,598
Property, plant and equipment	**31,518**	34,961
Investment properties	**17,640**	14,351
Goodwill	**84**	3,780
Deferred income tax assets	**627**	641
Total non-current assets	**64,467**	68,331
Total assets	**83,287**	89,058
LIABILITIES		
Current liabilities		
Trade and other payables	**6,405**	7,438
Interest bearing loans and borrowings	**18,639**	7,561
Income tax payable	**–**	1,161
Derivative financial instruments	**192**	130
Provisions	**3,585**	3,427
Total current liabilities	**28,821**	19,717
Non-current liabilities		
Interest bearing loans and borrowings	**8,275**	17,961
Provisions	**1,269**	1,235
Total non-current liabilities	**9,544**	19,196
Total liabilities	**38,365**	38,913
Net assets	**44,922**	50,145
EQUITY		
Issued capital	**16,805**	17,036
Reserves	**2,726**	2,717
Retained profits	**25,391**	30,392
Total equity	**44,922**	50,145

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 12
CONTROLLED ENTITIES (CONTINUED)

	Howe Automotive Ltd	Gosh Holdings Pty Ltd
	$'000	$'000
MATERIAL PARTLY-OWNED SUBSIDIARIES		
Accumulated balances of material non-controlling interest:		
2014	**6,221**	**1,238**
2013	4,860	1,086
Profit allocated to material non-controlling interest:		
2014	**1,577**	**150**
2013	412	580
Summarised statement of profit or loss for 2014		
Revenue	**103,459**	**542**
Profit before tax and finance costs	**14,674**	**1,407**
Finance costs	**(1,837)**	**(130)**
Profit before tax	**12,837**	**1,277**
Income tax	**(3,463)**	**(383)**
Profit for the year	**9,374**	**894**
Other comprehensive income/(loss)	**(61)**	**14**
Total comprehensive income	**9,313**	**908**
Attributable to non-controlling interests	**1,567**	**152**
Dividends paid to non-controlling interests	**206**	**–**
Summarised statement of profit or loss for 2013		
Revenue	72,871	577
Profit before tax and finance costs	5,102	4,532
Finance costs	(1,789)	–
Profit before tax	3,313	4,532
Income tax	(859)	(1,080)
Profit for the year	2,454	3,452
Other comprehensive income/(loss)	1,139	–
Total comprehensive income	3,593	3,452
Attributable to non-controlling interests	604	581
Dividends paid to non-controlling interests	353	–
Summarised statement of financial position at 2014		
Current assets	**67,414**	**465**
Non-current assets	**12,453**	**12,949**
Current liabilities	**(23,492)**	**(24)**
Non-current liabilities	**(19,415)**	**(6,033)**
Total equity	**36,960**	**7,357**
Attributable to:		
Equity holders of parent	**30,740**	**6,119**
Non-controlling interest	**6,221**	**1,238**
Summarised statement of financial position at 2013		
Current assets	57,605	5,944
Non-current assets	12,018	1,502
Current liabilities	(18,734)	(77)
Non-current liabilities	(22,015)	(918)
Total equity	28,874	6,451
Attributable to:		
Equity holders of parent	24,015	5,365
Non-controlling interest	4,859	1,086

NOTE 12
CONTROLLED ENTITIES (CONTINUED)

	Howe Automotive Ltd	Gosh Holdings Pty Ltd
	$'000	$'000
Summarised cash flow information for the year ending 30 June 2014		
Operating	**12,469**	**(277)**
Investing	**(1,943)**	**(9,350)**
Financing	**(4,089)**	**4,770**
Net increase/(decrease) in cash and cash equivalents	**6,437**	**(4,857)**
Summarised cash flow information for the year ending 30 June 2013		
Operating	(859)	214
Investing	(703)	2,863
Financing	(4,639)	–
Net increase/(decrease) in cash and cash equivalents	(6,201)	3,077

NOTE 13
PROPERTY, PLANT AND EQUIPMENT

	Consolidated 2014	
	2014	**2013**
	$'000	$'000
Freehold land		
At cost	**2,986**	2,986
Buildings on freehold land		
At cost	**17,554**	16,660
Accumulated depreciation	**(5,405)**	(5,004)
	12,149	11,656
Leasehold quarries		
At cost	**5,250**	5,250
Accumulated depreciation	**(304)**	(279)
	4,946	4,971
Leasehold improvements		
At cost	**1,200**	1,319
Accumulated amortisation	**(786)**	(857)
	414	462
Net carrying amount of land and buildings	**20,495**	20,075
Plant and equipment		
At cost	**61,676**	60,930
Accumulated depreciation	**(43,194)**	(42,536)
Net carrying amount	**18,482**	18,394
Plant and equipment under lease and hire purchase		
At cost	**2,974**	2,497
Accumulated amortisation	**(1,120)**	(823)
	1,854	1,674
Net carrying amount of plant and equipment	**20,336**	20,068
Total property, plant and equipment		
At cost	**91,640**	89,642
Accumulated depreciation and amortisation	**(50,809)**	(49,499)
Total net carrying amount of property, plant and equipment	**40,831**	40,143

The Directors do not consider there is any impairment loss on property, plant or equipment at 30 June 2014.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 13
PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Assets pledged as security

Included in the balances of property, plant and equipment are assets over which charges have been granted as security over a government loan and bank facilities (refer notes 18 and 20). The terms of the charges preclude the assets being sold or being used as security for further charges without the permission of the charge holders. The charges also require buildings that form part of the security to be fully insured at all times. Assets under lease are pledged as security for the associated lease liabilities (refer notes 18 and 20).

	Consolidated 2014 $'000	Consolidated 2013 $'000
The carrying values of assets pledged as security are:		
Property, plant and equipment	**40,831**	40,143
Reconciliations of the carrying amounts		
Freehold land		
Carrying amount at beginning	**2,986**	2,986
Buildings on freehold land		
Carrying amount at beginning	**11,656**	11,778
Additions	**888**	267
Depreciation expense	**(395)**	(389)
	12,149	11,656
Leasehold quarries		
Carrying amount at beginning	**4,971**	4,991
Amortisation expense	**(25)**	(20)
	4,946	4,971
Leasehold improvements		
Carrying amount at beginning	**462**	583
Additions	**–**	5
Amortisation expense	**(48)**	(126)
	414	462
Net carrying amount of land and buildings	**20,495**	20,075
Plant and equipment		
Carrying amount at beginning	**18,394**	19,018
Additions	**3,855**	2,488
Transfers from leased plant	**441**	430
Depreciation expense	**(3,655)**	(3,915)
Foreign currency translation adjustment	**89**	499
Disposals	**(642)**	(126)
	18,482	18,394
Plant and equipment under lease		
Carrying amount at beginning	**1,674**	1,962
Additions	**1,040**	455
Transfer to plant and equipment	**(441)**	(430)
Depreciation expense	**(381)**	(359)
Foreign currency translation adjustment	**4**	46
Disposals	**(42)**	–
	1,854	1,674
Total carrying amount of plant and equipment	**20,336**	20,068

NOTE 14
INVESTMENT PROPERTIES

	Consolidated 2014 $'000	Consolidated 2013 $'000
Land and buildings		
At cost	**29,735**	20,137
Accumulated depreciation	**(3,188)**	(2,845)
	26,547	17,292
Improvements		
At cost	**4,724**	4,199
Accumulated depreciation	**(2,586)**	(2,368)
	2,138	1,831
Total		
At cost	**34,459**	24,336
Accumulated depreciation	**(5,774)**	(5,213)
Net carrying amount of investment properties	**28,685**	19,123

Investment properties are recognised at cost less accumulated depreciation. The fair value of the investment property as estimated by Directors at 30 June 2014 is $69,553,000 (2013:$61,350,000) based on valuations by certified independent valuers who hold recognised and relevant professional qualifications and licenses, and who specialise in valuing these types of investment properties. Valuers have carried out inspections of the properties and undertaken market research with respect to available sales and rental evidence.

Valuers used the following approaches when assessing properties in accordance with the specific characteristics of the property and availability of market evidence:

For leased offices and retail properties – a combination of the capitalisation and discounted cash flow (DCF) approach.

The capitalisation approach capitalises the assessed net market income at an appropriate market yield to establish the fully leased value of the property. Appropriate adjustments are then made to reflect the specific cash flow profile and the general characteristics of the property.

The DCF approach involves the discounting of the net cash flows over an assumed cash flow period at an appropriate rate to reflect risk to derive a market value. Inputs to the calculations are discount rate percentage, terminal yield percentage, acquisition costs, disposal costs, market rental escalation percentage, ongoing capital expenditure, tenant retention profile, and lease renewal fees. Where relevant, valuers have used a combination of the capitalisation and discounted cash flow approach when assessing the Group's investment properties.

For vacant land – the market comparison approach which involves the analysis of the comparable sales evidence on a rate per square metre of land area, making adjustments for any varying points of difference in order to assess an appropriate market value. The valuation takes into account current zoning, approved uses and the potential for a higher use/zoning.

The approaches for the valuation of the Group's investment properties are classified as Level 3 as the fair value is estimated using inputs that are not based on observable market data.

Valuation approach	Valuation technique non-market observable inputs (Level 3) $'000
Capitalisation and discounted cash flow	**46,063**
Market comparison	23,490
	69,553

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
year ended 30 June 2014

NOTE 14
INVESTMENT PROPERTIES (CONTINUED)

Assets pledged as security

Included in the balances of investment properties are assets over which first mortgages have been granted as security over bank loans (refer note 20). The terms of the first mortgages preclude the assets being sold or being used as security for further mortgages without the permission of the first mortgage holder. The mortgage also requires investment properties that form part of the security to be fully insured at all times.

	Consolidated	
	2014	2013
	$'000	$'000
The carrying values of assets pledged as security are:		
Investment properties	**26,948**	17,620
Reconciliations of the carrying amounts		
Land and buildings		
Carrying amount at beginning	**17,292**	16,841
Additions	**9,598**	698
Depreciation expense	**(343)**	(247)
Total carrying amount	**26,547**	17,292
Improvements		
Carrying amount at beginning	**1,831**	1,777
Additions	**517**	268
Depreciation expense	**(210)**	(214)
Total carrying amount	**2,138**	1,831

NOTE 15
GOODWILL

Goodwill at cost	**1,299**	4,995

(a) Carrying amount of goodwill, allocated to each of the cash generating units

	Leather	Investment Properties	Building Materials	Total
Consolidated	**$'000**	**$'000**	**$'000**	**$'000**
2014	**1,215**	**84**	**–**	**1,299**
2013	1,215	84	3,696	4,995

Goodwill is not amortised but is subject to impairment testing.

An impairment loss of $3,696,000 was recognised in the 2014 financial year, representing the write-off of all of the goodwill relating to the Building Products business unit.

(b) Impairment testing of goodwill

Goodwill acquired through business combinations has been allocated to three individual cash generating units, which are reportable segments, for impairment testing as follows:

- Automotive Leather
- Investment Property
- Building Products

Automotive Leather

The recoverable amount of the Leather unit has been determined based on a value in use calculation using both historical performance and future cash flow projections approved by senior management.

In the opinion of management, the goodwill is typically supported by less than one year's trading from Howe Automotive hence discounting is not necessary.

Investment Property

The recoverable amount of the Investment Property portfolio has been determined based on a fair value less cost to sell, supported by independent property valuations of the underlying properties, which are typically reviewed at least every three years (refer to note 14).

NOTE 15
GOODWILL (CONTINUED)

Building Products

Due to the continued difficult conditions affecting the Building Products industry and a downturn in the results of the Building Products business unit, the Group determined a triggering event had occurred during the year.

The Group used a value-in-use cashflow projection based on forecasts prepared by management. The forecast included average revenue growth of 4.2% per annum, including 2.5% inflation, for a five year period followed by inflation based upon the expected CPI thereafter. A terminal value of 6 times EBITDA was determined from the final year of cash flows. A pre-tax discount rate of 14% was used.

Following the recognition of the impairment loss, the Building Products business unit's recoverable amount equals its carrying value. Therefore, any adverse movement in a key assumption would lead to a further impairment of the Building Products business unit's non-current assets as follows:

The sensitivities at 30 June 2014 are:

Key impairment testing

	Movement	Decrease in recoverable amount
		$'000
Discount rate	+1%	(1,135)
Average annual revenue growth rate over the 5 year forecast	–0.5%	(4,373)

The value of goodwill for this unit at 30 June 2014 is nil (2013: $3,696,000)

(c) Movement of Goodwill

	Consolidated	
	2014	2013
	$'000	$'000
Balance at the beginning of the financial period	**4,995**	4,995
Impairment of Building Products goodwill	**(3,696)**	–
Balance at end of the financial period	**1,299**	4,995

NOTE 16
OTHER FINANCIAL ASSETS (NON CURRENT)

	Note	Consolidated	
		2014	2013
		$'000	$'000
Available for sale investments at fair value			
Units in property unit trust	(a)	**2,020**	1,050

(a) Available-for-sale investments consist of units in three property unit trusts each with no fixed rate of return. Fair value of the units is determined by the calculation of the Group's percentage ownership multiplied by the total net assets of the unit trust at fair value.

NOTE 17
TRADE AND OTHER PAYABLES (CURRENT)

	Note	Consolidated	
		2014	2013
		$'000	$'000
Trade creditors		**19,756**	18,539
Goods and services tax (net)		**67**	302
Other creditors		**397**	460
Amounts due to customers – contract work in progress	8	**1,015**	1,503
		21,235	20,804

The carrying value of all trade and other payables approximates their fair values.

Terms and conditions relating to the above financial instruments:

All current payables are non-interest bearing and are normally settled on 30 day terms.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000

NOTE 18 INTEREST BEARING LOANS AND BORROWINGS (CURRENT)

	Note	2014 $'000	2013 $'000
Lease liability – secured	(b)	**488**	538
Revolving loan facility – secured	(a)	**–**	–
Cash advances – secured	(e)	**3,000**	–
Bank loans – secured	(c)	**15,319**	7,072
Government loan – secured	(d)	**2,500**	2,500
		21,307	10,110

The fair value of the above is the same as the carrying value.

(a) Revolving loan facility

During the financial year, Howe Automotive rolled over a Revolving Loan facility for a further term of 12 months, with a maturity date of 28 February 2015, to be available for working capital requirements. The facility limit is $7,000,000 and the interest rate is bank bill rate plus a margin. The amount available to draw down is limited to 80% of total working capital of all Howe Automotive subsidiaries, excluding Howe Shanghai, and also excluding all receivables past 30 days overdue, uninsured receivables, and obsolete inventory.

Under the facility agreement, Howe Automotive has granted first priority security up to $20,000,000 over all of its assets and undertakings, with the exclusion of Howe Shanghai. At 30 June 2014, there have been no drawings from this facility.

(b) Finance leases have an average lease term of 4 years. The average discount rate implicit in the leases is 6.19% per annum (2013 – 7.52% per annum).

(c) Bank loans (refer note 20(a)).

(d) Government loan (refer note 20(c)).

(e) Cash advances (refer note 20(d)).

For details of financing facilities available refer to note 20.

NOTE 19 PROVISIONS (CURRENT)

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
Employee entitlements	27(a)	**5,014**	4,785

NOTE 20 INTEREST BEARING LOANS AND BORROWINGS (NON-CURRENT)

	Note	2014 $'000	2013 $'000
Lease liability – secured	(b)	**583**	720
Government loan – secured	(c)	**17,500**	20,000
Bank loans – secured	(a)	**8,050**	16,288
Cash advances – secured	(d)	**–**	1,000
Commercial bills – secured	(e)	**4,650**	–
		30,783	38,008

The fair value of the above approximates the carrying value.

NOTE 20 INTEREST BEARING LOANS AND BORROWINGS (NON-CURRENT) (CONTINUED)

(a) Bank loans

The bank loans are secured by a first registered mortgage over all the assets and undertakings of joint operations. Included in bank loans is the consolidated entity's share of joint operations' borrowings.

		Group's Share of Loan at 30 June 2014		
		Current	Non-current	Carrying Value of Assets pledged as Security
Maturity Date	Interest Rate	$'000	$'000	$'000
December 2014	6.56% Fixed	**3,841**		**2,645**
January 2015	4.97% Variable	**1,470**		
January 2015	6.36% Fixed	**2,280**		
January 2015	5.70% Fixed	**800**		**3,991**
February 2015	5.01% Variable	**3,750**		
February 2015	5.80% Fixed	**3,178**		**6,298**
July 2015	5.82% Variable		**978**	**1,545**
October 2016	4.41% Variable		**7,072**	**1,518**
		15,319	**8,050**	**15,997**

		Group's Share of Loan at 30 June 2013		
		Current	Non-current	Carrying Value of Assets pledged as Security
Maturity Date	Interest Rate	$'000	$'000	$'000
October 2013	5.52% Variable	3,757		
October 2013	6.81% Fixed	3,315		1,675
December 2014	6.56% Fixed		3,841	2,591
January 2015	5.12% Variable		350	
January 2015	6.36% Fixed		2,280	
January 2015	6.29% Fixed		1,120	
January 2015	5.70% Fixed		800	3,749
February 2015	5.80% Fixed		3,178	
February 2015	6.59% Fixed		3,750	6,503
July 2015	5.82% Variable		969	1,556
		7,072	16,288	16,074

(b) Finance leases

Finance leases have an average lease term of 4 years. The average discount rate implicit in the leases is 6.19% per annum (2013 – 7.52% per annum). The lease liability is secured by a charge over the leased assets.

(c) Government loan

During the 2012 financial year, the Government of Australia entered into a new Loan Agreement with Howe Automotive Ltd and Howe & Company Pty Ltd, controlled entities of Schaffer Corporation Limited, to the value of $25,000,000. The loan was drawn down on 1 February 2012 which coincided with the expiry of the previous Government Loan agreements. The loan is repayable in equal instalments over 10 years and is subject to an interest rate of 425 basis points above the indicator rate for 10 year Commonwealth bonds. The loan is secured by a second ranking charge over assets and undertakings of Howe with first ranking security capped at $20,000,000.

(d) Cash advances

The facility has an expiry date of 31 August 2014. The effective interest rate is 3.74% (2013 – 3.93%). On 19 August 2014, the Group rolled the current cash advance facility for a further three years.

The cash advances are subject to an interest rate of BBSY plus margin.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 20
INTEREST BEARING LOANS AND BORROWINGS (NON-CURRENT) (CONTINUED)

(e) Commercial bills

During the 2014 financial year, the Group established a commercial bill facility to fund the acquisition of an investment property by the Gosh Capital division. The facility is 100% secured by the property acquired and has an expiry date of 31 December 2018. The effective interest rate is 4.51% (2013 – n/a).

Financing facilities available

Bank overdrafts

The bank overdrafts are secured by a floating charge over certain of the Group's assets, including its land and buildings.

Subject to the continuance of satisfactory credit ratings, the bank overdraft facilities may be drawn at any time and have an average maturity of 1 year (2013 – 1 year).

Interest is at the rate of 7.32% per annum (2013 – 7.57%).

	Note	Consolidated 2014 $'000	2013 $'000
Financing facilities used and available			
At reporting date, the following financing facilities had been negotiated and were available:			
Total facilities			
– bank overdraft		**500**	500
– banker's undertakings		**5,885**	5,894
– cash advances		**8,000**	8,000
– finance leases		**2,765**	2,484
– bank loans		**23,369**	23,360
– revolving loan facility		**7,000**	7,000
– government loan		**20,000**	22,500
– commercial bills		**4,650**	–
		72,169	69,738
Facilities used at reporting date			
– bank overdraft		**–**	–
– banker's undertakings	26(c)	**3,551**	2,878
– cash advances		**3,000**	1,000
– finance leases		**1,071**	1,258
– bank loans		**23,369**	23,360
– revolving loan facility		**–**	–
– government loan		**20,000**	22,500
– commercial bills		**4,650**	–
		55,641	50,996
Facilities unused at reporting date			
– bank overdraft		**500**	500
– banker's undertakings		**2,334**	3,016
– cash advances		**5,000**	7,000
– finance leases		**1,694**	1,226
– bank loans		–	–
– revolving loan facility		**7,000**	7,000
– government loan		–	–
– commercial bills		–	–
		16,528	18,742
Total facilities			
Facilities used at reporting date		**55,641**	50,996
Facilities unused at reporting date		**16,528**	18,742
		72,169	69,738

The Group has complied with all covenants in relation to the above facilities at all times during the year.

NOTE 21
PROVISIONS (NON-CURRENT)

	Note	Consolidated 2014 $'000	2013 $'000
Employee entitlements	27(a)	**2,826**	2,243

NOTE 22
CONTRIBUTED EQUITY

a) Issued and paid up capital

	2014 $'000	2013 $'000
As at 30 June 2014		
14,007,050 ordinary fully paid shares (2013 – 14,052,652)	**16,593**	16,824

b) Movement in ordinary shares on issue

	2014 Number of shares	2014 $'000	2013 Number of shares	2013 $'000
At the beginning of the financial year	**14,052,652**	16,824	14,060,354	16,853
Shares acquired under a share buy-back scheme	**(45,602)**	**(231)**	(7,702)	(29)
At the end of the financial year	**14,007,050**	**16,593**	14,052,652	16,824

For details of movement in options and details of employee share options plan refer to note 25 and 27.

(c) Terms and conditions of contributed equity

Ordinary shares

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the company.

Effective 1 July 1998, the Corporations legislation in place abolished the concepts of authorised capital and par value shares. Accordingly, the Parent does not have authorised capital nor par value in respect of its issued shares.

Share options

The Company has a share-based payment option scheme under which options to subscribe for the company's shares have been granted to certain executives and other employees (refer note 27).

The share option holders carry no rights to dividends and no voting rights.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 23
RESERVES AND RETAINED PROFITS

	Consolidated 2014 $'000	Consolidated 2013 $'000
Reserves		
Asset revaluation	**2,585**	2,585
Share-based payment – EPU's	**585**	552
Share-based payment – SFC options	**115**	115
Net unrealised gains reserve	**38**	17
Foreign currency translation reserve	**(1,168)**	(1,117)
	2,155	2,152

Nature and purpose of reserve

Asset revaluation

The asset revaluation reserve was used to record increments and decrements in the value of non-current assets prior to the adoption of Australian Equivalents to International Reporting Standards with effect from 1 July 2005. Currently the accounting policy is to record all assets at cost. The reserve can be used to pay dividends in limited circumstances.

Share-based payment – EPU's

This reserve is used to record the value of EPU's provided to employees and directors as part of their remuneration. Refer to note 27(c) for further details of this plan.

Share-based payment – SFC options

This reserve represents the amount expensed for the value of options issued. Refer to note 27(b) for further details of this plan.

Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

Net unrealised gains reserve

The net unrealised gains reserve is used to record increments and decrements in the fair value of available-for-sale investments net of tax.

	Consolidated 2014 $'000	Consolidated 2013 $'000
Retained profits		
Balance 1 July	**45,478**	40,982
Net profit attributable to members of the parent entity	**6,188**	7,588
Dividends provided for or paid	**(3,366)**	(3,092)
Balance 30 June	**48,300**	45,478

NOTE 24
AUDITORS REMUNERATION

	Consolidated 2014 $	Consolidated 2013 $
Amounts received or due and receivable by Ernst & Young (Australia) for an audit or review of the financial report of the parent and any other entity in the consolidated group.	**185,400**	180,000
Other services – tax compliance, research and development claims.	**108,832**	78,430
	294,232	258,430
Amounts received or due and receivable by non-Ernst & Young audit firms for audit services.	**36,860**	32,420

NOTE 25
DIRECTORS AND EXECUTIVES DISCLOSURES

(a) Details of Key Management Personnel (KMP)

(i) *Remuneration of Key Management Personnel*
Refer to Remuneration Report in the Directors' Report

(ii) *Remuneration by category: Key Management Personnel*

	Consolidated 2014 $	Consolidated 2013 $
Short term	**3,412,686**	3,305,577
Post employment	**243,535**	199,773
Long term incentives	**21,594**	12,642
Share based payments	**8,857**	8,857
	3,686,672	3,526,849

(b) Option holdings of Key Management Personnel

30 June 2014
No options are currently held by key management personnel.

30 June 2013
No options are currently held by key management personnel.

Change in directors' shareholdings is the result of on or off market transactions.

There have been no other transactions concerning shares between entities in the reporting entity and directors of the reporting entity or their director related entities.

All equity transactions with specified directors and specified executives other than those arising from the exercise of remuneration options have been entered into under terms and conditions no more favourable than those the entity would have adopted if dealing at arm's length.

NOTE 26
CONTINGENT LIABILITIES AND EXPENDITURE COMMITMENTS

(a) Commitments under lease agreements

The Group has entered into commercial leases on certain motor vehicles and office and retail premises. These leases have an average life of between 1 and 6 years with renewal options of up to 5 years included in the contracts. There are no restrictions placed upon the lessee by entering into these leases. In the case of motor vehicles, a fully maintained vehicle is provided.

Future minimum rentals payable under non-cancellable operating leases as at 30 June are as follows:

	Consolidated 2014 $'000	Consolidated 2013 $'000
Operating leases – office, factory and retail premises		
– payable not later than 1 year	**3,135**	3,123
– later than 1 year and not later than 5 years	**7,341**	8,918
– later than 5 years	**3,367**	5,219
– aggregate lease expenditure contracted for at balance date	**13,843**	17,260
Operating leases – motor vehicles		
– payable not later than 1 year	**63**	85
– later than 1 year and not later than 5 years	**145**	119
– aggregate lease expenditure contracted for at balance date	**208**	204

The Group has finance leases and hire purchase contracts for various items of plant and machinery. These leases have a purchase option but no terms of renewal.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 26
CONTINGENT LIABILITIES AND EXPENDITURE COMMITMENTS (CONTINUED)

Future minimum lease payments under finance leases and hire purchase contracts together with the present value of the minimum lease payments are as follows:

	Consolidated 2014		Consolidated 2013	
	Minimum lease payments	Present value of lease payments	Minimum lease payments	Present value of lease payments
	$'000	$'000	$'000	$'000
Within one year	**533**	**533**	610	610
After one year but not more than five years	**613**	**613**	775	775
Total minimum lease payments	**1,146**	**1,146**	1,385	1,385
Less amounts representing future finance costs	**(75)**	**(75)**	(127)	(127)
Present value of minimum lease payments	**1,071**	**1,071**	1,258	1,258

Finance leases have an average lease term of 4 years and an average implicit interest rate of 7.5% per annum. Assets that are the subject of finance leases include motor vehicles and large items of plant and machinery (refer notes 18 and 20).

	Consolidated 2014 $'000	Consolidated 2013 $'000
(b) Expenditure commitments		
Estimated expenditure contracted for at balance date but not provided for:		
payable not later than 1 year	**456**	–
(c) Banker's undertakings		
First mortgages have been registered over the assets and undertakings of controlled entities by banks which have issued performance guarantees to third parties on behalf of the consolidated entity. The aggregate of the performance guarantees issued by the banks amounted to:	**3,551**	2,878

NOTE 27
EMPLOYEE BENEFITS AND SUPERANNUATION COMMITMENTS

(a) Employee entitlements and superannuation commitments

The consolidated entity has established certain defined contribution superannuation plans. Employees contribute to these plans at various percentages of their wages and salaries and the end benefit is determined by accumulation of contributions and earnings of the plans.

The consolidated entity also contributes to the plan, generally at the rate of 9.25% of gross salaries and wages.

These contributions are not legally enforceable other than those payable in terms of a ratified award obligation or to comply with the Superannuation Guarantee Charge.

At balance date the assets of the plans are sufficient to satisfy all accumulated benefits that have vested under the plan in the event of termination of the plan and voluntary or compulsory termination of each employee.

	Note	Consolidated 2014 $'000	Consolidated 2013 $'000
The aggregate employee entitlement liability is comprised of:			
Accrued wages, salaries and on costs		**323**	283
Provisions (current)	19	**5,014**	4,785
Provisions (non-current)	21	**2,826**	2,243
		8,163	7,311

The amount of superannuation expense for the year ended 30 June 2014 is $2,145,000 (2013 – $2,075,000).

NOTE 27
EMPLOYEE BENEFITS AND SUPERANNUATION COMMITMENTS (CONTINUED)

(b) Employee share option plan

An employee share option plan has been established. The plan was approved by shareholders at the Annual General Meeting in November 1999. The plan permits the granting of options (at the absolute discretion of the Board) to Group employees to acquire ordinary shares in Schaffer Corporation Limited. The options issued for nil consideration, are issued in accordance with performance guidelines established by the Directors of Schaffer Corporation Limited. The options cannot be transferred and will not be quoted on the ASX. The number of options which can be issued is limited to 5% of the number of shares on issue.

Options may be exercised as follows:

(1) during the first 12 months of each option period and including each date of issue, no more than 25% of the options issued to that participant on that date of issue;
(2) during the period of 24 months from and including each date of issue exercise no more than 50% of the options issued to that participant on that date of issue;
(3) during the period of 36 months from and including each date of issue exercise no more than 75% of the options issued to that participant on that date of issue;
(4) after 36 months 100% of the options may be exercised.

Options issued over ordinary shares as part of an employee share scheme are as follows.

There were no options on issue at 30 June 2014 (2013 – Nil). No options were issued during the year ended 30 June 2014 (2013 – Nil).

(c) Employee participation units

A controlled entity, Howe Automotive Limited, has established a Howe Automotive Limited shareholder approved employee incentives plan which permits the granting of employee participation units (EPUs) at the discretion of its shareholders' up to an EPU limit. The EPU limit is 10% of the fully diluted share capital of Howe Automotive Limited, which is calculated as if each EPU already issued was deemed to be one issued Howe Automotive Limited share.

An EPU provides an employee with a right to receive a cash payment from Howe Automotive Limited in the following circumstances:

(a) If an employee dies or becomes permanently disabled at any time after the grant date.
(b) If an employee ceases employment after the three year initial vesting period.
(c) Upon a liquidity event (trade sale or listing on an Australian or overseas stock exchange)
(d) On issue of a compulsory payment notice by Schaffer Corporation Limited.

The amount of the cash payment is dependent on vesting and the financial performance of Howe Automotive Limited (refer to remuneration report for details). The vesting requirements are:

(a) up to 3 years – nil
(b) 3 years to 4 years – 33.3%
(c) 4 years to 5 years – 66.7%
(d) over 5 years – 100%

Note: Employees are ineligible to receive any payment in the following circumstances:

(i) termination due to misconduct;
(ii) failure to provide 90 days written notice of intention to terminate employment;
(iii) acting in competition prior to the payment date (payment date is at least 12 months after termination).

The amount of payment is calculated in accordance with an equity valuation formula based on 5.5 times Howe Automotive Limited's earnings before interest and tax minus net debt. The formula uses a three year average including one full year following termination.

Schaffer Corporation Limited has the option to compel the employee to use the whole or part of that cash payment in subscribing for Schaffer Corporation Limited shares based on the average Schaffer Corporation Limited share price for the same three year period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 27
EMPLOYEE BENEFITS AND SUPERANNUATION COMMITMENTS (CONTINUED)

EPU Tranche	Issue number	Grant date	Number issued	Number redeemed	Number cancelled	Balance of EPU's outstanding	Balance as a % of Howe's capital	Number vested
Series 1		4 October 2000	3,383,634	(1,883,556)	(958,696)	541,382	0.9%	541,382
Series 2	Issue 1	21 December 2001	2,884,434	(334,209)	(2,003,338)	546,887	0.9%	546,887
	Issue 2	1 July 2002	120,000	–	(60,000)	60,000	0.1%	60,000
	Issue 3	1 July 2003	245,000	(65,000)	(110,000)	70,000	0.1%	70,000
	Issue 4	1 July 2004	57,672	–	(32,672)	25,000	0.0%	25,000
	Issue 5	16 May 2005	150,000	–	(150,000)	–	0.0%	–
	Issue 6	1 July 2005	1,350,000	(250,000)	(500,000)	600,000	1.0%	600,000
	Issue 7	21 August 2006	500,000	–	–	500,000	0.8%	500,000
	Issue 8	1 July 2007	200,000	–	–	200,000	0.3%	200,000
Series 3	Issue 1	1 January 2008	1,150,000	(33,333)	(216,667)	900,000	1.6%	900,000
	Issue 2	1 July 2009	100,000	–	–	100,000	0.2%	66,667
	Issue 3	1 January 2011	250,000	–	–	250,000	0.4%	83,333
	Issue 4	1 July 2013	1,075,000	–	–	1,075,000	1.9%	–
			11,465,740	**(2,566,098)**	**(4,031,373)**	**4,868,269**		**3,593,269**

During the year 1,075,000 EPUs were issued and no EPU's were redeemed or cancelled.

The Company has calculated the value at the respective grant dates of all EPUs issued to directors, executives and employees pursuant to the Company's Employee Incentive Plan pursuant to the methodology set out in AASB 2 *Share-based Payments*. To do this the Company has used the Black-Scholes options valuation method. Inputs into the Black-Scholes model applied include:

(1) the calculated unit price on the grant date;
(2) the exercise price of the EPUs;
(3) the volatility on Howe Automotive Limited shares over the 12 months ended immediately prior to the grant date;
(4) the options expected life;
(5) zero dividend yield as EPUs participate in dividends paid by Howe Automotive Limited; and
(6) the risk-free rate over the life of the option, estimated from the yield of 5 year and 10 year Commonwealth Government Bonds on the grant date, and extrapolating to a 7 year term.

The historical volatility measure of Schaffer Corporation Limited is used in the absence of any exchange-traded options issued by Howe Automotive Limited from which the market's assessment of future volatility can be inferred.

The table below summarises, for each issue made since the plans were instituted, the inputs into the model used this year to assess the options' values.

Grant date	Expiry date (estimated)	Current price	Exercise price	Volatility	Risk free rate (estimated)	Valuation
4 October 2000	4 October 2007	$0.26	$0.26	36%	6.16%	$0.13
20 December 2001	20 December 2008	$0.33	$0.26	33%	5.51%	$0.18
1 July 2002	1 July 2009	$1.19	$0.26	33%	5.88%	$1.02
1 July 2003	1 July 2010	$1.33	$0.26	31%	4.83%	$1.14
15 January 2004	15 January 2011	$0.90	$0.26	25%	5.45%	$0.72
16 May 2005	16 May 2012	$0.19	$0.26	40%	5.24%	$0.08
1 July 2005	1 July 2012	$0.13	$0.26	39%	5.06%	$0.04
21 August 2006	21 August 2013	$0.00	$0.26	39%	5.89%	$0.00
1 July 2007	1 July 2014	$0.00	$0.26	24%	6.02%	$0.00
1 January 2008	1 January 2015	$0.36	$0.19	20%	6.50%	$0.24
1 July 2009	1 July 2016	$0.37	$0.19	38%	5.35%	$0.25
1 January 2011	1 January 2018	$0.00	$0.19	38%	5.43%	$0.00
1 July 2013	1 July 2020	$0.16	$0.19	65%	3.43%	$0.10

The weighted average fair value of EPU's as at 30 June 2014 was:

Vested	3,593,269	EPU's at 16¢ each
Unvested	1,275,000	EPU's at 9¢ each

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 28
INTERESTS IN JOINT OPERATIONS

Investment properties

Schaffer Properties Pty Ltd and Schaffer Corporation Limited have interests in a number of joint operations in Western Australia and Victoria. The main activity of the following joint operations is the acquisition, disposal and leasing of discrete office and commercial properties.

	% Interest	
	2014	2013
The IBM Building Partnership Syndicate	**22.10**	22.10
"616 St Kilda Joint Venture"	**20.00**	20.00
Hometown Cannington Property Syndicate	**25.00**	25.00
Crosslands Property Syndicate	**16.70**	16.70

Property developments

The following joint operations were established for the purposes of redeveloping, constructing and resale of residential and commercial properties in Western Australia.

	% Interest	
	2014	2013
"Mindarie Keys Joint Venture"	**15.00**	15.00
Neerabup Syndicate	**20.00**	20.00

	Consolidated	
	2014 $'000	2013 $'000
The interest in the joint operations is included in the financial statements as follows:		
Cash and cash equivalents	**777**	855
Trade and other receivables	**131**	281
Prepayments	**704**	804
Inventories	**43**	286
Total current assets	**1,655**	2,226
Non-current assets		
Plant and equipment	**–**	487
Investment properties	**14,311**	14,351
Goodwill	**84**	84
Total non-current assets	**14,395**	14,922
Total assets	**16,050**	17,148
Current liabilities		
Trade and other payables	**350**	386
Interest bearing loans and borrowings	**15,319**	7,072
Derivative financial instruments	**192**	130
Total current liabilities	**15,861**	7,588
Non-current liabilities		
Interest bearing loans and borrowings	**8,050**	16,288
Deferred income tax liabilities	**318**	428
Total non-current liabilities	**8,368**	16,716
Total liabilities	**24,229**	24,304
Net assets/(liabilities)	**(8,179)**	(7,156)

The joint operations have contributed to the after tax result of the consolidated entity as follows:

Profit after tax	$1,221,000	(2013 – $1,016,000)
Revenue	$7,615,000	(2013 – $6,426,000)

There are no contingent liabilities in respect of the joint operations.

The Group's share of joint operations capital expenditure commitments at balance date was nil (2013 – nil).

NOTE 29
SEGMENT INFORMATION

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the executive management team (the chief operating decision makers) in assessing performance in determining the allocations of resources.

The operating segments are identified by management based on the nature of the product and customer supplied, and services provided and the identity of service line manager. Discrete financial information about each of these operating businesses is reported to the executive management team on a monthly basis.

The reportable segments are based on aggregated operating segments determined by the similarity of economic characteristics, the products produced and sold and/or the services provided, as these are the sources of the Group's major risks and have the most effect on the rates of return.

The Group comprises the following reportable segments:

The Automotive Leather segment is a manufacturer and supplier of leather in the automotive industries.

The Building Materials segment comprises Delta Corporation Limited and Urbanstone Pty. Ltd. and produces and sells concrete paving, pre-cast and pre-stressed concrete elements and natural and reconstituted limestone products.

The Investment Property segment includes the Group's share of syndicated property investments and the 100% owned investment property of the Group, excluding those investments and property owned by Gosh Capital. The activities of the segment include the leasing of office, retail and marina properties, and the development and sale of property assets.

The Gosh Capital segment manages the assets of the previously operated Gosh Leather business, and invests profits earned from those assets in investment opportunities.

Gosh Capital is a new segment being reported for the first time in the 2014 financial year. The earnings and assets attributable to this segment were previously reported under the Investment Property segment. The material increase in value of assets during the year, and the separation of these assets under a separate entity with a focus solely on investment, are the reasons to report Gosh Capital as a separate segment. The comparative figures for the prior period have been adjusted accordingly.

Major customers

The Group has a number of major clients to which it provided both products and services. There was one customer within the Automotive Leather segment which individually accounted for more than 10% of Group revenue (2013 – two customers).

Sales to major customers

	2014		2013	
	$'000	**% of total revenue**	$'000	% of total revenue
Customer 1	**46,802**	**29%**	18,387	13%
Customer 2	**–**	**–**	14,061	10%
Sales to major customers	**46,802**	**29%**	32,448	23%
Revenue	**163,697**		138,444	

The accounting policies used by the Group in reporting segments internally are the same as those contained in note 2 to the accounts and in the prior period. There are no inter-segment transactions.

Allocation of assets

It is the Group's policy that if items of revenue and expense are not allocated to operating segments then any associated assets are also not allocated to segments. This is to avoid asymmetrical allocations within segments which management believe would be inconsistent.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 29
SEGMENT INFORMATION (CONTINUED)

Business segments

The following table presents revenue and profit information and certain asset and liability information regarding business segments for the years ended 30 June 2014 and 30 June 2013.

	Automotive Leather		Building Materials		Investment Property		Gosh Capital		Consolidated	
	2014	2013	**2014**	2013	**2014**	2013	**2014**	2013	**2014**	2013
Business segment Information	**$'000**	$'000	**$'000**	$'000	**$'000**	$'000	**$'000**	$'000	**$'000**	$'000
Revenue										
Total revenue from ordinary activities external customers	**103,459**	72,871	**51,974**	58,471	**7,692**	6,502	**542**	577	**163,667**	138,421
Unallocated interest and dividend revenue									**30**	23
Total Revenue									**163,697**	138,444
Results										
Earnings before goodwill impairment	**15,208**	5,031	**1,760**	5,484	**3,131**	2,925	**1,407**	4,532	**21,506**	17,972
Goodwill Impairment			**(3,696)**						**(3,696)**	–
Segment results	**15,208**	5,031	**(1,936)**	5,484	**3,131**	2,925	**1,407**	4,532	**17,810**	17,972
Finance income and dividends									**29**	23
Finance costs									**(3,632)**	(3,615)
Corporate overheads									**(2,059)**	(2,858)
Operating profit before income tax									**12,148**	11,522
Income tax expense									**(4,172)**	(2,952)
Profit after tax from continuing operations									**7,976**	8,570
Assets										
Total segment non-current assets	**10,963**	9,738	**31,049**	34,176	**17,495**	18,217	**13,065**	2,552	**72,572**	64,683
Unallocated									**1,326**	1,341
Total non-current assets									**73,898**	66,024
Total segment assets	**78,377**	67,343	**47,557**	52,362	**19,163**	20,457	**13,530**	7,442	**158,627**	147,604
Unallocated									**1,657**	1,611
Total assets									**160,284**	149,215
Liabilities										
Segment liabilities	**41,506**	38,954	**12,076**	11,374	**23,912**	23,876	**6,053**	918	**83,547**	75,122
Unallocated									**2,184**	3,708
Total liabilities									**85,731**	78,830
Other segment information										
Segment capital expenditure	**2,889**	702	**2,751**	2,488	**495**	857	**9,622**	92	**15,757**	4,139
Unallocated									**141**	28
Total capital expenditure									**15,898**	4,167
Segment depreciation and amortisation	**1,961**	2,109	**2,473**	2,607	**472**	447	**80**	1	**4,986**	5,164
Unallocated									**71**	93
Total depreciation and amortisation									**5,057**	5,257
Other non-cash expenses/(revenues)	**500**	227	**175**	158	**62**	(73)	**–**	–	**737**	312

Each segment result is a measure of the segment profit from continuing operations before tax and finance costs.

Unallocated assets and liabilities including the following material items:	Consolidated **2014** **$'000**	2013 $'000
Non-current assets		
Property plant and equipment	**777**	791
Deferred income tax asset	**549**	550
	1,326	1,341
Liabilities		
Trade creditors	**435**	576
Income tax (refundable)/payable	**(158)**	1,243
Provision for employee entitlements	**1,907**	1,889
	2,184	3,708

Revenue from external customers by geographical locations is detailed below.

Revenue is attributed to geographic location based on the location of the customers.

	2014 **$'000**	2013 $'000
Australia	**62,468**	74,217
Asia	**19,344**	12,539
Europe	**81,885**	51,688
Total revenue	**163,697**	138,444

Non-current assets (excluding deferred tax assets) by geographic location comprise:

Non-current assets	Australia **$'000**	Asia **$'000**	Europe **$'000**	Total **$'000**
2014				
Plant and equipment	**37,961**	**419**	**2,451**	**40,831**
Investment properties	**28,685**	**–**	**–**	**28,685**
Goodwill	**1,299**	**–**	**–**	**1,299**
Other financial asset	**2,020**	**–**	**–**	**2,020**
	69,965	**419**	**2,451**	**72,835**
2013				
Plant and equipment	38,282	587	1,274	40,143
Investment properties	19,123	–	–	19,123
Goodwill	4,995	–	–	4,995
Other financial asset	1,050	–	–	1,050
	63,450	587	1,274	65,311

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 30
RELATED PARTY DISCLOSURES

The following related party transactions occurred during the financial year within the consolidated entity.

(a) **Transactions with related parties**

Schaffer Corporation Limited holds 83.17% (2013 – 83.17%) of the share capital of Howe Automotive Limited of which Mr J M Schaffer and Mr A K Mayer are Directors. Dividends were received during the year amounting to $1,020,500 (2013 – $1,746,577).

Mr John Schaffer and Mr David Schwartz are directors of Schaffer Corporation Limited, and Mr Schaffer is also a director of Gosh Capital Pty Ltd, an 83.17% owned subsidiary of Schaffer Corporation Limited. During the year, Gosh Capital Pty Ltd, acquired an investment property at 39 Dixon Road, Rockingham, Western Australia for $7,750,000 (8.75% yield) plus costs from Primewest (39 Dixon Road) Pty Ltd, the corporate trustee for the 39 Dixon Road Syndicate. Mr Schaffer and his associates are owners of a company with 15.63% interest in the syndicate. Mr Schwartz and his associates are owners of a company with 16.14% interest in the syndicate. The purchase price paid for the property was based on a valuation dated 28 October 2013 by an independent valuer holding recognised and relevant professional qualifications. The valuer carried out an inspection of the property and undertook market research with respect to available sales and rental evidence.

(b) EPU holdings of Key Management Personnel

30 June 2014

Directors / Executives	Balance at beginning of period	Granted as remuneration	Redeemed during the period	Cancelled during the period	Balance at end of period	Vested as at 30 June 2014: Vested	Vested as at 30 June 2014: Not vested
N Filipovic	**1,170,627**	**150,000**	**–**	**–**	**1,320,627**	**1,170,627**	**150,000**
Total	**1,170,627**	**150,000**	**–**	**–**	**1,320,627**	**1,170,627**	**150,000**

30 June 2013

Directors / executives	Balance at beginning of period	Granted as remuneration	Redeemed during the period	Cancelled during the period	Balance at end of period	Vested as at 30 June 2013: Vested	Vested as at 30 June 2013: Not vested
N Filipovic	1,170,627	–	–	–	1,170,627	1,170,627	–
Total	1,170,627	–	–	–	1,170,627	1,170,627	–

For details of terms and conditions for each grant refer to note 27.

(c) Compensation of Key Management Personnel

	2014 $	2013 $
Short term	**3,412,686**	3,305,577
Post employment	**243,535**	199,773
Long term incentives	**21,594**	12,642
Share Based Payments	**8,857**	8,857
	3,686,672	3,526,849

NOTE 31
NON-CONTROLLING INTEREST

	2014 $'000	2013 $'000
Reconciliation of non-controlling interest in controlled entities:		
At 1 July 2013	**5,931**	5,110
Add share of operating profit/(loss)	**1,788**	982
Share of foreign currency translation reserve movement	**(10)**	192
Share of unrealised gains reserve movement	**2**	–
Dividends paid (refer note 12)	**(206)**	(353)
At 30 June 2014	**7,505**	5,931

NOTE 32
EARNINGS PER SHARE

	Consolidated **2014**	Consolidated 2013
Basic earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year (in cents).	**44.1¢**	54.0¢
Diluted earnings per share amounts are calculated by dividing the net profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares (in cents).	**44.1¢**	54.0¢
	$'000	$'000
The following reflects the income and share data used in the calculation of basic and diluted earnings per share:		
Net profit attributable to ordinary equity holders of the parent from continuing operations	**6,188**	7,588
	Number of Shares 2014	Number of Shares 2013
Weighted average number of ordinary shares for basic earnings per share	**14,018,074**	14,054,875
Weighted average number of ordinary shares adjusted for the effect of dilution	**14,018,074**	14,054,875

There have been no other transactions involving ordinary shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 33
FINANCIAL INSTRUMENTS

Financial risk management, objectives and policies

The Group's financial instruments comprise bank loans, commonwealth government loans and overdrafts, finance leases and hire purchase contracts, foreign exchange contracts, interest rate swaps, cash and short-term deposits, trade and other payables, and trade and other receivables.

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2 to the financial statements.

The Group manages its exposure to key financial risks, including interest rate and currency risk in accordance with the Group's financial risk policy. The objective of the policy is to support the delivery of the Group's financial targets whilst protecting future financial security.

The Group enters into derivative transactions, principally interest rate swaps, and forward currency contracts. The purpose is to manage the interest rate and currency risks arising from the Group's operations and its sources of finance. Trading in derivatives has also been undertaken, specifically in forward currency contracts. These derivatives do not qualify for hedge accounting and are based on limits set by the Board. The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring by the Board of levels of exposure to interest rate and foreign exchange risk and assessments of market forecasts for interest rate, foreign exchange and commodity prices. Ageing analyses and monitoring of specific credit allowances are undertaken to manage credit risk. Liquidity risk is monitored through the development of future rolling cash flow forecasts.

(a) Cash flow interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligations with a floating interest rate.

The $20,000,000 loan from the Commonwealth Government to Howe Automotive Limited attracts interest at 4.25% above the long-term bond rate. This is set until maturity in February 2022.

In respect of the Group's syndicated property borrowings, the funding and interest rate decision are managed externally by unanimous consent amongst the joint operators (refer note 34(ii)).

At balance date the Group had the following mix of financial assets and liabilities exposed to Australian variable interest rate risk that are not designated cash flow hedges:

	Consolidated	
	2014 $'000	2013 $'000
Financial Assets		
Cash and short-term deposits	**14,583**	12,662
	14,583	12,662
Financial Liabilities		
Bank loans	**(13,270)**	(5,075)
Cash advances	**(3,000)**	(1,000)
Commercial bills	**(4,650)**	–
Government loan	**(20,000)**	(22,500)
	(40,920)	(28,575)
Net exposure	**(26,337)**	(15,913)

Cash not required immediately is used to either reduce cash advances or invested on the short term money market.

The Group's policy is to manage its finance costs using a mix of fixed and variable rate debt. The Group's policy is to maintain between 20% and 45% of its borrowings at fixed rates. At 30 June 2014 approximately 21.4% of the Group's borrowings are at a fixed rate of interest (2013 – 41%).

The Group constantly analyses its interest rate exposure. Within this analysis consideration is given to potential renewals of existing positions, alternative financing, alternative hedging positions and the mix of fixed and variable interest rates.

The following sensitivity analysis is based on the interest rate risk exposures in existence at the balance date. At 30 June 2014, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post tax profit and equity would have been affected as follows:

Judgements of reasonably possible movements:	**2014 $'000**	2013 $'000
Consolidated		
+0.25 (25 basis points)	**(46)**	(28)
–0.25 (25 basis points)	**46**	28

The movements in profit are due to higher/lower interest costs from variable rate debt and cash balances. The sensitivity is higher in 2014 than 2013 because of the maturity of interest rate swaps on bank loans, an increase in variable rated cash advances, and an increased in variable rated commercial bills.

For 2013 the sensitivity was based on an increase/decrease of 25 basis points as management felt at this time there would not be any large movement in interest rates in the current year.

For 2014 the sensitivity has been based on an increase/decrease of 25 basis points and this is management's best estimate of movement in interest rates in the forthcoming year.

(b) Assets pledged as security

The carrying amount of assets pledged as security for current and non-current interest bearing liabilities are:

		Consolidated	
	Note	**2014 $'000**	2013 $'000
Current			
Floating charges			
Cash and cash equivalent	4	**14,550**	7,772
Receivables	7	**22,585**	25,689
Inventories	8	**47,425**	42,910
Other financial assets	9	**60**	52
Total current assets pledged as security		**84,620**	76,423
Non-current			
First mortgages			
Freehold land and buildings	13	**15,135**	14,642
Investment properties	14	**26,948**	17,620
Leasehold quarries	13	**4,946**	4,971
		47,029	37,233
Finance leases and hire purchases			
Plant and equipment	13	**1,854**	1,674
Floating charges			
Plant and equipment	13	**18,482**	18,394
Leasehold improvements	13	**414**	462
Total non-current assets pledged as security		**18,896**	18,856

The terms and conditions relating to the financial assets are as follows:

Cash and cash equivalents, inventories, receivables, freehold land and buildings, available-for-sale financial assets, held-to-maturity investments, and plant and equipment are pledged against the bank overdraft facility, cash advance facility and revolving loan facility on an ongoing floating basis (refer notes 18 and 20 for more details).

Investment properties are pledged as security for bank loans (refer note 20(a)) and commercial bills (refer note 20(e)).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 33
FINANCIAL INSTRUMENTS (CONTINUED)

(c) Net fair values

Foreign exchange contracts, available for sale investments, and interest rate swaps are carried on the balance sheet at fair value.

The carrying values of all other financial assets and liabilities have been recognised at the balance date at amounts which approximate fair value.

The Group uses various methods in estimating the fair value of a financial instrument. The methods comprise:

Level 1 – the fair value is calculated using quoted prices in active markets.

Level 2 – the fair value is estimated using inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).

Level 3 – the fair value is estimated using inputs for the asset or liability that are not based on observable market data.

The fair value of the financial instruments carried at fair value, as well as the methods used to estimate the fair value, are summarised in the table below:

	Quoted market price (Level 1)	Valuation technique market observable inputs (Level 2)	Valuation technique non-market observable inputs (Level 3)	Total
	$'000	**$'000**	**$'000**	**$'000**
Year ended 30 June 2014				
Consolidated				
Financial Assets				
Available-for-sale Investments				
Listed investments	**60**	**–**	**–**	**60**
Unlisted investments	**–**	**–**	**2,020**	**2,020**
	60	**–**	**2,020**	**2,080**
Financial liabilities				
Derivative instruments				
Interest rate swaps	**–**	**192**	**–**	**192**
Year ended 30 June 2013				
Consolidated				
Financial Assets				
Available-for-sale Investments				
Listed investments	52	–	–	52
Unlisted investments	–	–	1,050	1,050
	52	–	1,050	1,102
Financial liabilities				
Derivative instruments				
Interest rate swaps	–	130	–	130

Quoted market price represents the fair value determined based on quoted prices on active markets as at the reporting date without any deduction for transaction costs. The fair value of the listed equity investments are based on quoted market prices.

For unlisted investments the fair value is determined by the calculation of the Group's percentage ownership in unlisted unit trusts multiplied by the total net assets of the unit trusts at fair value (refer note 16).

Reconciliation of the fair value measurement of unlisted investments

	$'000
Balance as at 1 July 2013	1,050
Purchase of units in unlisted unit trusts	950
Re-measurement recognised in other comprehensive income	20
Balance as at 30 June 2014	**2,020**

(d) Credit risk exposures

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the Group and arises from cash and cash equivalents, derivative financial instruments and deposits with financial institutions and particularly from credit exposures to customers relating to outstanding receivables.

The consolidated entity's maximum exposure to credit risk at balance date in relation to each class of recognised financial assets, is the carrying amount of those assets as indicated in the Consolidated Statement of Financial Position.

Concentrations of credit risk

The consolidated entity minimises concentrations of credit risk in relation to trade receivables by undertaking transactions with a large number of customers within the specified industries both within Australia and overseas.

The consolidated entity minimises concentration of credit risk in relation to cash by investing only in reputable banking facilities.

Refer also to note 29 – Segment Information.

Concentration of credit risk on trade receivables arises in the following industry:

	Maximum credit risk exposure Consolidated			
	Trade debtors		Trade debtors	
	2014 **%**	2013 %	**2014** **$'000**	2013 $'000
Industry				
Automotive leather	**71**	70	**10,768**	15,722
Building materials	**29**	29	**4,505**	6,620
Property	**–**	1	**–**	103
Total	**100**	100	**15,273**	22,445

There are no trade debtors held in the parent entity.

Credit risk in trade receivables is managed in the following ways:

Leather and Building Materials

The Group has a credit policy, approved by the Chief Financial Officer that is designed to ensure that consistent processes are in place throughout the Group to measure and control credit risk. Credit risk is considered as part of the risk-reward balance of doing business. On entering into any business contract the extent to which the arrangement exposes the Group to credit risk is considered. Key requirements of the policy are formal delegated authorities to the divisional accountant to incur credit risk to a specialised credit function to set counterparty limits; the establishment of credit systems and processes to ensure that counterparties are rated and limits set; and systems to monitor exposure against limited and report regularly on those exposures, and immediately on any excesses, and to track and report credit losses.

Before trading with a new counterparty can start, its creditworthiness is assessed by referring to a credit reporting agency. The assessment process takes into account all available qualitative and quantitative information about the counterparty and the Group, if any, to which the counterparty belongs. The counterparty's business activities, financial resources and business risk management processes are taken into account in the assessment, to the extent that this information is publicly available or otherwise disclosed to the Group by the counterparty, together with external credit ratings, if any. Creditworthiness continues to be evaluated after transactions have been initiated and a watch list of higher-risk counterparties is maintained. Once assessment is complete each counter-party is allocated a maximum exposure limit.

A balance is maintained of providing sufficient credit so as not to jeopardise potential sales but at the same time not put the company to undue risk. In addition, the Leather division purchases insurance to cover the estimated credit risk exposure of the division's individual debtors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 33
FINANCIAL INSTRUMENTS (CONTINUED)

Property subdivision

Amounts outstanding represent unconditional sales but are subject to completion of the project or the issue of Certificate of Title. Title does not pass to the purchaser until payment is received in full.

The maximum credit risk exposure for the Group does not take into account the value of any collateral or other security held, in the event other entities/ parties fail to perform their obligations under the financial instruments in question. The only security provided is in the form of director's personal guarantees from debtors, which cannot be quantified due to the continual changing circumstances of the guarantee provider.

At 30 June the ageing analysis of trade receivables is as follows:

	Consolidated	
	2014	2013
	$'000	$'000
Trade receivables at 30 June		
Neither impaired nor past due – 30 days or less	**10,768**	11,043
Not impaired and past due in the following periods:		
31 to 60 days	**6,578**	8,924
61 to 90 days	**1,220**	1,920
Over 90 days	**505**	558
Impaired debtors over 90 days	**(136)**	(79)
	18,935	22,366

(e) Liquidity risk

Liquidity risk is the risk that suitable sources of funding for the Group's business activities may not be available. The Group's liquidity is managed centrally with operating units forecasting their cash and currency requirements. Unless restricted by location regulations, subsidiaries pool their cash surpluses which can be used to fund other subsidiaries' requirements or invest any net surplus in the market or arrange for necessary external borrowings, while managing the Group's overall net currency positions.

In managing its liquidity risk, the Group has access to a wide range of funding at competitive rates through capital markets and banks. The Group centrally co-ordinates relationships with banks, borrowing requirements, foreign exchange requirements and cash management. The Group believes it has access to sufficient funding through the commercial paper markets and by using undrawn committed borrowing facilities to meet foreseeable borrowing requirements.

Prudent liquidity risk management implies maintaining sufficient, cash and marketable securities, as well as the availability of funding through an adequate amount of committed credit facilities to meet expected future payment liabilities. The Group's liquidity management plan includes the preparation of annual cash flow forecasts, which are updated monthly, and the establishment and maintenance of adequate credit facilities to meet all expected future cash liabilities indentified in these cash flow forecasts.

At 30 June 2014 the Group has the following undrawn borrowing facilities available (refer note 20).

	2014		2013	
	$'000	**Expiry**	$'000	Expiry
Australian Banks				
Bank overdraft	**500**	**2014**	500	2013
Bankers' undertaking	**2,334**	**2014**	3,016	2013
Cash advances	**5,000**	**2014**	7,000	2014
Finance leases	**1,694**	**2014**	1,226	2014
Global Finance Company				
Revolving loan facility	**7,000**	**2015**	7,000	2014
	16,528		18,742	

In addition, there are the following banker's undertakings issued at 30 June 2013 (refer note 20).

Performance guarantees to third	**2,926**	**< 1 year**	1,967	< 1 year
parties (refer note 26(c))	**625**	**> 1 year**	911	> 1 year
	3,551		2,878	

The table below shows the timing of cash outflows relating to trade and other payables. The amounts shown for bank loans in the table below include interest payments resulting from recognised financial liabilities over the term of the loan and the future minimum lease payments with respect to finance leases.

Cash advances and commercial bills are shown in the period when the facility expires.

Cash flows for financial liabilities without fixed amount or timing are based on the conditions existing at balance date.

	Consolidated					
	Trade and other payables	Finance leases	Cash advances	Commercial bills	Bank loans	Government loan
	$'000	$'000	$'000	$'000	$'000	$'000
2014						
Within 1 year	**21,235**	**533**	**3,023**	**210**	**16,217**	**4,058**
1 to 2 years	**–**	**309**	**–**	**210**	**1,291**	**3,863**
2 to 3 years	**–**	**272**	**–**	**210**	**7,178**	**3,669**
3 to 4 years	**–**	**32**	**–**	**210**	**–**	**3,474**
4 to 5 years	**–**	**–**	**–**	**4,756**	**–**	**3,279**
Over 5 years	**–**	**–**	**–**		**–**	**8,669**
	21,235	**1,146**	**3,023**	**5,596**	**24,686**	**27,012**
2013						
Within 1 year	20,804	610	44	–	8,237	4,302
1 to 2 years	–	419	1,007	–	15,954	4,102
2 to 3 years	–	210	–	–	969	3,902
3 to 4 years	–	146	–	–	–	3,701
4 to 5 years	–	–	–	–	–	3,501
Over 5 years	–	–	–	–	–	12,003
	20,804	1,385	1,051	–	25,160	31,511

The following table details the Group's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted net cash inflows/(outflows) on the derivative instrument that settle on a net basis and the undiscounted gross inflows and (outflows) on those derivatives that require gross settlement. When the amount payable or receivable is not fixed, the amount disclosed has been determined by reference to the projected interest rates as illustrated by the yield curves existing at the reporting date.

	Consolidated				
	Less than 1 year	1-2 years	2-3 years	3-4 years	4-5 years
	$'000	$'000	$'000	$'000	$'000
2014					
Interest rate swap	**2,280**	**–**	**–**	**3,978**	**3,841**
	2,280	**–**	**–**	**3,978**	**3,841**
2013					
Interest rate swap	8,711	2,280	–	–	3,978
	8,711	2,280	–	–	3,978

Debt associated with Automotive Leather, Investment Property, and Gosh Capital divisions represents 93% (2013 – 96%) of Group borrowings. At 30 June, 86% (2013 – 88%) of Group debt was non-recourse to the Parent.

$20,000,000 of Group debt is by way of a Commonwealth Government Loan to Howe Automotive Limited. The loan terms require 10 principal repayments of $2,500,000 per annum commencing February 2012. The Government loan is non-recourse to the Parent.

Debt associated with the Investment Property division totals $23,369,000 at 30 June 2014 (2013 – $23,360,000). SFC's minority property interests are managed external to the Group. Accordingly SFC does not control the funding structure. SFC's objective is for property borrowing to predominantly be non-recourse to SFC. At 30 June 2014, 84% (2013 – 84%) of the property borrowings were non-recourse to the Parent.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 33
FINANCIAL INSTRUMENTS (CONTINUED)

(f) Foreign exchange risk

The consolidated entity operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the USD, RMB and EUR. Foreign exchange risk arises from commercial transactions for the purchase of unfinished leather hides, and the processing, finishing and cutting of these hides, as well as foreign exchange risk from the sale of leather products in USD, EUR and RMB.

Approximately 92% of the Automotive Leather division's sales are denominated in foreign currencies, consistent with the operating unit making the sale, whilst approximately 65% of costs are denominated in foreign currencies.

To manage the foreign exchange risk arising from future commercial transactions the entity regularly considers the use of forward foreign exchange contracts, with reference to currency exposure levels, sensitivity, and financial capacity to tolerate rate fluctuations. The foreign exchange risk management policy allows up to 50% of net future foreign exchange exposure to the USD and EUR to be managed using forward foreign exchange contracts, on a rolling 6-9 month basis. At 30 June 2014, the Group had no forward foreign exchange contracts.

At 30 June 2014 the Group had the following exposure to USD foreign currency that is not designated in cash flow hedges:

	Consolidated (AUD) 2014 $'000	2013 $'000
Financial assets		
Cash and cash equivalents	**1,008**	670
Trade and other receivables	**12**	–
	1,020	670
Financial liabilities		
Trade and other payables	**(8,064)**	(8,278)
	(8,064)	(8,278)
Net exposure	**(7,044)**	(7,608)

At 30 June 2014 the Group had the following exposure to EUR foreign currency that is not designated in cash flow hedges:

	2014 $'000	2013 $'000
Financial assets		
Cash and cash equivalents	**3,620**	1,169
Trade and other receivables	**12,765**	11,575
	16,385	12,744
Financial liabilities		
Trade and other payables	**(3,023)**	(1,708)
	(3,023)	(1,708)
Net exposure	**13,362**	11,036

At 30 June 2014 the Group had the following exposure to RMB foreign currency that is not designated in cash flow hedges.

	2014 $'000	2013 $'000
Financial assets		
Cash and cash equivalents	**2,552**	528
Trade and other receivables	**2,930**	5,579
	5,482	6,107
Financial liabilities		
Trade and other payables	**(1,417)**	(317)
	(1,417)	(317)
Net exposure	**4,065**	5,790

At 30 June 2013 the Group had the following exposure to HKD foreign currency that is not designated in cash flow hedges.

	2014 $'000	2013 $'000
Financial assets		
Cash and cash equivalents	**1**	5
Financial liabilities		
Trade and other payables	**(3)**	(7)
Net exposure	**(2)**	(2)

At 30 June 2014 had the Australian dollar moved as illustrated in the table below, with all other variables held constant, post tax profit would have been affected as follows:

Judgments of reasonably possible movements

	Change in foreign exchange rate 2014	2013	Effect on profit after tax 2014 $'000	2013 $'000
Consolidated				
AUD/USD	**US$0.09**	US$0.09	**429**	478
AUD/USD	**(US$0.09)**	(US$0.09)	**(520)**	(582)
Net USD financial liabilities decreased due to inventory purchases being lower than prior year.				
AUD/EUR	**€0.07**	€0.07	**(861)**	(701)
AUD/EUR	**(€0.07)**	(€0.07)	**1,055**	856
Net EUR financial assets increased due to sales in EUR being higher than prior year.				
AUD/RMB	**¥0.57**	¥0.57	**(254)**	(371)
AUD/RMB	**(¥0.57)**	(¥0.57)	**310**	454
Net RMB financial assets decreased because of a decrease in RMB working capital.				

Currency movements used above are what management considers as representative of any likely movement in the next 12 months based on historical movements and economic forecasters' expectations.

Net unhedged foreign currency assets and liabilities:

	USD 000's	EUR 000's	RMB 000's	HKD 000's
2014				
Cash and bank balances	**951**	**2,500**	**14,809**	**6**
Trade and other receivables	**11**	**8,817**	**17,000**	**–**
Trade and other payables	**(7,607)**	**(2,088)**	**(8,222)**	**(20)**
Net FX exposure	**(6,645)**	**9,229**	**23,587**	**(14)**
Year end exchange rates	**0.9433**	**0.6907**	**5.8028**	**7.3046**
2013				
Cash and bank balances	612	821	2,985	38
Trade and other receivables	–	8,126	31,574	–
Trade and other payables	(7,560)	(1,199)	(1,791)	(53)
Net FX exposure	(6,948)	7,748	32,768	(15)
Year end exchange rates	0.9133	0.7020	5.5695	7.0922

(g) Capital management

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity.

The Group's total capital is defined as Schaffer Corporation Limited's shareholders' funds plus amounts attributable to non-controlling shareholders plus net debt and amounted to $112,060,000 at 30 June 2014 (2013 – $105,841,000).

Management are constantly adjusting the capital structure to take advantage of favourable costs of capital or high returns on assets. As the market is constantly changing, management may change the amount of dividends to be paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Schaffer Corporation Limited does not have a target debt/equity ratio, but has a policy of maintaining a flexible financing structure so as to be able to take advantage of new investment opportunities that may arise.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

year ended 30 June 2014

NOTE 33
FINANCIAL INSTRUMENTS (CONTINUED)

The Group maintains back up liquidity by way of bank overdrafts, cash advance facilities and a revolving loan facility. Facilities undrawn at 30 June 2014 amounted to $16,528,000 (2013 – $18,742,000). The Group's committed and standby credit facilities contain financial undertakings relating to interest cover and equity level. A compliance certificate must be produced quarterly attesting to compliance with the covenants.

During 2014 the Company paid dividends of $3,366,000 (2013 – $3,092,000). The Board maintains its payout ratio policy of balancing returns to shareholders with the need to fund growth and to maintain financial strength and capacity during uncertain and volatile economic conditions. In line with that policy, the Company has paid a final dividend of $0.13 per share (fully franked), bringing the dividends for the 2014 financial year to $0.25 per share (fully franked).

Management monitor capital through the gearing ratio (net debt/total capital). The target for the Group's gearing ratio is discussed in note (i) below. The gearing ratios based on continuing operations at 30 June 2013 and 2014 were as follows:

	Consolidated	
	2014	2013
	$'000	$'000
Total borrowings*	**52,090**	48,118
Less cash and cash equivalents	**(14,583)**	(12,662)
Net debt	**37,507**	35,456
Total equity	**74,553**	70,385
Total capital	**112,060**	105,841
Gearing ratio	**33%**	33%

** Includes interest bearing loans and borrowings*

The Group is subject to the following capital management requirements imposed by its Bankers.

(i) Shareholders' funds to be not less than $45,000,000, or 85% of the Shareholders' funds for the previous financial year, at all times.

(ii) Group debt service cover of no less than 1.2 times reported on a quarterly basis, based on results for the 12 months to the end of each quarter.

(iii) Group interest cover of no less than 1.5 times reported on a quarterly basis, based on results for the 12 months to the end of each quarter.

The Group has complied with the above covenants at all times during the current and previous financial period.

NOTE 34
DERIVATIVE FINANCIAL INSTRUMENTS

	Consolidated	
	2014	2013
	$'000	$'000
Current liabilities		
Interest rate swap contracts – classified as held for trading	**192**	130

Instruments used by the Group

Derivative financial instruments are occasionally used by the Group in the normal course of business in order to protect exposure to fluctuations in interest and foreign exchange rates.

(i) Forward currency contracts – classified as held for trading

The Group had no forward currency contracts outstanding at balance date.

Such contracts are fair valued by comparing the contracted rate to the market rates for contracts with the same length of maturity. All movements in fair value are recognised in the Consolidated Statement of Comprehensive Income in the period they occur. The net fair value gain on foreign currency derivatives during the year was nil for the Group (2013 – nil).

(ii) Interest Rate Swaps

Interest bearing loans of the Group currently bear an average variable interest rate of 5.37% (2013 – 5.55%). In order to protect against rising interest rates the Group has entered into interest rate swap contracts under which it has a right to receive interest at variable rates and to pay interest at fixed rates. Swaps in place cover approximately 43% (2013 – 64%) of the principal outstanding. The fixed interest rates are from 5.70% to 6.56% (2013 – 5.70% to 6.81%) and the variable rates between 1.70% and 3.00% (2013 – 2.70% and 3.00%) above the 30 day bank bill rate, which at balance date averaged 2.72% (2013 – 2.87%).

At 30 June 2014, the notional principal amounts and period of expiry of the interest rate swap contracts are as follows:

	Consolidated	
	2014	2013
	$'000	$'000
0 – 1 years	**2,280**	8,711
1 – 2 years	**–**	2,280
2 – 3 years	**–**	–
3 – 4 years	**3,978**	–
4 – 5 years	**3,841**	3,978
	10,099	14,969

The Group has entered into interest rate swaps which do not satisfy the requirements for hedge accounting.

The fair value of interest rate swaps at 30 June 2014 is a liability of $192,049 (2013 – $130,378 liability) which is recorded on the Consolidated Statement of Financial Position.

NOTE 35
SIGNIFICANT EVENTS AFTER BALANCE DATE

Following the end of the reporting period, a final fully franked dividend of 13¢ per share has been declared payable on 19 September 2014.

On 19 August 2014, the Group entered into a contract to roll the current cash advance facility for a further three years (refer note 20(d)).

DIRECTORS' DECLARATION

year ended 30 June 2014

In accordance with a resolution of the Directors of Schaffer Corporation Limited, we state that:

1. In the opinion of the Directors:
    a) the financial statements and notes of the consolidated entity are in accordance with the Corporations Act 2001, including:
        i. giving a true and fair view of the consolidated entity's financial position as at 30 June 2014 and of its performance for the year ended on that date; and
        ii. complying with Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;
    b) the financial statements and notes also comply with International Financial Reporting Standards as disclosed in note 2; and
    c) there are reasonable grounds to believe that the consolidated entity will be able to pay its debts as and when they become due and payable.
2. This declaration has been made after receiving the declarations required to be made to the Directors in accordance with section 295A of the Corporations Act 2001 for the financial period ended 30 June 2014.
3. As at the date of this declaration, there are reasonable grounds to believe that the members of the Closed Group identified in note 12 will be able to meet any obligation or liabilities to which they are or may become subject to, by virtue of the Deed of Cross Guarantee.

On behalf of the Board

J M Schaffer
Chairman and Managing Director

Perth, 19 September 2014

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SCHAFFER CORPORATION LIMITED
year ended 30 June 2014

Ernst & Young
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Perth WA 6000 Australia
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SCHAFFER CORPORATION LIMITED

Report on the financial report

We have audited the accompanying financial report of Schaffer Corporation Limited which comprises the consolidated statement of financial position as at 30 June 2014, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal controls as the directors determine are necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 2, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal controls relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Independence

In conducting our audit we have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of the company a written Auditor's Independence Declaration a copy of which is included in the Director's Report.

Opinion

In our opinion:

(a) the financial report of Schaffer Corporation Limited is in accordance with the *Corporations Act 2001*, including:
  (i) giving a true and fair view of the consolidated entity's financial position at 30 June 2014 and of its performance for the year ended on that date; and
  (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

(b) the financial report also complies with International Financial Reporting Standards as disclosed in note 2.

Report on the remuneration report

We have audited the Remuneration Report included in pages 52 to 56 of the Directors' Report for the year ended 30 June 2014. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion the Remuneration Report of Schaffer Corporation Limited for the year ended 30 June 2014, complies with section 300A of the *Corporations Act 2001*.

Ernst & Young

Ernst & Young

Darren Lewsen
Partner

Perth
19 September 2014

DIRECTORS' REPORT
year ended 30 June 2014

DIRECTORS' REPORT

Your directors submit their report for the year ended 30 June 2014 made in accordance with a resolution of the Directors.

DIRECTORS

Details of the Directors of the company during the financial year and up to the date of this report are:

J M SCHAFFER
BCom(Hons) FCPA
Managing Director
Executive Director
since 6/9/1972

Mr John Schaffer joined the company in 1972.
Mr Schaffer has held the position of Managing Director since 1987.

D E BLAIN, BA
Non-executive Director
Appointed 5/6/1987

Mrs Danielle Blain joined the company in 1987.
Mrs Blain served as Managing Director of Gosh Leather Pty Ltd from 1993 to 2001. Mrs Blain has diverse experience serving on a number of government and not-for-profit boards and is also a past Pro Chancellor of Edith Cowan University.

A K MAYER
Executive Director
Appointed 21/11/2001

Mr Anton Mayer is the Executive Chairman of Howe Automotive Limited. Mr Mayer has over 45 years of international leather experience, broad business skills and a global business perspective.

M D PERROTT AM
BCom FAIM FAICD
Independent Director
Appointed 23/2/2005

Mr Michael Perrott AM joined the Board as an independent director in February 2005. Mr Perrott AM has over 35 years experience in the construction and contracting industry. During the past three years Mr Perrott AM has also served as a director of the following other listed companies:
GME Resources Ltd 21 November 1996 – current
VDM Group Ltd 2 July 2009 – 7 August 2014

D J SCHWARTZ
Independent Director
Appointed 29/6/1999

Mr David Schwartz joined the Board as an independent director in June 1999. He has over 30 years experience in manufacturing and distribution businesses. During the past three years Mr Schwartz has served as a director of the following listed companies:
Clime Investment Management Ltd
1 October 1999 – current
ADG Global Supply Ltd 1 May 2008 – current

Directors were in office for the entire period unless otherwise stated.

COMPANY SECRETARY

J M CANTWELL (BBus(Acc) CPA MBA GIA(Cert))

Mr Jason Cantwell joined the company in 2011 and during the past 20 years has had significant experience in senior financial management roles within both private and publicly listed companies. Mr Cantwell is a Member of CPA Australia and a Certificated Member of the Governance Institute of Australia.

ATTENDANCE AT BOARD MEETINGS

During the year eight directors meetings were held. The number of meetings attended by each director is as follows:

	Meetings eligible to attend	Meetings attended
J M Schaffer	8	8
D E Blain	8	7
A K Mayer	8	7
M D Perrott AM	8	8
D J Schwartz	8	6

In accordance with the Articles of Association:

At the SFC Annual General Meeting scheduled for 19 November 2014, Mr M D Perrott AM will retire by rotation and being eligible, will offer himself for re-election.

ATTENDANCE AT AUDIT COMMITTEE MEETINGS

During the year, two audit committee meetings were held. Mr D J Schwartz and Mr M D Perrott AM attended both meetings. Mrs D E Blain attended one meeting. All the above committee members are also directors of the company.

ATTENDANCE AT NOMINATION AND REMUNERATION COMMITTEE MEETINGS

The SFC Board established the Nomination and Remuneration Committee on 23 February 2005. The members of this Board sub-committee are Mrs D E Blain, Mr M D Perrott AM and Mr D J Schwartz. The Nomination and Remuneration Committee held two meetings during the year with Mr M D Perrott AM attending both meetings. Mr D J Schwartz and Mrs D E Blain each attended one meeting.

INTERESTS IN THE SHARES OF THE COMPANY AND RELATED BODIES CORPORATE

At the date of this report the economic interest of the Directors, including their related parties, in the shares of the Company were:

	Schaffer Corporation Limited	
	Ordinary shares	Options over ordinary shares
J M Schaffer	2,655,927	–
D E Blain	1,562,360	–
A K Mayer	347,185	–
M D Perrott AM	1,000	–
D J Schwartz	585,726	–

PRINCIPAL ACTIVITIES

The principal activities of the entities within the consolidated entity, in the course of the financial year were automotive leather, paving, concrete and limestone product manufacture, and property investment and leasing.

RESULTS

The consolidated entity's operating profit after tax for the financial year was a profit of $7,976,000 (2013 – $8,570,000).

OPERATING AND FINANCIAL REVIEW

Please refer to Managing Director's report for details.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

In the opinion of the Directors of the consolidated entity there has not arisen during the financial year, or in the interval between the end of the financial year and the date of this report, any matter or circumstance that has significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in subsequent financial years.

DIVIDENDS

The following dividends have been paid or declared by the company since the commencement of the financial year.

Dividends paid for the year ended 30 June 2014:

	$'000
On ordinary shares	
12¢ per share final, paid on 20 September 2013	**1,685**
12¢ per share interim, paid on 21 March 2014	**1,681**
	3,366
Dividends paid for the year ended 30 June 2013	
On ordinary shares	
11¢ per share final, paid on 21 September 2012	**1,546**
11¢ per share interim, paid on 22 March 2013	**1,546**
	3,092
Not recognised as a liability as at 30 June 2014	
Final franked dividend for 2014 – 13¢ (2013 – 12¢)	**1,821**

The amount payable for the proposed final dividend may reduce dependant on the further purchase of shares under the current share buy-back scheme prior to the dividend record date.

DIRECTORS' REPORT

year ended 30 June 2014

REVIEW OF OPERATIONS

The consolidated entity's revenue from continuing operations increased by 18% to $163,697,000 from $138,444,000 this year. This resulted in a pre tax operating profit from continuing operations of $12,148,000 compared to $11,522,000 for last year. The consolidated entity's net profit after tax, excluding non-controlling interests, decreased by 18% to $6,188,000 from $7,588,000.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

Other than the discussion of the Company's operations and outlook already set out from pages 1-15 of this Annual Report, the Directors have no further comment to make on likely developments in the operations of the consolidated entity and the expected results of those operations in subsequent financial years.

ENVIRONMENTAL REGULATION AND PERFORMANCE

Schaffer Corporation Limited is subject to a range of environmental regulations. During the financial year Schaffer Corporation Limited met all reporting requirements under any relevant legislation. There were no incidents which required reporting. The Company aims to continually improve its environmental performance.

SIGNIFICANT EVENTS AFTER BALANCE DATE

Following the end of the reporting period, a final fully franked dividend of 13¢ per share has been declared payable on 19 September 2014.

On 19 August 2014, the Group entered into a contract to roll the current SFC cash advance facility for a further three years.

INDEMNIFICATION AND INSURANCE OF DIRECTORS

During or since the financial year, the company has agreed to indemnify directors against a liability for costs and expenses incurred in defending proceedings brought against them for a liability incurred in their role as directors of the company other than in respect of any wilful misconduct. The total amount of insurance contract premiums paid is not disclosed due to a confidentially clause within the insurance policy.

INDEMNIFICATION OF AUDITORS

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

REMUNERATION REPORT (AUDITED)

This remuneration report outlines the director and executive remuneration arrangements of the Company and the Group in accordance with the requirements of the Corporations Act 2001 and its Regulations. For the purposes of this report, Key Management Personnel (KMP) of the Group are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent company.

Details of Key Management Personnel

Directors

J M Schaffer	Managing Director
D E Blain	Director (non-executive)
A K Mayer	Director (executive)
M D Perrott AM	Director (non-executive/independent)
D J Schwartz	Director (non-executive/independent)

Executives

J Cantwell	Group Financial Controller and Company Secretary
M Falconer	Group General Manager, Schaffer Building Products Business Unit
N Filipovic	Managing Director, Howe & Company Pty. Ltd.
M Perrella	Executive Director, Delta Corporation Limited
J Walsh	General Manager, Delta Corporation Limited

This report outlines the remuneration arrangements in place for directors and executives of the Schaffer Corporation Limited Group of companies.

Remuneration philosophy

SFC's remuneration policy is directed at attracting, motivating and retaining quality directors and executives. SFC's key internal performance measures at the business unit and consolidated levels are earnings before interest and tax (EBIT) and return on average capital employed (ROACE). EBIT and ROACE have been chosen by the Group as measures of executive performance because they align the interests of management with those of all SFC shareholders.

Remuneration committee

The SFC Board operates a Nomination and Remuneration Sub-Committee to support and advise the SFC Board in fulfilling its responsibility to shareholders to ensure that the company has remuneration policies and practices which enable it to attract and retain directors and executives who will best contribute towards achieving positive outcomes for shareholders. The committee determines the remuneration and other conditions of service of the chief executive officer and executive directors, if any. The committee makes recommendations to the Board on the remuneration of non-executive directors within the aggregate approved by shareholders in general meeting from time to time. The committee considers individual performance, company performance, internal relativity and fairness in setting levels of remuneration and may seek appropriate independent external advice to assist in its decision making. The structure of non-executive director and executive remuneration are separate and distinct.

SENIOR MANAGER AND EXECUTIVE DIRECTOR REMUNERATION

Objective

SFC's remuneration policy aims to remunerate executives with a level and mix of remuneration commensurate with their position and responsibilities within the Group.

Structure

The remuneration of SFC's senior executive consists of fixed remuneration and variable remuneration (annual and long term incentives). The company aims to reward executives for Company, business unit and individual performance, align executive remuneration with the interests of shareholders, link rewards with the strategic goals such as profitability or return on capital employed and ensure that total remuneration is effective in retaining and motivating senior executives and executive directors.

Fixed remuneration

This includes base salary and the statutory Superannuation Guarantee Contribution (SGC) which comprises the cash component, and other non-cash benefits such as a motor vehicle. Where non-cash benefits are elected, it is intended that the cost to the company is not greater than the cost that would otherwise have been incurred had that portion of the salary been provided as cash. The Schaffer Corporation Limited Superannuation Fund is available to executives for superannuation contributions and life insurance. Premiums for life insurance are deducted from member accounts. Executives can elect to have the company contribute superannuation beyond the statutory SGC level by way of a salary sacrifice in lieu of cash salary. Fixed remuneration is reviewed annually by the Nomination and Remuneration Committee in respect of each executive director. The fixed remuneration of executives is reviewed annually by the SFC Managing Director in the case of the Building Materials and Corporate divisions and by the Howe Automotive Limited Managing Director in the case of the Automotive Leather division. The review process considers companywide, business unit and individual performance in the context of any annual change during the preceding twelve month period to the consumer price index and wages cost index as published by the Australian Bureau of Statistics. For the year beginning 1 July 2013, an increase of 3% was applied for Senior Executives.

DIRECTORS' REPORT
year ended 30 June 2014

Variable remuneration – Short Term Incentive

The Group has performance-based incentive plans in place at each of its operations in which management and the labour force participate. The level of remuneration payable to participating executives is linked to the financial performance of their business. Executives are provided with cash incentives provided profitability thresholds are met. A summary of the annual incentive schemes for the Building Materials, Automotive Leather and Corporate divisions is provided below:

Building Materials Division – Management Bonus Incentive Scheme

The Company operates a Management Bonus Incentive Scheme (MBIS) for the management group of the Building Materials division. Prior to the commencement of each financial year the Building Materials division management submits an annual budget for consideration by SFC's Managing Director and the SFC Board. Upon approval of the budget by the Board, a cash bonus (as a percentage of each participants fixed remuneration) is payable on a tiered basis provided actual EBIT profitability thresholds are met/exceeded as at 31 December and 30 June balance dates. The MBIS payment for EBIT performance is subject to reviewed/audited financial statements of each business unit and is payable at the discretion of the Managing Director in the following period. A half-year 2014 bonus was approved on 31 January 2014 (2013 – 30 January 2013). There was no full year bonus payable for the year ended 30 June 2014. A bonus is forfeited for a financial year where an employee has ceased employment prior to the end of that financial year. Actual EBIT performance versus Budgeted EBIT performance has been chosen as the relevant performance condition as this performance measure is readily monitored and available and EBIT performance aligns the interest of management with those of shareholders. The scheme may be discontinued at any time by the SFC Managing Director without prior notice.

Automotive Leather Division – Profit Participation Scheme

Howe Automotive Limited operates a profit participation scheme for the staff and management of the Automotive Leather division. Prior to the commencement of each financial year the division management submits an annual budget for consideration and approval by the Howe Automotive Limited Managing Director and the SFC Board. The scheme provides for a bonus pool of 5% of actual EBIT, which becomes payable provided actual EBIT exceeds budgeted EBIT and a satisfactory return on capital employed (ROCE) has been achieved as at 30 June balance date. The profit participation bonus is subject to audited financials of each business unit and approval by the shareholders of Howe Automotive Limited. A full year 2014 bonus was approved on 17 May 2014 (2013 – Nil). Actual EBIT performance versus Budgeted EBIT performance and a threshold ROCE have been chosen as the relevant performance conditions as these performance measures are readily monitored and available and EBIT and ROCE performance aligns the interest of management with those of shareholders. The scheme has been designed to incentivise a wide range of the Automotive Leather division workforce from top executive management to factory floor personnel.

Corporate – Short Term Incentive Plan

Schaffer Corporation has implemented a formal Short Term Incentive (STI) Plan for the Group Managing Director and Chief Financial Officer (CFO) approved by the Nomination and Remuneration Committee. These executives can earn a cash bonus with a value of up to 30% of their base annual remuneration, based on actual performance against defined objectives. This equates to a maximum of $238,914 for the Group Managing Director, and $58,500 for the CFO, for the year ended 30 June 2014. The minimum possible award for both the Group Managing Director and the CFO is nil. 60% of any STI award is based on financial performance against at the annual budget, however no STI bonus is payable if the annual net profit after tax (NPAT) is less than the prior year. The members of the Nomination and Remuneration Committee have the discretion to adjust the NPAT for STI purposes to eliminate the financial impact of "one off" abnormal issues which may positively or negatively affect NPAT. 40% of any STI award is based on performance against pre-agreed KPI's which are critical to the company's future success. STI awards for the 2014 year were approved by the Nominations and Remunerations Committee on 20 June 2014 and paid by 30 June 2014. The Managing Director received an STI award of 85% of the maximum possible award (2013 – 90%). The CFO received an STI award of 85% of the maximum possible award (2013 – 80%).

Variable remuneration – Long Term Incentive

SFC's senior executives (other than Mr Schaffer and Mr Mayer) participate in SFC's Employee Share Option Plan (ESOP). Howe Automotive Limited operates the Employee Participation Unit (EPU) Plan for its executives. The SFC ESOP and Howe Automotive Limited EPU plans have long-term vesting provisions and are designed to align the interests of the participating executives with those of all SFC shareholders. As such, long term incentive grants are typically made to executives who are able to influence the generation of shareholder wealth and thus have a direct impact on the Company's performance. A summary of the long-term incentive schemes for the Corporate, Building Materials and Automotive Leather divisions is provided below:

SFC Employee Share Option Plan (ESOP)

An employee share option plan has been established. The plan was approved by shareholders at the Annual General Meeting in November 1999. The plan permits the granting of options (at the absolute discretion of the Board) to Group employees to acquire ordinary shares in Schaffer Corporation Limited. The options issued for nil consideration, are issued in accordance with performance guidelines established by the Directors of Schaffer Corporation Limited. The options cannot be transferred and will not be quoted on the ASX. The number of options which can be issued is limited to 5% of the number of shares on issue. At the date of this report there were no ESOP options on issue.

Options may be exercised as follows:

(1) during the first 12 months of each option period and including each date of issue, no more than 25% of the options issued to that participant on that date of issue;
(2) during the period of 24 months from and including each date of issue exercise no more than 50% of the options issued to that participant on that date of issue; and
(3) during the period of 36 months from and including each date of issue exercise no more than 75% of the options issued to that participant on that date of issue.

After 36 months 100% of the options may be exercised.

While ESOP contains vesting conditions, the exercising of ESOP options is not dependent on a performance condition because: ESOP options have been issued with an exercise price at or above the share price on the issue date; ESOP options do not participate in dividends; and are not transferable or saleable. Accordingly, ESOP options only provide an economic benefit to the recipient in the event the share price (which adjusts for dividends paid) significantly exceeds the exercise price (which is not adjusted for dividends paid) over the option vesting period thereby aligning the interests of management with those of all shareholders.

There are currently no share options on issue, and no options under this scheme have been granted since 15 July 2003.

Howe Automotive Limited Employee Participation Units Plan

Howe Automotive Limited operates an employee incentives plan which permits the granting of employee participation units (EPUs) at the discretion of its shareholders' up to an EPU limit. The EPU limit is 10% of the fully diluted share capital of Howe Automotive Limited, which is calculated as if each EPU already issued was deemed to be one issued Howe Automotive Limited share. Howe Automotive Limited dividends are applied on a fully diluted basis to the unpaid portion of each EPU's until the unpaid portion is reduced to nil. Once fully paid up, each EPU participates in Howe Automotive Limited dividend payments on a fully diluted basis.

An EPU provides an employee with a right to receive a cash payment from Howe Automotive Limited in the following circumstances:

(a) If an employee dies or becomes permanently disabled at any time after the grant date.
(b) If an employee ceases employment after the three year initial vesting period.
(c) Upon a liquidity event (trade sale or listing on an Australian or overseas stock exchange).
(d) On issue of a compulsory payment notice by Schaffer Corporation Limited.

The amount of the cash payment is dependent on vesting and the financial performance of Howe Automotive Limited. The vesting requirements are:

(a) up to 3 years – nil
(b) 3 years to 4 years – 33.3%
(c) 4 years to 5 years – 66.7%
(d) over 5 years – 100%

Note: Employees are ineligible to receive any payment in the following circumstances:

(i) termination due to misconduct.
(ii) failure to provide 90 days written notice of intention to terminate employment.
(iii) acting in competition prior to the payment date (payment date is at least 12 months after termination).

DIRECTORS' REPORT
year ended 30 June 2014

SENIOR MANAGER AND EXECUTIVE DIRECTOR REMUNERATION (CONTINUED)

The amount of payment is calculated in accordance with an equity valuation formula based on 5.5 times Howe Automotive Limited's earnings before interest and tax minus net debt. The formula uses a three year average including one full year following termination. This formula is designed to incentivise EPU holders in respect of building the long term value of Howe Automotive Limited and provides a fair and readily calculable means for valuing that long term interest. Schaffer Corporation Limited has the option to compel the employee to use the whole or part of that cash payment in subscribing for Schaffer Corporation Limited shares based on the average Schaffer Corporation Limited share price for the same three year period.

Schaffer Building Products – Long Term Incentive (LTI) Scheme

Schaffer Building Products business unit, part of the Building Materials Division has established a deferred Long Term Incentive Plan. Eligible executives may earn a deferred cash bonus of up to 30% of their base annual remuneration, for each year over a five year vesting period. An LTI award is only earned provided the business unit achieves a pre-determined return on average capital employed during each year of the vesting period. In the event the performance hurdle is not achieved during each year of the vesting period, the LTI award is to be pro-rated based on the number of years during which the performance hurdle was achieved. However if the average return on capital over the full vesting period exceeds the performance hurdle, eligible executives will be entitled to the maximum LTI award. Eligible executives must remain as an employee throughout the vesting period to be eligible for a LTI award. Any employee who voluntarily resigns or is dismissed for cause prior to the vesting date forfeits all entitlements under the LTI scheme. LTI awards are paid in cash within sixty days of the conclusion of the vesting period.

The General Manager of the Schaffer Building Products business was the only participant in the LTI scheme. This participation expired on 30 June 2014. During the year ended 30 June 2014, the pre-determined performance hurdle was not achieved.

There are currently no participants in the Schaffer Building Products LTI scheme.

The following table details the proportion of fixed remuneration and variable remuneration paid for the year ended 30 June 2014 as detailed in this report:

2014 Remuneration Structure

	% Fixed	% Variable
Specified Directors		
J M Schaffer	80	20
D E Blain	100	–
A K Mayer	100	–
M D Perrott AM	100	–
D J Schwartz	100	–
Specified Executives		
J Cantwell	81	19
M Falconer	100	–
N Filipovic	62	38
M Perrella	90	10
J Walsh	91	9

Non-executive Director Remuneration

SFC's non-executive directors receive fees for their services (including statutory superannuation) and the reimbursement of reasonable expenses. The Constitution and the ASX Listing Rules specify that the aggregate remuneration of non-executive directors shall be determined from time to time by a general meeting. An amount not exceeding that amount is then divided between the non-executive directors as agreed. The latest determination was at the Annual General Meeting held 19 November 2003 when shareholders approved an aggregate remuneration limit of $250,000 per annum. The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is to be apportioned amongst the non-executive directors is reviewed annually. This limit is not currently fully utilised. The fee pool is payable only to non-executive directors. The amount payable to non-executive directors is set by the Board after having taken regard to the size of the Company and Board, the responsibilities, demands and accountabilities faced by those directors in discharging their duties and after seeking external advice to ensure the fees are in line with market standards. All three non-executive directors are members of the Audit Committee and the Nomination and Remuneration Committee and the fixed annual fee received by non-executive directors is inclusive of these sub-committee commitments. It is current SFC policy that non-executive directors do not receive shares, options or other securities and are not eligible to participate in SFC's Employee Share Option Plan. Payment of fees (including statutory superannuation) and the reimbursement of reasonable expenses are the only remuneration payable to Mrs Blain, Mr Schwartz and Mr Perrott AM.

It is not a requirement of the Constitution of the Company that directors hold shares in the Company. Non-executive directors appointed prior to July 2003 are entitled to a retirement benefit equivalent to one year's annual director's fees. The retirement benefit was reduced from three year's to one year's annual director's fees in July 2003 (a three year retirement benefit was in place at the time each director accepted their appointment to the Board). SFC considers the reduced benefit modest and appropriate given the benefit which historically existed. It is SFC's policy that no retirement benefit apply to new directors appointed after July 2003.

Relationship of Company Performance to Shareholder Wealth

Total Shareholder Return

Total shareholder return (TSR) is an accepted and understood measure of performance. SFC calculates TSR as follows:

- movement in Share Price (including bonus issues)
- plus Dividends Paid
- plus Dividend Imputation Credits

The chart below itemises the constituents to SFC's TSR by year for each of the past five years. SFC's average TSR for the past five years is 13%.

	Sept 2010	Sept 2011	Sept 2012	Sept 2013	Sept 2014
Tax Rate	30%	30%	30%	30%	**30%**
Share Price	$4.85	$3.26	$4.05	$5.06	**$6.00**
Ord Dividends	$0.40	$0.20	$0.21	$0.23	**$0.25**
Imputation Credit	$0.17	$0.09	$0.09	$0.10	**$0.11**
TSR	**($0.03)**	**($1.30)**	**$1.09**	**$1.34**	**$1.30**
TSR	**(1%)**	**(27%)**	**33%**	**33%**	**26%**

At the date of this report, on an aggregate dollars paid basis, SFC paid to shareholders $3.5 million fully franked dividends in respect of 2014 and a total of $18.2 million has been paid in fully franked ordinary and special dividends over the past 5 years.

Earnings Per Share (EPS)

SFC's average EPS over the past five years has been 43.5¢.

	Year Ended				
	June 2010	June 2011	June 2012	June 2013	June 2014
EPS	31.9¢	34.1¢	53.4¢	54.0¢	**44.1¢**

DIRECTORS' REPORT
year ended 30 June 2014

SENIOR MANAGER AND EXECUTIVE DIRECTOR REMUNERATION (CONTINUED)

Remuneration of Key Management Personnel for the year ended 30 June 2014

	Short term		Post employment		Long term benefits			
30 June 2014	Salary & fees $	Cash bonus## $	Superannuation $	Termination benefit $	Long service leave### $	Share-based payment-EPU's# $	Total $	Performance related
Directors								
J M Schaffer	759,094	203,077	35,000	25,206	16,532	–	1,038,909	19.55%
D E Blain	39,447	–	35,000	2,168	–	–	76,615	–
A K Mayer	435,635	–	–	–	–	–	435,635	–
M D Perrott AM	74,447	–	–	–	–	–	74,447	–
D J Schwartz	74,447	–	–	5,244	–	–	79,691	–
Executives								
J Cantwell	189,846	45,657	20,917	–	3,355	–	259,775	19.24%
M Falconer	448,947	–	35,000	–	7,273	–	491,220	–
N Filipovic	387,371	242,261	25,000	–	(18,275)	8,857	645,214	37.55%
M Perrella	188,465	24,455	35,000	–	6,938	–	254,858	9.60%
J Walsh	273,102	26,435	25,000	–	5,771	–	330,308	8.87%
	2,870,801	**541,885**	**210,917**	**32,618**	**21,594**	**8,857**	**3,686,672**	

\# Includes the value of employee participation units (EPUs) using the Black-Scholes model.
\## Cash bonus.
\### Net of long service leave taken during the period.

	Percentage paid during the year	Percentage payable subsequent to year end
J M Schaffer	100%	–
J Cantwell	100%	–
N Filipovic	73%	27%
M Perrella	100%	–
J Walsh	100%	–

The amounts included in the table represent the entire bonus earned. The portion of bonus accrued at 30 June 2014 was $65,672.

The terms "director" and "officer" have been treated as mutually exclusive for the purposes of this disclosure. The elements of emoluments have been determined on the basis of the cost to the company and the consolidated entity.

Executives are those directly accountable for the operational management and strategic direction of the company and the consolidated entity.

Remuneration of Key Management Personnel for the year ended 30 June 2013

	Short term		Post employment		Long term benefits			
30 June 2013	Salary & fees $	Cash bonus## $	Superannuation $	Termination benefit $	Long service leave### $	Share-based payment-EPU's# $	Total $	Performance related
Directors								
J M Schaffer	747,649	208,760	25,000	24,471	25,385	–	1,031,265	20.2%
D E Blain	47,279	–	25,000	2,106	–	–	74,385	–
A K Mayer	389,741	–	–	–	–	–	389,741	–
M D Perrott AM	72,279	–	–	–	–	–	72,279	–
D J Schwartz	72,279	–	–	4,742	–	–	77,021	–
Executives								
J Cantwell	171,429	39,688	18,454	–	1,819	–	231,390	18.7%
M Falconer	467,426	–	25,000	–	11,502	–	503,928	–
N Filipovic	391,162	24,414	25,000	–	(46,405)	8,857	403,028	6.1%
M Perrella	226,193	88,611	25,000	–	8,009	–	347,813	13.9%
J Walsh	275,719	82,948	25,000	–	12,332	–	395,999	21.1%
	2,861,156	**444,421**	**168,454**	**31,319**	**12,642**	**8,857**	**3,526,849**	

\# Includes the value of employee participation units (EPUs) using the Black-Scholes model.
\## Cash bonus.
\### Net of long service leave taken during the period.

	Percentage paid during the year	Percentage payable subsequent to year end
J M Schaffer	–	100%
J Cantwell	–	100%
N Filipovic	–	100%
M Perrella	43%	57%
J Walsh	43%	57%

The amounts included in the table represent the entire bonus earned. The portion of bonus accrued at 30 June 2013 was $346,362.

DIRECTORS' REPORT
year ended 30 June 2014

The following information is provided in relation to s300A(1)(e)(ii) – (vi) of the Corporations Act:

SHAREHOLDING OF KEY MANAGEMENT PERSONNEL

Economic interests in the shares of Schaffer Corporation Limited held by Directors of the reporting entity and their related parties are as follows:

As at 30 June 2014	Balance at beginning of year	Net change other	Balance at end of year
Specified directors			
D E Blain	1,562,360	–	1,562,360
A K Mayer	347,185	–	347,185
M D Perrott AM	1,000	–	1,000
J M Schaffer	2,655,927	–	2,655,927
D J Schwartz	585,726	–	585,726
Specified executives			
J Cantwell	450	–	450
M Falconer	20,000	–	20,000
M Perrella	59,834	–	59,834
Total	**5,232,482**	**–**	**5,232,482**

SHARE OPTIONS

No options were issued or forfeited, vested or exercised during the course of neither the financial year under review nor the preceding year. There are no options currently on issue.

EPU's held by Key Management Personnel

Directors /Executives	Balance at beginning of period	Granted as remuneration	Redeemed during the period	Cancelled during the period	Balance at end of period	Vested as at 30 June 2014	
						Vested	Not vested
N Filipovic	1,170,627	150,000	–	–	1,320,627	1,170,627	150,000
Total	**1,170,627**	**150,000**	**–**	**–**	**1,320,627**	**1,170,627**	**150,000**

30 June 2014

150,000 EPU's were granted to N Filipovic during the year. The EPU's were granted on 1 July 2013 with an issue price of $0.19 and a calculated valuation of $0.10 each using a Black Scholes model with a volatility assumption of 65% and a risk-free rate of 3.43%. No EPUs held by key management personnel vested during the year.

30 June 2013

No EPU's were granted to key management personnel during the course of the year. 133,333 EPUs held by N Filipovic vested during the year.

Shares issued on exercise of compensation options and EPU's

No shares were issued during the current or previous year.

Employment contracts

Mr Schaffer, SFC's Managing Director is employed under a Service Agreement. The service agreement was entered into on 18 July 1984. Mr Schaffer's employment continues until terminated by Mr Schaffer or the Company. Under the terms of the service agreement, the agreement may be terminated by the Company or Mr Schaffer after the expiration of one month's notice in writing given to one of them by the other. Upon termination of this agreement Mr Schaffer is entitled to receive from the Company a lump sum equal to the annual remuneration paid immediately preceding that termination except if the termination is for reasons of gross misconduct, fraud or dishonesty resulting in a material loss or injury to the Company or if Mr Schaffer is found guilty of wilful disobedience or any other conduct resulting in a material prejudice to the Company or such as to bring the Company into disrepute.

Mr Mayer provides management services to the Automotive Leather division pursuant to a Consultancy Agreement. The agreement has been renewed for the period 1 July 2012 to 30 June 2015. The Consultancy Agreement may be terminated sooner:

- by the consultee without prior notice for cause (i.e. wilful misconduct, wilfully wrongful act, gross negligence, criminal act or a prohibition by law in company management);
- by either party for any reason upon 90 days prior written notice to the other party;
- by the consultee 30 days after giving notice of termination to Mr Mayer for reason of his physical of mental incapacity on a permanent basis;
- on the death of Mr Mayer.

The Consultancy Agreement with Mr Mayer does not provide for a termination payment upon termination of the agreement.

All other senior executives are employed under standard employment contracts that define the role, duties, remuneration and benefits, leave entitlements, dismissal and confidentiality of information conditions of employment. Notice periods are typically one month.

End of remuneration report

TAX CONSOLIDATION

Effective 1 July 2003, for purposes of income tax, Schaffer Corporation Limited and its 100% owned subsidiaries have formed a tax consolidated group.

Effective 1 July 2003 for purposes of income tax, Howe Automotive Limited and its 100% owned Australian resident subsidiaries for tax purposes have formed a tax consolidated group.

ROUNDING

The amount contained in this report and in the financial statements has been rounded to the nearest $1,000 under the option available to the company under ASIC class order 98/0100.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the directors of Schaffer Corporation Limited support the principles contained in the company's corporate governance statement in the corporate governance section of this annual report.

AUDITOR'S INDEPENDENCE AND NON-AUDIT SERVICES

The directors received the following declaration from the auditor of Schaffer Corporation Limited.

DIRECTORS' REPORT
year ended 30 June 2014

EY
Building a better working world

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AUDITOR'S INDEPENDENCE DECLARATION TO THE DIRECTORS OF SCHAFFER CORPORATION LIMITED

In relation to our audit of the financial report of Schaffer Corporation Limited for the financial year ended 30 June 2014, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.

Ernst & Young

Ernst & Young

Darren Lewsen
Partner

Perth
19 September 2014

NON-AUDIT SERVICES

The following non-audit services were provided by the entity's Auditor, Ernst & Young. The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Ernst & Young received or are due to receive the following amounts for the provision of non-audit services:

Tax compliance, research and development claims $108,832

Signed in accordance with a resolution of the directors.

J M Schaffer
Chairman and Managing Director

Perth
19 September 2014

STATEMENT OF CORPORATE GOVERNANCE PRACTICES

year ended 30 June 2014

ASX Corporate Governance Council issued its Corporate Governance Principles and Recommendations with 2010 Amendments on 30 June 2010 with effect from 1 January 2011.

> *Corporate Governance is, the framework of rules, relationships, systems and processes within and by which authority is exercised and controlled in corporations. It encompasses the mechanisms by which companies, and those in control, are held to account. Corporate governance influences how the objectives of the company are set and achieved, how risk is monitored and assessed, and how performance is optimised. Corporate governance practices will evolve in the light of changing circumstances. Corporate governance practices must also evolve in the context of developments both in Australia and overseas. If a company considers that a recommendation is inappropriate to its particular circumstances, it has the flexibility not to adopt it (ASX Corporate Governance Principles and Recommendations with 2010 Amendments, June 2010).*

The Board of SFC is committed to best practice in corporate governance where the Board considers these practices are appropriate and add shareholder value to a company and board of SFC's size and structure.

This Corporate Governance Statement outlines the main corporate governance practices of Schaffer in the context of the Principles adopted by the ASX Corporate Governance Council (Council). Unless otherwise stated below, the Company has complied with the Council's Recommendations.

LAY SOLID FOUNDATIONS FOR MANAGEMENT AND OVERSIGHT

The strategic control of the business of the Group is vested with the Board. The Board's objective to create, build and sustain shareholder value is carried out in accordance with their duties and obligations to act honestly, fairly, diligently as are imposed upon them by the Constitution, regulatory authorities and ethical standards. Key matters reserved for the Board include the following:

- Approval of the Strategic Business Plan
- Approval of the Annual Budgets
- Review of the operating results and approval of the financial accounts
- Setting the Corporate Governance practices within the Group
- Determining SFC's dividend policies
- Approval of the Group financial policies
- Approval of the Group risk management strategies
- Review of Board nominations and composition
- Determining the terms and conditions for and evaluate the performance of the Managing Director
- Delegation of authority to the Managing Director and senior management on operational matters, or approval of matters in excess of any discretion which may have been delegated from time to time
- Acquisition, establishment, disposal or cessation of any significant business of SFC
- Approving the issue of any securities in SFC
- Approving the capital management strategy of SFC
- Approving the appointment of SFC's External Auditor

The Board has delegated authority for the management of the Group through the Managing Director to executive management. Accordingly the Group's executive management team are charged with implementing Board directives and the day-to-day management and reporting of the Group's activities. The Board has a formal Charter setting out the roles of Board and Management. Consistent with Council Principle 1, the Board Charter has been posted to the corporate governance section of the Company's website – www.schaffer.com.au

STRUCTURE THE BOARD TO ADD VALUE

The Schaffer Board currently consists of five directors: two independent; one non-executive; and two executive directors namely the Executive Chairman of the Leather division and the Group Managing Director and Chairman. The Board considers that between them, the directors bring the range of skills, knowledge and experience (both local and international) necessary to successfully direct the Group's operations.

The Board of Directors consists of:

John Schaffer *Chairman and Managing Director*
(Age 64)

John joined the Company in 1972 and has held the positions of Managing Director since 1987 and Chairman since 1988. John holds a Bachelor of Commerce degree with honours from the University of Western Australia and is an FCPA.

Danielle Blain *Non-executive Director*
(Age 70)

Danielle joined the Board in 1987. Mrs Blain served as a director of Howe Automotive Limited from 1993 to 2005 and as Managing Director of Gosh Leather Pty Ltd (the furniture division) from 1993 to 2001. Mrs Blain holds a Bachelor of Arts degree from the University of Western Australia. Mrs Blain is a member of the Board's Audit Committee and the Nomination and Remuneration Committee.

Michael Perrott AM *Independent Director*
(Age 68)

Michael joined the Board as an independent director in February 2005 and is a member of the Board's Audit Committee and the Nomination and Remuneration Committee. Mr Perrott AM has been involved in industries associated with construction, contracting, mining and land development since 1969. He is currently Chairman of GME Resources Limited. Mr Perrott AM is also a member of the Board of Notre Dame University and SANE Australia.

Anton Mayer *Executive Director*
(Age 72)

Anton joined the Board in 2001. Anton is the Executive Chairman of Howe Automotive Limited, and held the position of Howe Automotive Limited Managing Director from 1998 to June 2007. Anton is also a director of a number of the Howe Automotive Limited Group subsidiaries. Anton has over 45 years of international leather experience, broad business skills and a global business perspective.

David Schwartz *Independent Director*
(Age 60)

David joined the Board in 1999 and is independent Chairman of the Board's Audit Committee and the Nomination and Remuneration Committee. David has many years experience in successfully managing manufacturing and distribution businesses in Australia and South Africa. Mr Schwartz is Chairman of Pascoes Pty Limited and Stefani Pure Water Australasia Pty Limited, and a director of Primewest Management Ltd, Betts Group Pty Ltd, Clime Investment Management Ltd and ADG Global Supply Ltd.

The names of Schaffer's current directors, their year of appointment, status as non-executive, executive or independent directors, their economic interest in SFC and whether they retire at the next Annual General Meeting is summarised in the table below.

Director	Year appointed	Classification	Audit Committee	Nomin. & Remun. Committee	Economic Interest in SFC	Retiring at next AGM	Seeking Re-election
J M Schaffer	1972	Chairman/Executive	–	–	19.0%	No	N/A
D E Blain	1987	Non-executive	Member	Member	11.2%	No	N/A
A K Mayer	2001	Executive	–	–	2.5%	No	N/A
M D Perrott AM	2005	Independent	Member	Member	–	Yes	Yes
D J Schwartz	1999	Independent	Chairman	Chairman	4.2%	No	N/A

STATEMENT OF CORPORATE GOVERNANCE PRACTICES

year ended 30 June 2014

BOARD COMMITTEES

The Board may from time to time establish committees where the Board is of the belief that the establishment of such a committee will improve the performance of the Board in accomplishing its duties.

The Board operates an Audit Committee and a Nomination and Remuneration Committee. Both committees comply with Council guidelines. The Charter of each committee is summarised later in this section. Full details of SFC Audit Committee and Nomination and Remuneration Committee can be found on the Company's website. The Board does not believe the Board it is of sufficient size to warrant the establishment of additional dedicated Board Committees.

BOARD MEETINGS

Management provides the Board with information in a form, timeframe and quality that facilitates the Board in effectively discharging its duties. The Board meets at least 8 times per year. Board papers are where possible provided to directors at least four days prior to the relevant meeting. The non-executive Board members are joined at Board meetings by the Group's Managing Director, the Executive Chairman of Howe Automotive Limited and the Company's Chief Financial Officer/ Company Secretary.

DIRECTOR INDEPENDENCE

The Board applies the Council's independence criteria in assessing director independence. Mr Schwartz and Mr Perrott AM are considered by the Board to be independent directors. In analysing Mr Schwartz's independence, the Board considered the materiality of Mr Schwartz's minority interests in the relevant syndicated property interests of the Company. Accordingly the Board confirms Mr Schwartz's independence on the basis that (i) operating revenue from SFC's property interests represents less than 10% of Group revenue; and (ii) no interest held by Mr Schwartz represents a controlling interest in any single property. While the Board considers Mr Schwartz independent for the above reasons, standard Board meeting procedures and governance principles apply whereby in respect of any property business where Mr Schwartz has an interest, Mr Schwartz does not receive the relevant Board papers and does not attend that part of the Board meeting where the matter is being discussed or considered.

Directors classified as not being independent directors are Mrs Blain, Mr Schaffer and Mr Mayer on the basis that:

- Mr Schaffer is an executive director, a substantial shareholder of SFC (with an economic interest of 19.0%) and has served on the Board in since 1972;
- Mrs Blain is a substantial shareholder of SFC (with an economic interest of 11.2%), served as an executive director of Howe from 1993 to 2001 and has served on the SFC Board since 1987; and
- Mr Mayer is an executive director of SFC by virtue of his role as Executive Chairman of Howe Automotive Limited.

The Board does not currently comply with Council guidelines in respect of majority independence, Chairman independence and separation of the Chairman and Managing Director roles. However, the Board is currently of the view that having a competent, cohesive and functioning Board whose members have a balance of practical experience and skills relevant to SFC's business is more beneficial to maximising returns to shareholders than it would be to expand the Board by an two additional members simply for the purpose of achieving majority independence pursuant to the Council's definition. Further, the Board is not in entire agreement with the definition of independence as defined by the Council's guidelines. In the Board's view, independence is about having individuals on the Board whose interests are directly aligned with shareholders (i.e. they have a significant stake in the company) and have the capability to question and challenge management's decision making process. On this basis your Board is independent. Collectively the Board has a financial interest in approximately 37% of SFC's issued capital representing a large proportion of each director's personal asset base. When the shareholders gain, so does the Board; when shareholders lose, the Board loses significantly.

Similarly, based on the strong alignment of shareholders with the Chairman, it is not considered that having an Independent Chairman and separating the roles of Chairman and Managing Director would add shareholder value at this stage.

As a result of the Company's departure from the Council Recommendations contained in this Principle, governance practices employed by the Board to support its objective and competent operation are:

Disclosure of interests and conflicts

A director is required to disclose to all directors any material personal interest they may have, or may reasonably be perceived to have, in a matter which relates to the affairs of the Company. A director is expected to disclose their interest as soon as practicable after the director becomes aware of that interest.

In the event a potential material conflict of interest arises, the director concerned does not receive the relevant Board papers and leaves the Board meeting while the matter is discussed and considered. Directors must keep the Board advised on an ongoing basis of any interests which could cause, or may reasonably be perceived to cause, a conflict with the interests of the Company.

The minutes of the meeting should record the decision taken by those directors who do not have an interest in the matter.

Independent legal advice

With the consent of the Chairman, individual directors may seek independent professional advice at the Company's expense on any matter connected with the discharge of their responsibilities. The Chairman requires the submission of a cost estimate by a director in order to establish the reasonableness of the projected fee. The Chairman's consent will not be unreasonably withheld.

Period of office

Shareholders are given the opportunity to vote on the composition of the Board such that at each Annual General Meeting, one third of the Directors (excluding the Managing Director) must retire but may stand for re-election. Each director who is required by the Constitution to retire cannot hold office for more than three years without retiring within that time frame and standing for re-election. Any director who is appointed to the Board to fill a casual vacancy during a year may only hold office until the next Annual General Meeting but may stand for re-election at that meeting.

PROMOTE RESPONSIBLE AND ETHICAL DECISION MAKING

Conduct and ethics

The Company operates under a Code of Conduct a copy of which is posted to the corporate governance section of the Company's website – www.schaffer.com.au

The Company's Code of Conduct describes how SFC relates to its employees, customers, suppliers, shareholders and the community. SFC is committed to promoting integrity and maintaining the highest standard of ethical conduct in all of its activities.

Our business success is dependent on the development and maintenance of trusting relationships, underpinned by the continuous demonstration of corporate integrity.

The purpose of this Code of Conduct is to provide a common behavioural framework for all SFC personnel which recognises social responsibility, complies with applicable laws and standards, and is in keeping with the spirit and rules of the Australian and international markets in which SFC operates. This Code of Conduct applies to SFC and its controlled affiliates.

SFC's directors and management team lead by example, demonstrating their commitment to this Code of Conduct at all times through their personal behaviour and through guidance provided to our personnel.

Securities trading policy

SFC's Securities Trading Policy regulates dealing by SFC Directors and senior executives in SFC securities. Restrictions imposed by law on prohibiting anyone dealing in SFC's securities if in possession of unpublished SFC price-sensitive information have been supplemented by Board imposed restrictions specific to SFC Directors and senior executives. Price sensitive information is information a reasonable person would expect to have a material effect on the price or value of SFC securities.

This policy provides that in addition to Directors and senior executives being prohibited from trading in the Company's securities at any time if they possess any unpublished price sensitive information, Directors and senior executives may buy or sell the Company's securities only within limited trading windows.

STATEMENT OF CORPORATE GOVERNANCE PRACTICES

year ended 30 June 2014

The periods within which a Director or senior executive may buy or sell SFC securities is:

- from 24 hours to 4 weeks after the Company has made any Scheduled Announcement. A scheduled announcement refers to the announcement by SFC of its (i) results for the half year, (ii) preliminary final year result, (iii) Chairman's Address to the Annual General Meeting;
- from 24 hours to 4 weeks after the Company has made any Unscheduled Announcement. An unscheduled announcement refers to any other announcement of new information made by SFC pursuant to ASX Listing Rule 3.1; and
- during the period when a prospectus for securities is released by SFC until the last day for acceptance of securities issued pursuant to that prospectus.

SFC Directors and senior executives are prohibited from trading at all other times. For the purposes of clarity, any unscheduled ASX Listing Rule 3.1 announcement made within 4 weeks prior to a Scheduled Announcement does not enable SFC Directors and senior executives to trade SFC securities. The senior executives Group to which these restrictive trading periods apply includes all General Manager personnel at Howe & Company Pty Ltd, UrbanStone Pty Ltd, Limestone Resources Australia Pty Ltd, Delta Corporation Limited, Archistone Pty. Ltd., Urbanstone Central Pty. Ltd. and SFC's Chief Financial Officer/Company Secretary and Group Chief Accountant.

The policy also requires that Directors and senior executives do not buy or sell the Company's securities on a short-term basis.

These rules also apply to trading by a related party of any SFC Director or senior executive. This Policy does not restrict participation by SFC senior executives in SFC's Employee Share Options Plan (ESOP), but applies in respect of the trading of SFC's securities to which plan participants become entitled under the ESOP.

A copy of the Company's Securities Trading Policy can be accessed from the corporate governance section of the Company's website – www.schaffer.com.au

Diversity policy

SFC recognises the benefits to be gained from a variety of skills, backgrounds and experiences being applied to specific work objectives. Therefore, SFC is committed to diversity throughout our workforce.

SFC has established a diversity policy which includes the requirement for the Board to establish measurable objectives for achieving gender diversity and for the Board to assess annually both the objectives and progress in achieving them. The copy of the Company's Diversity Policy can be accessed from the corporate governance section of the Company's website – www.schaffer.com.au

Our commitment to diversity will be supported by:

Communication – SFC will maintain an inclusive workplace culture via the organisation-wide awareness of workplace diversity principles and benefits. Management will ensure ongoing communication of these principles to the workforce.

Human Resource strategies – SFC Human Resource strategies and policies including recruitment, promotion and employee development will incorporate diversity principles to encourage a diverse workforce at all levels of the organisation. Where appropriate opportunities exist, and strong candidates are available for recruitment or promotion, diversity will be a consideration.

Action against inappropriate workplace behaviour – SFC does not tolerate discrimination, harassment, bullying, victimisation and/or vilification in the workplace. Action will be taken against these types of behaviour that do not value diversity.

Flexible work practices – where appropriate, flexible work practices will be accepted to meet the differing needs of a diverse workforce.

The table below outlines the gender diversity objectives established by the Board and the progress against each objective.

Objectives	Progress
Comply with the Workplace Gender Equality Agency Act as determined by the Workplace Gender Equality Agency (WGEA)	Annual compliance notification was received on 26 June 2014 from WGEA.
Ensure reporting systems satisfy the reporting requirements as stipulated by the WGEA	The monthly Board reporting includes statistics on the numbers of each gender represented in senior executive positions and the total workforce at various business units and locations. Work is continuing to develop reporting systems to collate Group-wide information for the more extensive gender equality indicators stipulated by the WGEA going forward.
Provide ongoing communication, education and updates on issues related to equal opportunity in the workplace.	Staff memorandums have been distributed and displayed at various SFC business unit locations presenting SFC's policy on diversity, and encouraging contribution and communication on diversity within the workplace.
Implement and revise Business Unit specific diversity plans.	Business Unit specific plans are being continually developed, reviewed and revised according to the specific circumstances of each Business Unit.

At 30 June 2014, women represented 45% of the Group's workforce, 14% of senior executive positions, and 20% of the Board.

SAFEGUARD INTEGRITY IN FINANCIAL REPORTING

Written declaration by management

SFC's Managing Director and CFO report in writing to the Audit Committee that the consolidated financial statements of SFC and its controlled entities for each half and full financial year present a true and fair view in all material respects, of the Group's financial condition and operational results are in accordance with accounting standards. This statement is in turn supported by written statements provided by the senior management of all subsidiary companies within the Group.

Audit Committee

The SFC Audit Committee was established by the Board in 1996. The Audit Committee has adopted a formal Charter, a copy of which can be accessed from the corporate governance section of the Company's website – www.schaffer.com.au

The Audit Committee's purpose is to provide assistance to the Board in fulfilling its corporate governance and oversight responsibilities in relation to the company's financial reporting, risk management systems and the external audit functions. In doing so, it is the responsibility of the Audit Committee to maintain free and open communication between the Committee, external auditors and management of the Company.

In discharging its oversight role, the Audit Committee is empowered to investigate any matter brought to its attention with full access to all books, records, facilities, and personnel of the Company and the authority to engage independent counsel and other advisers as it determines necessary to carry out its duties.

Council guidelines require the Audit Committee to consist of at least three directors and have an independent Chairperson who is not Chairperson of the Board.

The members of the SFC's Audit Committee are Mr Schwartz (Independent Chairman), Mrs Blain (Non-executive Director) and Mr Perrott AM (Independent Director). Accordingly SFC's Audit Committee complies with the Council's Audit Committee structure guidelines.

STATEMENT OF CORPORATE GOVERNANCE PRACTICES

year ended 30 June 2014

MAKE TIMELY AND BALANCED DISCLOSURE

Continuous disclosure policy

The Board is committed to ensuring that information that is expected to have a material effect on the price or value of SFC's shares is immediately notified to the ASX for dissemination to the market in accordance with the ASX Listing Rules. The Company's Continuous Disclosure Policy sets out the key obligations of the Board and senior management to ensure that SFC complies with its disclosure obligations pursuant to the ASX Listing Rules and the Corporations Act. In fulfilling its obligations of continuous disclosure SFC has adopted and adheres to the following practices.

- SFC's Managing Director and Chief Financial Officer/Company Secretary constitute the executive team charged with management of all elements of the Company's activities. This team is responsible for assessing the materiality of information and drafting all disclosures. For administrative convenience, SFC's Company Secretary is the nominated officer of the Company responsible for communications with the ASX.
- Information is released firstly via electronic means via the ASX. Further dissemination to analysts and investors does not occur until after ASX confirms the information has been released to the market.
- The information is posted to SFC's website at www.schaffer.com.au in order to make the information accessible to the widest audience. Investor information is posted to an area on SFC's website separate from any promotional material about the Company or its products.
- SFC's Managing Director and Chief Financial Officer, and Howe Automotive Limited's Managing Director are the officers authorised to speak on SFC's behalf at investor briefings and to the media. These officers understand that when speaking on behalf of the Company it is in respect of explanation and clarification of information previously released via the ASX. As these officers have knowledge of all information previously released to the ASX (they form part of the executive team responsible for the information disclosures), the risk of inadvertent disclosure of price sensitive information when speaking to investor briefings and the media is minimised. Presentations used in briefings which may have content which would trigger a continuous disclosure obligation are lodged with ASX prior to the briefing. All presentations are posted to SFC's website.
- Comments on analysts' financial projections are confined to errors in factual information and underlying assumptions. The Company will not provide price sensitive information or earnings forecast guidelines to analysts unless it has already done so to the market via the ASX.
- Unless the executive team responsible for information disclosures believes it has an obligation to make a statement on a particular matter, SFC's policy is not to respond to market rumours or speculation.

RESPECT THE RIGHTS OF SHAREHOLDERS

Shareholder communications strategy

SFC aims to ensure that investors and the market are kept informed of all major developments affecting the Company.

Information is communicated to investors and the market in accordance with SFC's periodic and continuous disclosure obligations pursuant to the ASX Listing Rules and the Corporations Act. SFC's disclosure practices are aimed at ensuring timely access for all investors to Company information.

To achieve these objectives and to satisfy regulatory requirements, SFC provides information to investors and the market in a number of ways:

- SFC's principal communication with investors is by provision of the Annual Report and financial statements, the Interim Report and the Annual General Meeting.
- Periodic and continuous disclosure announcements are released directly to the market via the ASX using ASX's electronic lodgement service. These announcements are immediately placed on the Company's website, at www.schaffer.com.au and typically mailed to shareholders.
- The release of Interim and Final results is typically followed by investor briefings and road shows. The purpose of the investor briefings/road shows is for explanation and clarification of previously released information and non-material company or industry specific information. Site visits are also arranged to give those who advise investors a better understanding of the Groups operating facilities.
- SFC's website contains further information about the Group and its activities, including copies of recent Annual and Interim Reports, the full text of notices of meetings and explanatory notes and copies of road-show presentations and presentations to brokers/analysts.
- The Annual General Meeting provides an opportunity for the Board to communicate with shareholders and investors through the presentation of the Chairman's Address and shareholders, through the Chairman, are given the opportunity to ask general questions of directors. SFC's external auditor attends each Annual General Meeting and is available to answer any questions shareholders may have, that are relevant to the conduct of the audit.
- SFC's senior management meets regularly to consider its continuous disclosure obligations and assess the appropriateness of its policy in the context of any legislative amendments to the disclosure regime. Unless SFC has an obligation to make a statement on a particular matter, the Company's policy is not to respond to market rumours and media speculation.

STATEMENT OF CORPORATE GOVERNANCE PRACTICES

year ended 30 June 2014

RECOGNISE AND MANAGE RISK

Risk management

The Board has formal written policies on risk oversight and management. SFC's risk management policy provides the framework to manage the risks associated with SFC's business activities.

The purpose of the policy is to identify, assess, monitor and manage risk with the objective of minimising losses and maximising shareholder value.

SFC prepares risk profiles including a description of material risks, both financial and non-financial. SFC reviews and updates its risk profile as required.

SFC implements a systematic process to assist in the identification, assessment, treatment and monitoring of risks.

SFC provides the necessary tools and resources to management and staff to support the effective management of risks.

SFC ensures that the Board is adequately informed of significant risk management issues and the actions undertaken to manage risks in a timely manner.

The SFC Board is responsible for SFC reviewing and analysing the implementation and effectiveness of SFC's risk management systems. The SFC Board reviews these control systems annually.

The Board has considered the need for an internal audit function and concluded that the size and nature of the Group's operations do not warrant such a function as present. Responsibility for implementation and effective conduct of SFC's risk management system rests with the Board, Chief Executive Officer, Chief Financial Officer, General Managers and all employees. The Managing Director and the Chief Financial Officer are required to state in writing to the Board in respect of the financial periods ending 31 December and 30 June that:

The statement given in accordance with the ASX Corporate Governance Council's Best Practice recommendation 4.1 (the integrity of financial statements) is founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Board; and

- SFC's risk management and internal compliance and control system is operating efficiently and effectively in all material respects.

REMUNERATE FAIRLY AND RESPONSIBLY

Executive remuneration

SFC's Nomination and Remuneration Committee operates to support and advise the Board in fulfilling its responsibility to shareholders to ensure that the company has remuneration policies and practices which enable it to attract and retain directors and executives who will best contribute towards achieving positive outcomes for shareholders. The committee determines the remuneration and other conditions of service of the chief executive officer and executive directors, if any. The committee makes recommendations to the Board on the remuneration of non-executive directors within the aggregate approved by shareholders in general meeting from time to time. The committee considers individual performance, company performance, internal relativity and fairness in setting levels of remuneration and may seek appropriate independent external advice to assist in its decision making.

SFC's remuneration policy is directed at attracting, motivating and retaining quality people.

The remuneration of SFC's senior executive consists of fixed remuneration and annual and long term incentives.

Fixed Remuneration – This includes base salary and the statutory Superannuation Guarantee Contribution (SGC) which comprises the cash component; and other non-cash benefits such as a motor vehicle.

The Schaffer Corporation Limited Superannuation Fund is available to executives for superannuation contributions and life insurance. Premiums for life insurance are deducted from member accounts. Executives can elect to have the company contribute superannuation beyond the statutory SGC level by way of a salary sacrifice in lieu of cash salary.

Annual Incentive – The Company has performance-based incentive plans in place at each of its operations in which management and the labour force participate. The level of remuneration payable to participating executives is linked to the financial performance of their business. Executives are provided with cash incentives provided profitability thresholds are met.

Long Term Incentive – SFC's senior executives (other than Mr Schaffer and Mr Mayer) participate in SFC's Employee Share Option Plan (ESOP). Howe Automotive Limited operates the Employee Participation Unit (EPU) Plan for its executives and the Building Products unit has a separate Long Term Incentive Scheme. All of these incentive plans have long-term vesting provisions and are designed to align the interests of the participating executives with those of all SFC shareholders.

Non-executive Director remuneration

SFC's non-executive directors receive fees for their services (including statutory superannuation) and the reimbursement of reasonable expenses. The amount payable to non-executive directors is set by the Board after having taken regard to the size of the Company and Board, the responsibilities, demands and accountabilities faced by those directors in discharging their duties and after seeking independent advice to ensure the fees are in line with market standards. It is current SFC policy that non-executive directors do not receive shares, options or other securities and are not eligible to participate in SFC's Employee Share Option Plan.

A directors' pool limit of $250,000 per annum was approved by shareholders at SFC's 2003 Annual General Meeting. This limit is not currently fully utilised. The fee pool is payable only to non-executive directors. Non-executive directors were paid annual fees for the 2014 financial year of $74,447 each from the fee pool (inclusive of superannuation). Non-executive directors appointed prior to July 2003 are entitled to a retirement benefit equivalent to one year's annual director's fees. The retirement benefit was reduced from three year's to one year's annual director's fees in July 2003 (a three year retirement benefit was in place at the time each director accepted their appointment to the Board). SFC considers the reduced benefit modest and appropriate given the benefit which historically existed. It is SFC's policy that no retirement benefit apply to new directors appointed after July 2003.

ASX ADDITIONAL INFORMATION

year ended 30 June 2014

Additional information required by the Australian Securities Exchange is as follows.

TOTAL SHARE CAPITAL

Issued as at 1 September 2014 – 14,005,373 ordinary fully paid shares.

SHARE REGISTRY ADDRESS

C/o Computershare Investor Services Pty Ltd
Level 2 Reserve Bank Building
45 St George's Terrace
Perth WA 6000
Australia

Postal Address:
GPO Box D182
Perth WA 6840
Australia

SECURITIES EXCHANGE LISTING

The shares of the Company are listed on the Australian Securities Exchange. The home exchange is Perth.

VOTING RIGHTS

Subject to any restrictions from time to time being attached to any class or classes of shares at general meetings of Members or classes of Members:

(1) each Member entitled to vote may vote in person or by proxy, attorney or representative;
(2) on a show of hands, every person present who is a Member or a proxy, attorney or representative of a Member has one vote;
(3) on a poll, every person present who is a Member or a proxy, attorney or representative of a Member shall, in respect of each fully paid share held by him, or in respect of which he is appointed a proxy, attorney or representative, have one vote for the share, but in respect of partly paid shares, shall have a fraction of a vote for each partly paid share. The fraction must be equivalent to the proportion which the amount paid (not credited) is of the total amounts paid and payable (excluding amounts credited). Amounts paid in advance of a call are ignored when calculating the proportion.

DISTRIBUTION OF HOLDINGS AS AT 1 SEPTEMBER 2014

Shareholdings	Shareholders
1 – 1,000	701
1,001 – 5,000	590
5,001 – 10,000	112
10,001 – 100,000	113
100,001 – and over	16

Number of shareholders holding less than a marketable parcel i.e. less than 84 shares: 74.

SUBSTANTIAL SHAREHOLDERS

As at 1 September 2014, the substantial shareholders of the company summarised below, were:	Number of shares	Economic interest as a percentage of issued ordinary shares
Mr J M Schaffer & Associates	2,003,240	14.30%
50% of interest held by Swan Holdings Pty. Ltd.	652,687	4.66%
	2,655,927	18.96%
Mrs D E Blain & Associates	909,673	6.50%
50% of interest held by Swan Holdings Pty. Ltd.	652,687	4.66%
	1,562,360	11.16%
*Combined interest of Mr J M Schaffer & Mrs D E Blain	4,218,287	30.12%
Jobling Investments Pty Ltd	507,812	
Estate of Mr A E Jobling Deceased	286,504	
	794,316	5.67%
Perpetual Limited and subsidiaries	951,570	6.79%
Sterling Equity Pty Limited and subsidiaries	959,061	6.85%

*Pursuant to the Corporation Act (2001), by virtue of the Swan Holdings Pty Ltd Voting Deed conferring on J M Schaffer the power to vote all Swan Holdings Pty Ltd's interest in Schaffer Corporation Limited's shares, J M Schaffer is also deemed to have an interest in all the Schaffer Corporation Limited shares held by D E Blain and her associates, and vice versa. The consequence of this is that each of the Substantial Shareholder notices lodged with the Regulatory Authorities by J M Schaffer and D E Blain show J M Schaffer's and D E Blain's combined interest at 30%, not their individual economic interests of 19% and 11% respectively.

TWENTY LARGEST SHAREHOLDERS

As at 1 September 2014

	Number of shares	Percentage of issued ordinary shares
Swan Holdings Pty Ltd	1,305,374	9.32
Schaffer Nominees Pty Ltd <JM Schaffer No 2 A/C>	980,482	7.00
Mrs Danielle Eva Blain	907,570	6.48
Mr John Michael Schaffer	799,554	5.71
RBC Investor Services Australia Nominees <PICREDIT>	625,566	4.47
National Nominees Limited	618,181	4.41
Jobling Investment Pty Ltd	507,812	3.63
Mr Kenneth John Beer <Beer Super Fund A/C>	494,139	3.53
Mr David Schwartz <David Schwartz Fam Hlds A/C>	359,170	2.56
Mr Christopher Stephan Mayer	344,263	2.46
JP Morgan Nominees Pty Ltd	337,844	2.41
Estate Late Albert Edward Jobling	286,504	2.05
RBC Investor Services Australia Nominees Pty Limited <PI POOLED A/C>	273,569	1.95
The Sports Café (Australia)	226,072	1.61
Mirrabooka Investments Limited	159,942	1.14
Frederick Bruce Wareham	119,700	0.85
Mr Peter Canaway <Superannuation Fund A/C>	100,000	0.71
Debra Ruth Schaffer	92,870	0.66
Ago Pty Ltd <Superannuation Fund A/C>	75,500	0.54
Citicorp Nominees Pty Limited	73,725	0.53
	8,687,837	62.02

ANNUAL GENERAL MEETING

The Annual General Meeting of Schaffer Corporation Limited will be held at Perth on Wednesday, 19 November 2014 at 11:30am. Further information regarding the meeting including the business to be dealt with is contained in the separate notice of meeting.

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Corporate Timetable

Final 2014 dividend record date	5 September 2014
Final 2014 dividend payment date	19 September 2014
Despatch of 2014 Annual Report and notice of AGM	13 October 2014
Annual General Meeting	19 November 2014
2015 half-year earnings release and dividend announcement	February 2015
Interim 2015 dividend payment date	March 2015

SHAREHOLDER INFORMATION

Annual General Meeting

Schaffer Corporation will hold its Annual General Meeting on Wednesday 19 November 2014 at 11:30am at Esplanade River Suites, 112 Melville Parade, Como, Western Australia.

Direct Credit of Dividends

Schaffer Corporation provides shareholders with the option to have dividends paid electronically to a nominated bank, building society or credit union account. Payments are credited electronically on the dividend date and confirmed by a payment advice by mail.

The Company encourages shareholders not already using this facility to contact Computershare Investor Services Pty Limited, who can arrange for an instruction advice to be sent to shareholders for completion.

Change of addresses/provide or update banking details

Shareholders who have changed their address or banking particulars should advise our share registry of their new details:

Computershare Investor Services Pty Limited
GPO Box D182
Perth WA 6840
Australia
Telephone: 1300 557 010 (in Australia)
or +61 8 9323 2000
Facsimile: +61 8 9323 2033
Website: www.computershare.com/au

Corporate Directory

Schaffer Corporation Limited
ABN 73 008 675 689

ASX Code: **SFC**

Board of Directors

Executive Directors

JM Schaffer BCom(Hons), FCPA
(Chairman and Managing Director)
AK Mayer *(Executive Chairman – Howe Automotive Ltd)*

Non-executive Directors

DE Blain BA
MD Perrott AM, BCom, FAIM FAICD
DJ Schwartz

Group Financial Controller and Company Secretary

J Cantwell B Bus(Acc), CPA, MBA, GIA(Cert)

Head Office and Registered Office

1305 Hay Street
West Perth WA 6005
Australia
Telephone: +61 8 9483 1222
Facsimile: +61 8 9481 0439
Website: www.schaffer.com.au

Share Registry

Computershare Investor Services Pty Limited
GPO Box D182
Perth WA 6840
Australia
Telephone: 1300 557 010 (in Australia)
or +61 8 9323 2000
Facsimile: +61 8 9323 2033
Website: www.computershare.com/au

Auditors

Ernst and Young
11 Mounts Bay Road
Perth WA 6000
Australia
Telephone: +61 8 9429 2222
Facsimile: +61 8 9429 2436

Solicitors

Ashurst
Level 32 Exchange Plaza
2 The Esplanade
Perth WA 6000
Australia
Telephone: +61 8 9366 8000
Facsimile: +61 8 9366 8111