Capral Limited

THE PRELIMINARY REPORT GIVEN TO ASX UNDER LISTING RULE 4.3A

Appendix 4E - Preliminary Final Report

Name of Entity	**CAPRAL LIMITED**
A.B.N	**78 004 213 692**
Year Ended	**31/12/2014**
Reporting Period	**1 January 2014 to 31 December 2014**
Previous Period	1 January 2013 to 31 December 2013

Results for announcement to the market

		31 December 2014 $'000	31 December 2013 $'000	Change $'000	Change %
2.1	**Revenues from ordinary activities**	**374,719**	310,254	64,465	21
2.2	**Profit/(loss) from ordinary activities after tax attributable to members**	**2,650**	(51,707)	54,357	N/A
2.3	**Net profit/(loss) for the period attributable to members**	**2,650**	(51,707)	54,357	N/A
2.4	**Dividends**	**31 December 2014**		31 December 2013	
		Amount per security	Imputed amount per security	Amount per security	Imputed amount per security
		no dividend declared for full year		no dividend declared for full year	

2.5 Record date for determining entitlements to and the date for payments of the dividends (if any)

Not Applicable

2.6 Explanation of 2.1 to 2.4

Please refer to the Managing Director's Operations and Financial Review (included with this Report) for explanation of the results.

3.0 Net Tangible Assets per security

	31 December 2014	31 December 2013
NTA (cents per share)	**23.1**	22.4
Number of shares	**474,684,577**	473,258,255

4.0 Entities over which control has been gained or lost

2013: Capral Limited acquired certain assets and liabilities of the OneSteel Aluminium business from OneSteel Trading Pty Ltd on 1 October 2013; refer to Note 29.

5.0 Individual and total dividends

Not Applicable

6.0 Dividend or dividend reinvestment plans

Not Applicable

7.0 Associates and joint venture entities

Not Applicable

8.0 Basis of Preparation of Preliminary Final Report

This Report has been prepared in accordance with ASX Listing Rule 4.3A and has been audited.

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CHAIRMAN'S REPORT

Financial Results
I am pleased to report that the Company recorded a profit after tax of $2.7 million for the year ended 31 December 2014, which included restructuring charges and prior year claims totalling $1.4 million (2013: loss $51.7 million after asset impairment charges of $41.5 million). 2014 revenues of $375 million increased over the $310 million reported in 2013, mainly as a result of the full year contribution from the OneSteel Aluminium business which was acquired in October 2013.

Over the year the OneSteel Aluminium business was progressively integrated into Capral, releasing productivity improvements and cost efficiencies which will have a positive impact on profitability going forward. Trading EBITDA* of $9.2 million (2013: $4.1 million) benefitted positively from the OneSteel Aluminium business and the increased activity in the residential construction sector. Against this, rising aluminium costs and excess local extrusion capacity combined with Chinese imports exerted pressures on margins, while weakness in the industrial, transport and marine sectors impacted revenues. Positive net cash flows resulted in year-end net cash on hand increasing by $1.9 million to $16.5 million.

The Company continues to face a number of key challenges. Chinese imports at below fair market values continue to impact Australian manufacturers. This, combined with the excess capacity in local aluminium extrusion and expected increases in aluminium raw material cost, will result in pricing and margin pressures. However, our continued focus on costs and improved efficiencies will assist in offsetting some of the impacts of these market conditions. The Company is forecasting an increase in profits in 2015 and the outlook for 2015 is covered in the Managing Director's Operations and Financial Review below.

The decision by the Minister for Industry and Science regarding the anti-circumvention activities of Pan Asia, the largest exporter of aluminium extrusions into Australia from China, is welcome news for Capral and the Australian aluminium extrusion industry in the campaign for a level playing field with imported products.

Safety
The Company's strong commitment to safety, embraced by our workforce, is demonstrated by further improvements in safety measurements and statistics. We will continue to strive to improve our safety record.

Dividends
No dividends have been declared or paid for the Financial Year. The Board will continue to consider the circumstances of the Company and its policy in regard to dividends on an annual basis.

Board
On behalf of the Board, I would like to express our thanks to Anthony Eisen for years of valuable contributions to the Company, who resigned from the Board in November 2014, and we extend him best wishes for the future.

I would like to extend the Board's appreciation to the entire Capral team for their ongoing commitment to the Company and all of its stakeholders during the past year. I thank my co-directors for their support.

Rex Wood-Ward
Chairman
19 February 2015

** Trading EBITDA (non-IFRS measure) is Statutory EBITDA adjusted for items that management assess as unrelated to the underlying performance of the business and allows for a more relevant comparison between financial periods*

MANAGING DIRECTOR'S OPERATIONS AND FINANCIAL REVIEW

Market conditions improved during 2014 on the back of a buoyant new housing sector. Housing starts for the year ended June 2014 grew by 11% to 180,000. This was assisted by a 22% increase in high density dwellings. However, the key industrial segments (manufacturing, transport and marine) remained subdued with activity levels slower than last year.

The sustained strength of the Australian dollar over the past three years has benefited imports over local manufacture. This has adversely impacted Capral and our customers with imports of finished and semi-finished aluminium products increasing at the expense of Australian manufactured products. The significant devaluation of the Australian dollar early in 2015 should help stem this flow. However, businesses that have closed will not reopen and those that have converted to an import model will unlikely return to manufacturing locally.

Imports of aluminium extrusions continued to hold a large share at around 40% of the market. This, combined with excess domestic extrusion manufacturing capacity, continues to apply downward pressure on prices and margins. At the end of 2013 Dowell Windows, one of Capral's largest customers, was acquired by a competing aluminium extruder. Capral has entered into an ongoing supply contract with this customer which will progressively see some volume migrate from Capral.

During 2014 aluminium metal costs rose internationally, retracing some of the lost ground since the GFC. The increase in metal cost was driven by a rising LME, record high premiums and a weaker Australian dollar. The average metal cost to Capral for 2014 was 10% higher than 2013 and finished the year 24% higher than it started. The rapid escalation of metal cost in the final quarter of 2014 adversely impacted margins as price increases lagged cost increases. The weaker Australian dollar will likely lead to further metal cost increases in 2015.

Total sales volume for 2014 lifted 23% to 56,500 tonnes largely due to the full year inclusion of the OneSteel Aluminium business. Extruded volumes increased by 12% to 45,000 tonnes which included additional manufacturing volumes as a result of the OneSteel Aluminium acquisition, and improved activity in the housing market. This resulted in improved manufacturing efficiencies in 2014.

Capral achieved a Trading EBITDA[1] of $9.2m (2013: $4.1m). The improved result was assisted by higher manufacturing volumes and cost reductions as a result of the integration of the OneSteel Aluminium business into Capral. Statutory EBITDA of $11.0m included a positive inventory revaluation of $3.2m and abnormal costs of $1.4m which included restructuring costs and claims relating to prior years.

Net profit after tax was $2.7m (2013: $51.7m loss included impairment of $41.5m).

The net cash position improved by $1.9m during the year after payment of the final instalment of $2.8m relating to the OneSteel Aluminium acquisition and restructuring costs of $2.2m. The balance sheet remains strong with net cash of $16.5m at year end. Capral renewed its credit facility during the year for a further three year period.

Key Initiatives and Strategies

Cost management initiatives continued to deliver savings for the business. In 2014 $5.5m of savings were achieved including; headcount reductions ($1.5m), scrap and recovery improvements ($0.7m), freight and packaging ($1.1m), and occupancy ($0.7m).

During the year the OneSteel Aluminium business was successfully integrated into Capral and a platform for a more efficient sales and distribution structure was established. The integration process included; IT systems, warehouse facilities, management and staff assimilation and restructuring. This process resulted in the successful integration of the sales and distribution operations in NSW, QLD, SA and VIC during the period. This project was well managed and executed with little disruption to customers and has delivered a more efficient cost base for Capral's distribution operations throughout Australia. The acquisition contributed an incremental $2.9m to Trading EBITDA in 2014.

The key strategies for the business remain consistent; **build** on our strengths, **optimise** what we do, and **grow** for the future.

We continue to leverage our technical expertise in window and door systems to assist our key customers and develop electronic customer interface tools to further improve our customer value proposition.

We will continue the focus on improving efficiencies and reducing cost in our manufacturing and distribution operations through the use of lean techniques and employee engagement.

As a result of the OneSteel Aluminium acquisition our value-add capability and overall supply offer including extrusion, rolled and semi-fabricated sourced aluminium products will continue to expand.

[1] *Refer to Trading EBITDA explanation in footnote to Chairman's Report on page 1.*

Fair Trade

Capral continues its campaign for a level playing field with imported aluminium extrusions into the Australian market. The establishment of a standalone Anti-Dumping Commission is providing further impetus and assistance for Australian manufacturers to prosecute against subsidised low cost imports.

On Capral's application in 2014, an inquiry was initiated by the Anti-Dumping Commission into Pan Asia, the largest exporter of aluminium extrusions into Australia from China, for circumvention of anti-dumping duties imposed in 2010. The Minister for Industry and Science has published the decision for this inquiry and effectively determined that there has been avoidance of the intended effect of duties and consequently substantial additional duties will be imposed. Details of the Minister's determination can be found online at the Anti-Dumping Commission's website at adcommission.gov.au. This is a good outcome for Capral and the Australian aluminium extrusion industry in the campaign for a level playing field with imported products.

A review of anti-dumping measures relating to aluminium extrusions will be conducted by the Anti-Dumping Commission during 2015.

Safety

Capral has developed a strong safety culture throughout its operations over the past five years with continual focus on safety training, systems and culture. All sites have achieved AS4801 accreditation. Safety statistics improved further in 2014 with the TIFR falling 16% to 7.9 (injuries per 1 million hours).

Outlook

External forecasts are for the housing market to remain strong in 2015 with starts forecast to lift by 4% to 188,000 for the year ended June 2015. This sector should continue to underpin our volumes for 2015. The increase in the proportion of high rise apartments relative to private dwellings is however reducing the intensity of Australian manufactured aluminium extrusions in the new dwelling sector.

We expect to see a slight improvement in the transport and industrial sectors as infrastructure projects progress and the impact of the lower Australian dollar assists local manufacturing. We have removed costs from our corporate, manufacturing and distribution areas over recent years which has provided a more efficient and competitive business cost structure.

Improved market conditions and the continued focus on costs is forecast to generate improved earnings in 2015. Trading EBITDA[1] is forecast to lift to between $4m and $5m in H1 and deliver a full year result between $12m and $14m, provided the current momentum in the housing market is maintained and the industrial sectors show some improvement.

The Capral team has worked hard throughout the year to integrate the OneSteel Aluminium acquisition and build an efficient foundation for future growth and profitability. We continue to focus on building a business that will deliver returns to our shareholders.

Tony Dragicevich
Managing Director
19 February 2015

[1] *Refer to Trading EBITDA explanation in footnote to Chairman's Report on page 1.*

BOARD OF DIRECTORS

Directors in office at the date of this report:

REX WOOD-WARD
Chairman of Board (Independent)
Appointed 6 November 2008

Chairman of the Board and Remuneration & Nomination Committee and member of the Audit Committee.

Mr Wood-Ward has over 40 years of international experience in general management, mergers and acquisitions, corporate strategy and structuring, including in manufacturing and distribution. Over his career he has been a director of over 10 publically listed companies in Australia, the United Kingdom and South Africa.

Directorships of other listed companies held in last 3 years before end of the Financial Year: None

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TONY DRAGICEVICH B. Comm A.C.A
Managing Director (Non-independent)
Appointed 15 April 2013

Mr Dragicevich joined Capral in January 2013 and became the Managing Director and Chief Executive Officer on 15 April 2013. Mr Dragicevich is an experienced CEO and business leader who has been involved in the improvement of a number of businesses, having previously served as Managing Director of the Wattyl Group, and as Chief Executive of GWA Bathroom and Fittings, Managing Director of the Red Paper Group and General Manager of Tasman Insulation.

Directorships of other listed companies held in last 3 years before end of the Financial Year: None

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PHILIP JOBE B. Comm
Non-executive director (Non-independent)
Appointed 24 April 2009

Member of the Audit Committee and the Remuneration & Nomination Committee.

Mr Jobe became a non-executive director following the expiry of his term as Capral's Chief Executive Officer and Managing Director in April 2013. Before joining Capral, Mr Jobe was the Executive General Manager of Boral Limited's Cement Division, including Managing Director of Blue Circle Southern Cement Pty Limited. This also encompassed the role of Chairman of the Cement Industry Federation. He also had executive responsibility for Boral's expanding Asian construction materials businesses.

Mr Jobe was previously Managing Director of Stegbar Pty Limited from 1989 to 1994.

Directorships of other listed companies held in last 3 years before end of the Financial Year: None

IAN BLAIR M.mgt, FCA
Non-executive director (Independent)
Appointed 23 May 2006

Chairman of the Audit Committee and member of the Remuneration & Nomination Committee.

Mr Blair is a Chartered Accountant and Company Director. He spent almost 20 years as a partner in major accounting firm Deloitte, and retired after 5 years as CEO of that firm. Mr Blair is currently Chairman of Bisley & Co Pty Ltd, and, within the last 3 years, retired as Chairman of IOOF Holdings Ltd, and as a director of SAS Trustee Corporation (NSW State Superannuation Fund).

Directorships of other listed companies held in last 3 years before end of the Financial Year:

- Non-executive Chairman of IOOF Holdings Ltd: 3 May 2002 to 31 March 2012.

GRAEME PETTIGREW FIPA, FAIM, FAICD
Non-executive director (Independent)
Appointed 18 June 2010

Member of the Audit Committee and the Remuneration & Nomination Committee.

Mr Pettigrew has held chief executive roles at CSR Building Products Pty Ltd and Chubb Australia Ltd and he is currently a non-executive director of Adelaide Brighton Ltd. He has relevant experience in the construction and building materials industry, as well as manufacturing and distribution businesses.

Directorships of other listed companies held in last 3 years before end of the Financial Year:

- Non-executive director of Adelaide Brighton Ltd: 27 August 2004 to Current.
- Non-executive director of Bisalloy Steel Group Ltd: 24 April 2006 to 30 September 2013.

DIRECTORS' REPORT

Your directors present their report on the consolidated entity consisting of Capral Limited (**Capral**) and the entities it controlled at the end of, or during, the financial year ended 31 December 2014 (**Financial Year**).

Directors

The following persons were directors of Capral during the Financial Year and, except as indicated below, up to the date of this report:

Name	Period Office Held
R. L. Wood-Ward	6 November 2008 - Date of this report
A. M. Dragicevich	15 April 2013 - Date of this report
P. J. Jobe	24 April 2009 - Date of this report
I. B. Blair	23 May 2006 - Date of this report
G. F. Pettigrew	18 June 2010 - Date of this report
A. M. Eisen	19 October 2006 (as alternate) and 29 August 2008 (as director) - 27 November 2014

Details of directors, their qualifications, experience, special responsibilities (including committee memberships) and directorships of other listed companies held in the last three years before end of the Financial Year are set out on page 4.

Principal activities

During the Financial Year, the principal continuing activities of the consolidated entity consisted of the manufacturing, marketing and distribution of fabricated and semi-fabricated aluminium related products.

Dividends

No dividends or distributions have been declared or paid for the Financial Year.

Review of operations and financial position

A review of operations and financial position of the consolidated entity are referred to in the Managing Director's Operations and Financial Review on pages 2 and 3.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the consolidated entity during the year.

Matters subsequent to the end of the Financial Year

No matter or circumstance has arisen since the end of the Financial Year that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations or the consolidated entity's state of affairs in future financial years.

Likely developments, business strategies, prospects and risks

Information on likely developments, business strategies, prospects and risks are detailed in the Managing Director's Operations and Financial Review on pages 2 and 3. Whilst Capral continues to meet its continuous disclosure obligations, this report omits information where it would be likely to result in unreasonable prejudice to Capral. This includes information that is commercially sensitive, is confidential or could provide a third party with a commercial advantage (such as internal budgets and forecasts).

Other information for members to make an informed assessment

Other than information set out in this report, there is no information that members would reasonably require to make an informed assessment of the operations, financial position, business strategies and prospects for future financial years of the consolidated entity.

Company Secretary

Mr R Rolfe - General Counsel & Company Secretary, LLB (Hon) (University of Leicester, UK)

Mr Rolfe was appointed as General Counsel of Capral on 12 June 2006 and to the position of Company Secretary on 23 June 2006.

Mr Rolfe was admitted as a Solicitor of the Supreme Court of England and Wales in 1998 and New South Wales in 2002. Prior to joining Capral, Mr Rolfe was a senior corporate lawyer at Qantas Airways Limited from July 2002.

Directors' meetings

The numbers of directors' meetings (including meetings of committees) held, and the number of meetings attended, by each director during the Financial Year, are as follows:

Director	Board		Audit Committee		Remuneration & Nomination Committee	
	Held	Attended	Held	Attended	Held	Attended
R.L. Wood-Ward	6	6	2	2	2	2
A.M. Dragicevich	6	6	2	2[1]	2	2[1]
P.J. Jobe	6	6	2	2	2	2
I.B. Blair	6	5	2	2	2	2
A.M. Eisen[2]	5	5	2	2	2	2
G.F. Pettigrew	6	6	2	2	2	2

[1] Attended meeting(s) in an ex-officio capacity
[2] Number of meetings held whilst a director

Directors' interests and benefits

Ordinary Shares

Details of holdings of ordinary shares in Capral for the directors (including former directors who held office during the Financial Year) at the beginning and end of the Financial Year and at the date of this report are as follows:

Name	Position	Ordinary shares fully paid in the Company		
		Balance at 1.1.2014	Balance at 31.12.2014	Balance at date of this report
R.L .Wood-Ward	Director and Chairman of the Board	-	-	-
A.M. Dragicevich	Managing Director	3,458,118	4,500,000 [1]	4,500,000
P.J. Jobe	Director	7,100,500	7,100,500	7,100,500
I.B. Blair	Director	227,348	227,348	227,348
A.M. Eisen	Director	-	-	-
G.F. Pettigrew	Director	-	-	-

[1] Acquired 800,000 shares on vesting of performance rights and acquired 241,882 shares on market

In addition to the interests shown above, indirect interests in Capral shares held by the Managing Director, Mr. Dragicevich, and the previous Managing Director, Mr. Jobe, are as follows:

Mr A. M. Dragicevich

Nature of other interests	Balance at 1.1.2014	Balance at 31.12.2014	Balance at date of this report
Performance rights	1,800,000	3,000,000[1]	2,100,000

Mr P. J. Jobe

Nature of other interests	Balance at 1.1.2014	Balance at 31.12.2014	Balance at date of this report
Options at $0.50	4,300,000	4,300,000	4,300,000
Options at $0.25	10,000,000	-[2]	-[2]
Options at $0.40	5,000,000	-[2]	-[2]
Options at $0.60	5,000,000	-[2]	-[2]

[1] 800,000 performance rights vested on 4 March 2014 and 2 million performance rights were issued on 16 April 2014
[2] Share options lapsed on 16 October 2014

Unissued shares or interests under option

At the date of this report, there are 14,072,167 (2013: 34,012,224) unissued shares or interests under option. Refer to sections 1 and 2 of the Remuneration Report.

No shares have been issued during or since the end of the Financial Year as a result of an exercise of an option.

REMUNERATION REPORT (AUDITED)

This report sets out Capral's remuneration of its directors and executives. It also details the actual remuneration of its key management personnel (including the directors) during the Financial Year.

Section 1: The Remuneration Framework

(a) Key Principles

Capral's remuneration framework and practices are based on the principles that remuneration is performance driven, aligns with shareholder interests, provides market competitive remuneration that attracts qualified and experienced candidates, and retains and motivates employees.

The variable components of remuneration (short and long term) are driven by challenging targets focused on both external and internal measures of financial and non-financial performance. Details of performances measures are set out in sections 1(g) and 1(h) below. Executive remuneration is aligned with shareholder interests via an emphasis on variable (incentive) remuneration, the award of which is linked to performance benchmarks that support business strategies and future success. A significant proportion of executive remuneration is at-risk. Details of the link between performance and remuneration is set out in section 3.

(b) Role of Remuneration & Nomination Committee

The Remuneration & Nomination Committee is responsible for reviewing and making recommendations to the Board of Directors (**the Board**) on remuneration policies for Capral including, in particular, those governing the directors (including the Managing Director) and executive managers. The Committee operates in accordance with its Charter that was reviewed and updated during the year.

Remuneration (including short and long term incentives) of the Managing Director and certain executive managers is reviewed annually by the Remuneration & Nomination Committee and recommendations are put to the Board for its approval. Short and long term incentives are linked to performance criteria. The Board can exercise its discretion in relation to approving bonuses and incentives. Changes must be justified by reference to measurable performance criteria and having regard to Capral's overall financial performance and other special circumstances.

The Remuneration & Nomination Committee may seek independent advice as appropriate in setting the structure and levels of remuneration based on the principle that the elements of remuneration should be set at an appropriate level having regard to market practice for roles of similar scope and skill. No remuneration recommendations have been made by remuneration consultants in relation to the Financial Year. Capral has recently reviewed generally available market information regarding remuneration, as outlined further below.

(c) Performance Planning and Review

Capral has a Performance Planning and Review (**PPR**) process to evaluate and discuss performance and development plans at least annually with salaried employees. This PPR process covers:

- An agreement of objectives for the year ahead and the setting of key performance measures against which the achievement of those objectives will be assessed. These are set by reference to financial targets and key business strategies.
- A review of performance against the previously agreed objectives for the period under review.
- Employee comment and feedback.
- Short and long term training and development needs and career aspirations.

The PPR process ensures that there is better understanding of Capral's objectives thereby increasing the likelihood of their achievement. It also enables managers to evaluate and develop employee skills and performance and identify future development needs.

(d) Non-executive Directors

The structure of Capral's non-executive director remuneration is distinct from that applicable to the Managing Director and other senior executives.

Remuneration of non-executive directors is established at a level that enables Capral to attract and retain high quality directors at a reasonable cost. Remuneration of non-executive directors and their terms of office are governed by Capral's constitution and not by contract.

Remuneration of non-executive directors is allocated out of the pool of funds, the limit of which is approved by shareholders in general meeting; the fee pool limit is currently $500,000 per annum, as approved at the 1999 annual general meeting. Each non-executive director is entitled to the payment of an annual fee in cash and superannuation contributions for their services. Additional fees are not paid for sitting on Board committees, however the extra responsibility of the Chairman of the Board and committees is recognised by the payment of a higher fee. The fees for the Chairman and the other non-executive directors were reviewed again this year having regard to generally available market information and found to be similar to those paid at comparable listed companies. Non-executive directors do not receive any shares, options or other securities as part of their remuneration nor are they eligible to participate in Capral's equity incentive plans. There are no schemes for retirement benefits (other than statutory superannuation payments).

(e) Senior Management Remuneration

The remuneration policy for the Managing Director and executives seeks to attract and retain people with the required capabilities to lead Capral in the achievement of business objectives and focus on delivering financial and non-financial measures.

Remuneration is reviewed annually and approved changes applied from 1 March.

The Remuneration & Nomination Committee reviews the remuneration arrangements of the Managing Director, his direct reports and certain other executive managers. The Managing Director reviews the remuneration arrangements of the other members of senior management, based on the recommendations of his direct reports.

For the Managing Director and other senior management, remuneration consists of a fixed annual salary and superannuation (refer to section 1(f) below) plus at-risk components comprised of a short term incentive plan (**STIP**) (refer to section 1(g) below) and a long term incentive plan (**LTIP**) (refer to section 1(h) below).

The proportions of fixed and at-risk remuneration are established for the Managing Director and other senior management relative to their position in Capral. As a general guide, at-risk remuneration is 50% for the Managing Director, 20-25% for executive management and 10%-20% for other senior managers, for the achievement of 'target' goals.

(f) Fixed remuneration

The level of the total employment cost (being base salary plus superannuation) (**TEC**) is determined having regard to job responsibilities, skills, experience and performance. Salaries are reviewed annually, with any changes applied from 1 March. Fixed remuneration of executives is generally targeted at market median.

The fixed remuneration of the Managing Director was determined by the Board in 2012 having regard to other ASX listed companies in building product related industries, his particular skills and previous remuneration, experience and capability to lead Capral in delivering financial targets and executing key business strategies. It represented a significant reduction to the previous Managing Director's remuneration. It forms part of his executive employment contract and is subject to annual review. His fixed remuneration has not been increased since joining Capral.

The Board has recently reviewed generally available market information regarding fixed remuneration of the key management personnel for 15 ASX listed companies in either building product related industries or with comparable revenues and market capitalisation. The Board considers that the fixed remuneration of Capral's key management personnel is generally in line with this group.

The fixed remuneration of Capral's other key management personnel has remained unchanged since 1 March 2013.

(g) Short Term Incentives

Capral's short term incentive schemes are designed to encourage participants to assist Capral in achieving continuous improvement by aligning their interests with those of Capral and its stakeholders and rewarding them when key performance measures are achieved.

For the Financial Year, there were 3 short term incentive programs:
(1) Short Term Incentive Plan (**STIP**): the Managing Director and senior employees have the opportunity to earn a cash incentive, based on a specified percentage of TEC dependent on each individual's level of responsibility. The actual incentive earned is based on the achievement of financial and non-financial objectives.
(2) Bonus scheme: other salaried employees can earn fixed payments, as approved by the Managing Director, for achieving key performance measures set by their managers and outlined in the employee's individual PPR.
(3) Sales incentives: Sales employees participate in quarterly sales incentive programs in relation to revenue, gross margin and debtor days targets.

STIP is weighted 70% to financial objectives and 30% non-financial objectives. A summary of STIP is set out in the table below:

Frequency	Awards determined annually with payment made in the March following the end of the performance year.
Financial Measures	- Trading EBITDA for Capral and (for relevant General/ Divisional Managers) Business Units - Net Profit Before Tax for Capral - Operating Cash Flow for Capral - % Working Capital to Annualised Sales for Capral and (for relevant General/ Divisional Managers) Business Units.
Non-financial Measures	Specific individual objectives are set to reflect measurable (where possible) strategic initiatives and profit improvement objectives. They include a minimum of 5% for Safety improvement measures.
Assessment of performance against measures	Performance against financial measures is assessed after the end of each financial year based on Capral's financial results. The performance against non-financial measures is assessed as part of the PPR process. The Managing Director, in consultation with senior managers, is responsible for recommending to the Board the amount of STIP, if any, to be paid. All payments are subject to Capral achieving its minimum annual financial targets. Stretch payments are not made where target financial metrics are not met.
Discretionary override	The Board retains absolute discretion regarding payments having regard to Capral's overall financial position and other special circumstances that have arisen during the course of the year (ie acquisitions or clawback). The intent however is to minimise the exercise of discretionary adjustments to the planned outcomes set at the start of the year. Any material adjustments would be disclosed.
Service condition	The Managing Director is eligible to receive a pro-rata payment where his employment is terminated other than for cause. Other employees who leave Capral part way through a performance period are not eligible for a payment for that period. Employees who start employment part way through the period may be eligible for a pro-rata payment, provided that their probation period has been successfully completed by the end of the year.
Clawback of awards	In the event of fraud, misstatement or misrepresentation of the financials, the Board has the ability to exercise its discretion to withhold some or all of a payment before it is made. From 2015, there will be clawback provisions in the plan rules specifically allowing the Board to recover some or all of payments already made in such circumstances.
Deferral	There is no deferred cash/ equity component. The Board considers this is appropriate in the context of the relatively low amounts paid under STIP awards, Capral's current remuneration framework and the cyclical nature of the business.

Plan review	The STIP design is reviewed annually by the Remuneration & Nomination Committee, and approved by the Board. The Managing Director, in consultation with senior managers, is responsible for recommending to the Board the STIP financial targets. The non-financial objectives are approved by the Managing Director. The Managing Director's non-financial targets are established in consultation with the Managing Director and approved by the Board.

The Managing Director and key management personnel are eligible for the following awards of STIP relative to TEC:

Position	% of TEC		
	Minimum	Target	Stretch
Managing Director	25%	50%	100%
CFO/ GM Operations	12.5%	25%	50%
Co Sec	10%	20%	40%

Where objectives can be financially measured, 'Minimum' is generally set around 15% below Board approved Budget, however it must exceed prior year performance. 'Target' is generally set around Board approved Budget and 'Stretch' is generally set 30% above Budget.

The Board has recently reviewed generally available market information regarding short term incentive schemes of the key management personnel for 15 ASX listed companies in either building product related industries or with comparable revenues and market capitalisation. The Board considers that Capral's short term incentive scheme is generally in line with this group, with STIP relative to TEC below the group's median.

(h) Long Term Incentives

Capral's long term incentives (**LTIP**) are designed to strengthen the alignment of the interests of senior managers with shareholders and support a culture of share ownership and shareholder wealth. It also aims to provide competitive remuneration for the retention of specifically targeted members of senior management.

LTIP - Managing Director

Prior to his appointment as Managing Director, Mr Dragicevich was granted 2,000,000 performance rights under LTIP in 2013. During the Financial Year, an additional 2,000,000 performance rights were granted to Mr Dragicevich following shareholder approval.

A summary of the Managing Director's LTIP is set out below:

Frequency	Awards determined annually.
Type of award	Performance rights subject to service requirements and vesting criteria. If the conditions are met, shares will be issued around the vesting date.
Amount of award	2,000,000 rights granted in March 2013 as part of employment contract. Eligible to receive additional annual issues of up to 50% of the value of TEC, subject to shareholder approval. 2,000,000 rights granted in April 2014 following shareholder approval.
Performance period & vesting dates	1 year performance period. Each award consists of 2 tranches of 1,000,000 rights with each tranche tested annually. 2013 award: 1,000,000 rights (Tranche 1) had a vesting date of 4 March 2014 and 1,000,000 rights (Tranche 2) have a vesting date of 4 March 2015. The testing date was 31 December 2013 (for Tranche 1) and 31 December 2014 (for Tranche 2). 2014 award: 1,000,000 rights (Tranche 1) have a vesting date of 1 March 2015 and 1,000,000 rights (Tranche 2) have a vesting date of 1 March 2016. The testing date was 31 December 2014 (for Tranche 1) and 31 December 2015 (for Tranche 2).
Performance conditions	Performance rights are subject to Mr Dragicevich remaining employed by Capral at the vesting date and the achievement of the following performance conditions: 2013 award: 80% of the rights are subject to minimum financial targets relating to Trading EBITDA, Net Profit Before Tax, Operating Cash Flow and % Working Capital to Annualised Sales set annually by the Board and 20% of the rights are subject to a TSR performance condition. 2014 award: 70% of the rights are subject to a TSR performance condition and 30% of the rights are subject to a Basic Earnings Per Share (**EPS**) performance condition. The EPS condition is calculated each year as follows: Net Profit Before Tax Target as specified by the Board for that year (adjusted for any extraordinary items approved by the Board) divided by number of securities on issue. The Net Profit Before Tax Target used for this condition is set at least at minimum Budget level. The Board may adjust EPS to exclude the effects of material business acquisitions/ divestments and certain one-off costs; any adjustments would be disclosed. For each award, the rights subject to the TSR condition are subject to Capral's performance as against the entities with ordinary shares and units (as the case may be) included in the S&P/ASX All Ordinaries Index as at 1 January in the year of grant but excluding those companies who are classified in the Global Industry Classification Standard sector number 40. The number of rights which may vest is set out in Table A below. The Board considered it appropriate to employ these measures over a 1 year period because: - the minimum financial/ EPS targets reward achievement of a Board approved Budget that generally requires growth against the prior year which is directly under the Managing Director's influence thus placing further focus on the key

	business drivers; - the outcomes may become distorted by building and commodity cycles that can vary materially over a longer term; and - the TSR rewards performance that meets or exceeds the market and thereby directly linked to shareholder value. It is intended that future awards will be subject to a 3 year performance period. The use of financial growth targets and TSR tests is consistent with market practice as it ensures alignment between comparative shareholder return and remuneration of executives. The peer group is considered as appropriate given Capral's size and objectives. The financial growth target was implemented in the initial 2013 award and the EPS condition in the 2014 award. These measures are considered as appropriate as they each assess the success of Capral in achieving earnings growth.
Assessment of performance against measures	Performance against conditions is assessed at the end of each financial year (31 December testing date). There is no re-testing. Vested rights convert on the relevant vesting date on a one-for-one basis to ordinary shares. Unvested rights lapse.
Treatment of awards on cessation of employment	If employment is terminated by Capral, other than for cause, unvested rights will immediately vest.
Treatment of awards on change of control	The Board has discretion to allow awards to vest on a change of control. In exercising this discretion, the Board is not bound to award all shares and would generally consider applying pro-rata assessments for current awards.
Dividend/ participation rights	There is no entitlement to dividends on performance rights during the vesting period or to participate in respect of issues of shares to shareholders.
Clawback of awards	In the event of fraud, misstatement or misrepresentation of the financials, the Board has the ability to exercise its discretion to forfeit some or all of the award prior to the issue of shares. From 2015, there will be clawback provisions in the plan rules specifically allowing the Board to recover some or all of the award already made in such circumstances.
Plan review	The LTIP design is reviewed annually by the Remuneration & Nomination Committee, and approved by the Board.

LTIP – Other Executives

On the recommendation of the Managing Director to the Remuneration & Nomination Committee, selected senior executives participate in LTIP. A summary of LTIP for those senior executives is set out below:

Frequency	Awards determined annually.
Type of award	Performance rights subject to service requirements and vesting criteria. If the conditions are met, shares will be issued around the vesting date.
Amount of award	As a matter of practice, the aggregate amount of each annual award is less than 1% of issued capital. There is no specified % of the value of TEC for individual awards in executive employment contracts. The value of individual awards is generally less than 30% of TEC.
Performance period & vesting dates	3 years with 31 December testing dates. 2011 award: vesting date of 1 March 2014 2012 award: vesting date of 1 March 2015 2013 award: vesting date of 1 March 2016 2014 award: vesting date of 1 March 2017
Performance conditions	Performance rights granted under LTIP during 2011, 2012, 2013 and the Financial Year are subject to the participant remaining employed by Capral at the vesting date and the achievement of the following performance conditions: - 60% of rights are subject to an EPS performance condition; these were granted in 3 tranches of 20%, and will be tested on 31 December each year over a 3 year period. The EPS condition is calculated each year as follows: Net Profit Before Tax Target as specified by the Board for that year (adjusted for any extraordinary items approved by the Board) divided by number of securities on issue. The Net Profit Before Tax Target used for this condition is set at least at minimum Budget level. The Board may adjust EPS to exclude the effects of material business acquisitions/ divestments and certain one-off costs; any adjustments would be disclosed. - 40% of rights are subject to a TSR performance condition as against the entities with ordinary shares and units (as the case may be) included in the S&P/ASX All Ordinaries Index as at 1 January in the year of grant but excluding those companies who are classified in the Global Industry Classification Standard sector number 40. The number of rights which may vest is set out in Table A below. The Board considered it appropriate to set the EPS condition over a 1 year period because: - it rewards management for achievement of a Board approved Budget that generally requires growth against the prior year which is directly under management's influence, thus placing further focus on the key business drivers; - the outcomes may become distorted by building and commodity cycles that can vary materially over a longer term;

	- where the Net Profit Before Tax target in a given year is not achieved, management is not rewarded. The use of EPS and TSR tests is consistent with market practice as it ensures alignment between comparative shareholder return and remuneration of executives. TSR has been a feature of LTIP since 2006. The peer group is considered as appropriate given Capral's size and objectives. EPS condition was implemented in the plan in 2011 and has been consistently applied for all grants. The measure is considered as appropriate as it assesses the success of Capral in achieving earnings growth.
Assessment of performance against measures	Performance against the EPS condition is assessed at the end of each financial year (31 December testing date). If the condition is met in a given year, the rights will convert to shares at the end of the 3 year vesting period and will be issued to participants provided that they continue to be employed by Capral at the vesting date. If the condition is not met in a given year, those rights will lapse. Performance against the TSR condition is assessed at the end of the 3 year period (31 December testing date). There is no re-testing. Vested rights convert on the relevant vesting date a one-for-one basis to ordinary shares. Unvested rights lapse.
Treatment of awards on cessation of employment	If employment ceases all unvested rights will immediately lapse. However, if the cessation relates to the redundancy or permanent disability/ death of the employee or other reason determined by the Board then the Board has absolute discretion to determine that some or all of the rights vest.
Treatment of awards on change of control	The Board has discretion to allow awards to vest on a change of control. In exercising this discretion, the Board is not bound to award all shares and would generally consider applying pro-rata assessments for current awards.
Dividend/ participation rights	There is no entitlement to dividends on performance rights during the vesting period or to participate in respect of issues of shares to shareholders.
Clawback of awards	In the event of fraud, misstatement or misrepresentation of the financials, the Board has the ability to exercise its discretion to forfeit some or all of the award prior to the issue of shares. From 2015, there will be clawback provisions in the plan rules specifically allowing the Board to recover some or all of the award already made in such circumstances.
Plan review	The LTIP design is reviewed annually by the Remuneration & Nomination Committee, and approved by the Board. The Managing Director makes recommendations to the Remuneration & Nomination Committee regarding the proposed LTIP award participants and the amount of the entitlements.

Vesting of rights subject to the TSR performance condition at each testing date is determined in accordance with Table A below:

Table A

Percentile of TSR	**% Rights Vesting**
Less than 50th	None
50th	50
More than 50th less than 75th	Between 50 and 100 (pro rata)
More than 75th	100

The Board has recently reviewed generally available market information regarding long term incentive schemes of the key management personnel (including the Managing Director) for 15 ASX listed companies in either building product related industries or with comparable revenues and market capitalisation. The Board considers that Capral's long term incentive scheme is generally in line with this group.

(i) Anti-Hedging Policy

Capral's personnel are not permitted to enter into transactions with securities (or any derivative thereof) which limit the economic risk of any unvested entitlements awarded under any Capral equity-based remuneration scheme currently in operation or which will be offered by Capral in the future. As part of Capral's due diligence undertaken at the time of the financial results, participants in any Capral equity plan are required to confirm that they have not entered into any such prohibited transactions.

Section 2: Actual Remuneration of key management personnel

During the Financial Year there were a number of remuneration outcomes. The expensed remuneration is set out in detail in the remuneration table below however in summary the key outcomes were as follows:

(a) Remuneration

A pay freeze was put in place affecting around 10% of the salaried staff including the executives having regard to prevailing market conditions. Total expensed remuneration for the key management personnel (including the directors) overall decreased as compared to the prior year due to this pay freeze and the reduction in CEO remuneration on 2013 CEO change.

(b) STIP

STIP payments are relatively comparable to the prior year.

(c) LTIP

- 2,000,000 performance rights were granted to the Managing Director in April 2014 following shareholder approval and 4,650,000 rights were granted under the 2014 LTIP award to executives (2013: 3,878,983) in March 2014.
- 800,000 performance rights granted to the Managing Director under Tranche 1 of the 2013 LTIP award met the financial targets performance condition and consequently, vested and converted into Capral shares on a 1 for 1 basis as at 4 March 2014.
- 708,122 rights granted to executives under the 2011 LTIP award, met the TSR condition and consequently,

vested and converted into Capral shares on a 1 for 1 basis as at 1 March 2014.
- 20,000,000 options granted to the previous Managing Director, Mr Jobe, lapsed on 16 October 2014.
- All of the 2,231,863 outstanding options issued under the 2010 LTIP award lapsed on 16 October 2014.

Performance rights granted to the Managing Director and executives under 2012, 2013 and 2014 LTIP awards were tested after the year end with the outcomes detailed below.

For the financial year ended 31 December 2015, Capral intends to:
- impose a pay freeze for the second year in a row for around 10% of the salaried staff including the Managing Director and executives; and
- as described above, introduce clawback provisions for STIP already paid;
- grant further performance rights under the LTIP to the Managing Director (subject to shareholder approval) and selected executives. As described above, it is intended that the LTIP for the Managing Director will be the same as for the other executives, including a 3 year performance period, 50% weighting of TSR and EPS conditions and clawback provisions for vested and unvested rights.

Section 2: Remuneration Table - key management personnel

The following table sets out the remuneration of the key management personnel (including the directors) during the Financial Year and the 2013 financial year.

The key management personnel of the consolidated entity are the non-executive directors, Managing Director, Chief Financial Officer, General Manager Operations and Company Secretary. These people have the authority and responsibility for planning, directing and controlling the day-to-day activities of Capral.

			Short-term employee benefits			Post - employment benefits	Other long-term benefits	Termination benefits[6]	Share-based payments	Total	Total performance related
Name	Year	Title	Salary and fees	Bonus[5]	Non - monetary benefits	Super-annuation			Performance Rights[7]		
			$	$	$	$	$	$	$	$	%
Directors											
A.M. Dragicevich [1]	**2014**	**Managing Director**	**670,000**	**292,600**	**-**	**30,000**	**-**	**-**	**258,290**	**1,250,890**	**44**
	2013	Managing Director	660,205	210,000	-	24,452	-	-	250,286	1,144,943	40
R.L. Wood-Ward	**2014**	**Chairman**	**120,000**	**-**	**-**	**11,400**	**-**	**-**	**-**	**131,400**	**-**
	2013	Chairman	120,000	-	-	11,100	-	-	-	131,100	-
P.J. Jobe [2]	**2014**	**Non-executive director**	**55,000**	**-**	**-**	**5,225**	**-**	**-**	**-**	**60,225**	**-**
	2013	Non-executive director	384,384	250,000	-	3,624	-	36,991	337,331	1,012,330	58
I.B. Blair	**2014**	**Non-executive director**	**70,000**	**-**	**-**	**6,650**	**-**	**-**	**-**	**76,650**	**-**
	2013	Non-executive director	70,000	-	-	6,475	-	-	-	76,475	-
A.M. Eisen [3]	**2014**	**Non-executive director**	**49,923**	**-**	**-**	**4,743**	**-**	**-**	**-**	**54,666**	**-**
	2013	Non-executive director	55,000	-	-	3,392	-	-	-	58,392	-
G.F. Pettigrew	**2014**	**Non-executive director**	**55,000**	**-**	**-**	**5,225**	**-**	**-**	**-**	**60,225**	**-**
	2013	Non-executive director	55,000	-	-	5,088	-	-	-	60,088	-
M.L. Jefferies [4]	2013	Non-executive director	15,400	-	-	-	-	-	-	15,400	-

			Short-term employee benefits			Post - employment benefits	Other long-term benefits	Termination benefits[6]	Share-based payments	Total	Total performance related
Name	Year	Title	Salary and fees	Bonus[5]	Non - monetary benefits	Super-annuation			Performance Rights[7]		
			$	$	$	$	$	$	$	$	%
Executives											
T. Campbell *	**2014**	**Chief Financial Officer**	**332,500**	**70,000**	**-**	**27,500**	**-**	**-**	**58,563**	**488,563**	**26**
	2013	Chief Financial Officer	333,058	50,500	-	25,000	-	-	30,311	438,869	18
R. Michael *	**2014**	**GM Operations**	**313,508**	**65,000**	**-**	**30,000**	**-**	**-**	**49,772**	**458,280**	**25**
	2013	GM Operations	309,803	56,500	-	28,271	-	-	24,674	419,248	19
R. Rolfe*	**2014**	**Gen. Counsel/ Co. Sec.**	**264,721**	**46,000**	**-**	**18,279**	**-**	**-**	**30,040**	**359,040**	**21**
	2013	Gen. Counsel/ Co. Sec	257,672	32,000	-	23,514	-	-	13,953	327,139	14
		Total 2014	**1,930,652**	**473,600**	**-**	**139,022**	**-**	**-**	**396,665**	**2,939,939**	
		Total 2013	2,260,522	599,000	-	130,916	-	36,991	656,555	3,683,984	

1 Mr Dragicevich was appointed as Chief Executive Officer and Managing Director from 15 April 2013.
2 Mr Jobe’s term as Managing Director ended on 15 April 2013. However, he has remained on the Board as a non-executive director.
3 Mr Eisen resigned as a director on 27 November 2014.
4 Mr Jefferies resigned as a director on 15 April 2013.
5 All bonus amounts are on an accrual basis.
6 Termination benefits include leave accrued and payments made in lieu of notice at the end of employment with Capral.
7 All LTIP performance rights listed are securities that have not yet vested. In relation to the performance rights of the key management personnel refer to Note 37 of the financial statements.

* Capral's key management personnel (other than directors).

Section 2: Performance rights, Options and bonuses provided as compensation

Performance rights - Managing Director

During the Financial Year and the financial year ended 31 December 2013, performance rights were granted as equity compensation benefits under the LTIP, to the Managing Director as disclosed as at balance date below. The performance rights were granted at no cost to him.

2,000,000 performance rights were granted to the Managing Director in April 2014 following shareholder approval. 1,000,000 of these rights have a vesting date of 1 March 2015 (Tranche 1) and 1,000,000 of these rights have a vesting date of 1 March 2016 (Tranche 2). Tranche 1 was tested as at 31 December 2014. Capral's relative TSR performance over 2014 was in the 33rd percentile and consequently 70% of the rights subject to the TSR condition (700,000 rights) lapsed in January 2015. Capral achieved the 2014 EPS condition and consequently 30% of the rights subject to that condition (300,000 rights) will vest and convert into Capral shares on a 1 for 1 basis as at 1 March 2015. Tranche 2 will be tested on 31 December 2015.

2,000,000 performance rights were granted to the Managing Director in March 2013. Tranche 1 was tested as at 31 December 2013. 800,000 performance rights vested and converted into Capral shares on a 1 for 1 basis as at 4 March 2014. The balance of Tranche 1 (200,000 rights) lapsed at the end of 2013. Tranche 2 (the final tranche of this award) was tested as at 31 December 2014. Capral's relative TSR performance over 2014 was in the 33rd percentile and consequently 20% of the rights subject to the TSR condition (200,000 rights) lapsed in January 2015. Capral achieved the 2014 minimum financial condition and consequently, 80% of the rights subject to that condition (800,000 rights) will vest and convert into Capral shares on a 1 for 1 basis as at 4 March 2015.

	Tranche	Grant No.	Grant date	Fair value per right at grant date ($)	Test date	Lapsed No.	Vested No.
2014 Offer							
A. Dragicevich			16/04/2014				
	Tranche 1 - EPS 30%	300,000		$0.155	31/12/2014	-	-
	Tranche 1 - TSR 70%	700,000		$0.094	31/12/2014	-	-
	Tranche 2 - EPS 30%	300,000		$0.155	31/12/2015	-	-
	Tranche 2 - TSR 70%	700,000		$0.106	31/12/2015	-	-
Total 2014 Offer		**2,000,000**				**-**	**-**
2013 Offer							
A. Dragicevich			04/03/2013				
	Tranche 1 – Min financials 80%	800,000		$0.220	31/12/2013	-	800,000
	Tranche 1 - TSR 20%	200,000		$0.121	31/12/2013	(200,000)	-
	Tranche 2 - Min financials 80%	800,000		$0.220	31/12/2014	-	-
	Tranche 2 - TSR 20%	200,000		$0.133	31/12/2014	-	-
Total 2013 Offer		**2,000,000**				**(200,000)**	**800,000**

Performance rights – other key management personnel

During the Financial Year and the financial year ended 31 December 2013, performance rights were granted as equity compensation benefits under the LTIP, to certain key management personnel as disclosed as at balance date below. The performance rights were granted at no cost to the participants.

4,650,000 performance rights were granted under the 2014 LTIP award to executives in March 2014. Tranche 1 of the EPS condition was tested as at 31 December 2014. Capral achieved the 2014 EPS condition. The 880,000 rights that satisfied the EPS performance condition will vest and convert into Capral shares on a 1 for 1 basis as at 1 March 2017, provided that the participants remain employed by Capral at that date.

In relation to the 2013 LTIP award, 20% of the rights subject to the annual EPS condition (Tranche 1) (707,457 rights) had already lapsed on 31 December 2013. Tranche 2 of the EPS condition was tested as at 31 December 2014. Capral achieved the 2014 EPS condition. The 672,587 rights that satisfied the EPS performance condition will vest and convert into Capral shares on a 1 for 1 basis as at 1 March 2016, provided that the participants remain employed by Capral at that date.

In relation to the 2012 LTIP award, 40% of the rights subject to the annual EPS condition had already lapsed on 31 December 2012 (Tranche 1) and 31 December 2013 (Tranche 2). Tranche 3 of the EPS condition (20% of the rights) and the TSR condition (40% of the rights) (the final tranches of this award) were tested as at 31 December 2014. Capral's relative TSR performance over the period from January 2012 to December 2014 was in the 41st percentile and consequently the rights subject to the TSR condition (1,230,348 rights) lapsed in January 2015.

Capral achieved the 2014 EPS condition and consequently the rights subject to that condition (581,829 rights) will vest and convert into Capral shares on a 1 for 1 basis as at 1 March 2015.

In relation to the 2011 LTIP award, Capral's relative TSR performance over the period from 1 January 2011 to 31 December 2013 was tested as at 31 December 2013. Capral achieved the 61st percentile of the TSR condition meaning that 70.5% of the rights (708,122 rights) that were subject to that condition vested and converted into Capral shares on a 1 for 1 basis as at 1 March 2014. The balance of the rights subject to the TSR condition (296,901 rights) lapsed. All rights subject to the EPS condition (60%) lapsed.

Executives/ Offer	Tranche	Grant No.	Grant date	Fair value per right at grant date ($)	Test date	Lapsed No.	Vested No.
2014 Offer							
T. Campbell		**500,000**	07/03/2014			**-**	**-**
	Tranche 1 - EPS 20%	100,000		$0.150	31/12/2014	-	-
	Tranche 2 - EPS 20%	100,000		$0.150	31/12/2015	-	-
	Tranche 3 - EPS 20%	100,000		$0.150	31/12/2016	-	-
	Tranche 4 - TSR 40%	200,000		$0.107	31/12/2016	-	-
R. Michael		**500,000**	07/03/2014				
	Tranche 1 - EPS 20%	100,000		$0.150	31/12/2014	-	-
	Tranche 2 - EPS 20%	100,000		$0.150	31/12/2015	-	-
	Tranche 3 - EPS 20%	100,000		$0.150	31/12/2016	-	-
	Tranche 4 - TSR 40%	200,000		$0.107	31/12/2016	-	-
R. Rolfe		**300,000**	07/03/2014				
	Tranche 1 - EPS 20%	60,000		$0.150	31/12/2014	-	-
	Tranche 2 - EPS 20%	60,000		$0.150	31/12/2015	-	-
	Tranche 3 - EPS 20%	60,000		$0.150	31/12/2016	-	-
	Tranche 4 - TSR 40%	120,000		$0.107	31/12/2016	-	-
Total 2014		**1,300,000**				**-**	**-**
2013 Offer							
T. Campbell		**484,303**	08/03/2013			**(96,861)**	**-**
	Tranche 1 - EPS 20%	96,861		$0.235	31/12/2013	(96,861)	-
	Tranche 2 - EPS 20%	96,861		$0.235	31/12/2014	-	-
	Tranche 3 - EPS 20%	96,860		$0.235	31/12/2015	-	-
	Tranche 4 - TSR 40%	193,721		$0.171	31/12/2015	-	-
R. Michael		**456,628**	08/03/2013			**(91,326)**	-
	Tranche 1 - EPS 20%	91,326		$0.235	31/12/2013	(91,326)	-
	Tranche 2 - EPS 20%	91,326		$0.235	31/12/2014	-	-
	Tranche 3 - EPS 20%	91,325		$0.235	31/12/2015	-	-
	Tranche - TSR 40%	182,651		$0.171	31/12/2015	-	-
R. Rolfe		**229,007**	08/03/2013			**(45,801)**	-
	Tranche 1 - EPS 20%	45,801		$0.235	31/12/2013	(45,801)	-
	Tranche 2 - EPS 20%	45,801		$0.235	31/12/2014	-	-
	Tranche 3 - EPS 20%	45,802		$0.235	31/12/2015	-	-
	Tranche 4 - TSR 40%	91,603		$0.171	31/12/2015	-	-
Total 2013		**1,169,938**				**(233,988)**	**-**

Executives/ Offer	Tranche	Grant No.	Grant date	Fair value per right at grant date ($)	Test date	Lapsed No.	Vested No.
2012 Offer							
T. Campbell		**451,303**	14/03/2012			**(180,522)**	-
	Tranche 1 - EPS 20%	90,261		$0.17	31/12/2012	(90,261)	-
	Tranche 2 - EPS 20%	90,261		$0.17	31/12/2013	(90,261)	-
	Tranche 3 - EPS 20%	90,260		$0.17	31/12/2014	-	-
	Tranche 4 - TSR 40%	180,521		$0.11	31/12/2014	-	-
R. Michael		**255,472**	14/03/2012			**(102,188)**	-
	Tranche 1 - EPS 20%	51,094		$0.17	31/12/2012	(51,094)	-
	Tranche 2 - EPS 20%	51,094		$0.17	31/12/2013	(51,094)	-
	Tranche 3 - EPS 20%	51,095		$0.17	31/12/2014	-	-
	Tranche 4 - TSR 40%	102,189		$0.11	31/12/2014	-	-
D. Munro[1]		**414,039**	14/03/2012			**(414,039)**	-
	Tranche 1 - EPS 20%	82,808		$0.17	31/12/2012	(82,808)	-
	Tranche 2 - EPS 20%	82,808		$0.17	31/12/2013	(82,808)	-
	Tranche 3 - EPS 20%	82,808		$0.17	31/12/2014	(82,808)	-
	Tranche - TSR 40%	165,615		$0.11	31/12/2014	(165,615)	-
R. Rolfe		**221,760**	14/03/2012			**(88,704)**	-
	Tranche 1 - EPS 20%	44,352		$0.17	31/12/2012	(44,352)	-
	Tranche 2 - EPS 20%	44,352		$0.17	31/12/2013	(44,352)	-
	Tranche 3 - EPS 20%	44,352		$0.17	31/12/2014	-	-
	Tranche 4 - TSR 40%	88,704		$0.11	31/12/2014	-	-
Total 2012		**1,342,574**				**(785,453)**	-
2011 Offer							
T. Campbell		**400,000**	22/03/2011			**(287,267)**	**112,733**
	Tranche 1 - EPS 20%	80,000		$0.27	31/12/2011	(80,000)	-
	Tranche 2 - EPS 20%	80,000		$0.27	31/12/2012	(80,000)	-
	Tranche 3 - EPS 20%	80,000		$0.27	31/12/2013	(80,000)	-
	Tranche 4 - TSR 40%	160,000		$0.24	31/12/2013	(47,267)	112,733
R. Rolfe		**152,729**	22/03/2011			**(109,685)**	**43,044**
	Tranche 1 - EPS 20%	30,546		$0.27	31/12/2011	(30,546)	-
	Tranche 2 - EPS 20%	30,546		$0.27	31/12/2012	(30,546)	-
	Tranche 3 - EPS 20%	30,546		$0.27	31/12/2013	(30,546)	-
	Tranche 4 - TSR 40%	61,091		$0.24	31/12/2013	(18,047)	43,044
Total 2011		**552,729**				**(396,952)**	**155,777**

Notes

1 Mr Munro left employment on 9 November 2012

Options

No options were issued under the LTIP during the Financial Year and the financial year ended 31 December 2013. 20,000,000 options granted to the previous Managing Director, Mr Jobe, expired on 16 October 2014. The total number of options granted to Mr Jobe and outstanding as at the end of the Financial Year is 4,300,000 (2013: 24,300,000). These expire in April 2016.

All of the 2,231,863 outstanding options issued under the 2010 LTIP award expired on 16 October 2014.

STIP payments

During the Financial Year and the financial year ended 31 December 2013, STIP bonus payments were made to the Managing Director and key management personnel. The Managing Director's STIP payments for 2013 and 2014 equated to 31% and 42% (respectively) of his TEC (below the 'target' level detailed in section 1 above) and the Board considers it appropriate having regard to the achievement of key financial measures as well as critical non-financial measures regarding customers, strategic plans, the OneSteel Aluminium acquisition and integration and significant improvement in safety over that period. The other key management personnel's STIP payments for 2013 and 2014 were less than 20% of TEC (below the 'target' level detailed in section 1 above).

The percentages of bonus paid and forfeited (as a result of not meeting the performance criteria at 'target' level) during the Financial Year and the financial year ended 31 December 2013 are disclosed below:

2014	% of bonus paid	% of bonus forfeited	% of compensation for the year consisting of STIP bonus[3]
Executives			
A. Dragicevich	83.6	16.4	29.5
T. Campbell	77.8	22.2	16.3
R. Michael	75.7	24.3	15.9
R. Rolfe	81.3	18.7	14.0

2014 financial year bonuses are payable in the 2015 financial year.

2013	% of bonus paid	% of bonus forfeited	% of compensation for the year consisting of STIP bonus[3]
Executives			
A. Dragicevich[1]	60.0	40.0	23.5
P. Jobe[2]	64.4	35.6	39.2
T. Campbell	56.1	43.9	12.4
R. Michael	66.5	33.5	14.3
R. Rolfe	56.5	43.5	10.2

2013 financial year bonuses were paid in the 2014 financial year.

Notes

1 Mr Dragicevich was appointed as CEO Designate effective from 14 January 2013 and CEO and Managing Director effective from 15 April 2013.

2 Mr Jobe's tenure as Managing Director ended in April 2013. He was paid a bonus for Q1 2013.

3 Total compensation used for calculating % purposes excludes share based payments and termination benefits.

Shareholdings of Key Management Personnel - fully paid ordinary shares of the Company

Details of the holdings of Capral's ordinary shares of key management personnel during the Financial Year and 2013 financial year are as follows:

2014	Held at start of year	Granted as compensation	Received on vesting of performance rights/ exercise of options	Other changes during the year	Held at end of year
Directors					
R.L. Wood-Ward	-	-	-	-	-
A.M. Dragicevich[1]	3,458,118	-	800,000[1]	241,882[2]	4,500,000
P.J. Jobe	7,100,500	-	-	-	7,100,500
I.B. Blair	227,348	-	-	-	227,348
A.M. Eisen[3]	-	-	-	-	-
G.F. Pettigrew	-	-	-	-	-
Executives					
T. Campbell	-	-	112,733[1]	-	112,733
R. Michael	-	-	-	-	-
R. Rolfe	90,340	-	43,044[1]	-	133,384
	10,876,306	-	925,777	241,882	12,073,965

1 Acquired on vesting of performance rights in March 2014
2 Acquired on market in accordance with the Capral Securities Trading Policy
3 Mr Eisen resigned on 27 November 2014 and held no shares at date of resignation

2013	Held at start of year	Granted as compensation	Received on vesting of performance rights/ exercise of options	Other changes during the year	Held at end of year
Directors					
R.L. Wood-Ward	-	-	-	-	-
A.M. Dragicevich[1]	-	-	-	3,458,118[2]	3,458,118
P.J. Jobe	240,500	-	6,860,000[3]	-	7,100,500
I.B. Blair	227,348	-	-	-	227,348
A.M. Eisen	-	-	-	-	-
M.L. Jefferies[4]	-	-	-	-	-
G.F. Pettigrew	-	-	-	-	-
Executives					
T. Campbell	-	-	-	-	-
R. Michael	-	-	-	-	-
R. Rolfe	90,340	-	-	-	90,340
	558,188	-	6,860,000	3,458,118	10,876,306

1 Mr Dragicevich was appointed as Managing Director on 15 April 2013
2 Acquired on market in accordance with the Capral Securities Trading Policy
3 Acquired on vesting of performance rights in April 2013
4 Mr Jefferies resigned on 15 April 2013 and held no shares at date of resignation

Section 3: Relationship between remuneration and company performance

During the Financial Year and the previous 4 financial years (2010-2013), Capral's performance was as follows:

Year Ended 31 Dec	Net Profit/ (Loss) $m	Dividend - cents per share	Basic earnings / (loss) - cents per share	Share price (closing) $
2014	2.7	-	0.6	0.11
2013	(51.7)*	-	(12.5)	0.155
2012	(10.99)	-	(2.8)	0.215
2011	(8.00)	-	(2.1)	0.175
2010	6.73	-	1.7	0.180

* Includes $41.5 million impairment charge

Whilst continuing to ensure that Capral attracts and retains qualified, experienced and motivated employees in accordance with the remuneration policy by remunerating employees at a competitive level, Capral has fixed the salary levels of its executives over the last 2 years and placed more emphasis on at-risk remuneration in order to align remuneration of the employees to the performance of Capral and encourage shareholder wealth.

For the Financial Year and the previous 4 financial years, Capral made STIP payments based upon the achievement of performance (financial and non-financial) measures. In the Financial Year, Capral's financial results improved on 2013 and Capral met the key financial measures, being the Trading EBITDA and Net Profit Before Tax targets set by the Board. Accordingly, the 2014 STIP payments moderately exceeded those paid in 2013 in line with financial performance. There is a clear link between financial performance and the level of STIP awarded. Since the financial year ended 2010, Capral has made a Net Loss and the STIP payments have reduced accordingly. Where non-financial measures relating to Capral's strategic plans, profit improvement objectives and safety goals have been achieved, all of which are critical in the short to medium term to Capral performance, STIP payments have been made.

LTIP is linked to Capral's performance as the value of the performance rights awarded depends on Capral's share price, and whether the awards vest relate to earnings growth and Capral's relative TSR performance against market peer group. In this regard:

- Capral's relative TSR performance over the period from January 2011 to December 2013 was above the 50th percentile and consequently 708,122 of the rights that were awarded in 2011 vested and converted into Capral shares during the Financial Year. However, the EPS conditions relating to the 2011, 2012 and 2013 financial years were not achieved and associated performance rights lapsed.
- Capral achieved its minimum financial goals for the new Managing Director in 2013 and consequently 800,000 rights that were awarded to him as part of his new employment contract vested and converted into Capral shares during the Financial Year. Capral also achieved its minimum financial goals in 2014 and consequently 800,000 rights awarded to the Managing Director under Tranche 2 of the 2013 award will vest and convert into Capral shares in March 2015.

- All options granted as part of the 2010 LTIP awards lapsed during the Financial Year as the share price growth objectives over the last 4 years were not met.
- Capral's relative TSR performance over the period from January 2012 to December 2014 and the 2013 and 2014 financial years fell below the 50^{th} percentile and consequently the rights subject to the TSR condition that were awarded in 2012 to executives and 2013 and 2014 to the Managing Director, have lapsed.
- Given earnings growth in 2014, the EPS condition relevant to Tranche 3 of the 2012 award, Tranche 2 of the 2013 award, Tranche 1 of the 2014 award and Tranche 2 of the Managing Director's 2014 award was met, with an aggregate of 881,829 rights due to vest and convert into Capral shares in March 2015.

Accordingly, there is a link between Capral's performance and the vesting of rights under LTIP awards.

Section 4: Summary of Key Employment Contracts

Details of the key contract terms for the Managing Director and other key management personnel as at the end of the Financial Year are as follows:

Contract Details	A. Dragicevich	T. Campbell	R. Michael	R. Rolfe
Expiry date	No fixed end date	No fixed end date	No fixed end date	No fixed end date
Notice of termination by Capral	6 months	6 months	6 months	16 weeks
Notice of termination by employee	6 months	6 months	6 months	16 weeks
Termination payments (in lieu of notice)	6 months salary plus accrued but unpaid STIP (pro rata for incomplete financial year). In addition, unvested LTIP rights will immediately vest if employment is terminated by Capral other than for cause	6 months salary. STIP entitlement for incomplete financial years is subject to Board discretion	6 months salary. STIP entitlement for incomplete financial years is subject to Board discretion	16 weeks salary. STIP entitlement for incomplete financial years is subject to Board discretion

Environmental regulations

Manufacturing licences and consents required by laws and regulations are held by the consolidated entity at each relevant site as advised by consulting with relevant environmental authorities. All applications for and renewals of licences have been granted and all consents have been given by all relevant authorities.

Directors' and officers' indemnities and insurance

Under Capral's constitution, Capral is required to indemnify, to the extent permitted by law, each director and secretary of Capral against any liability incurred by that person as an officer of Capral. The directors listed on page 4 and the secretary listed on page 5 have the benefit of this indemnity. During the Financial Year, Capral paid a premium for directors' and officers' liability insurance policies which cover current and former directors, company secretaries and officers of the consolidated entity. Details of the nature of the liabilities covered and the amount of the premium paid in respect of the directors' and officers' insurance policies are not disclosed, as such disclosure is prohibited under the terms of the contracts.

Indemnities to auditors

In respect of non-audit services provided in relation to reviews of consulting and compliance advice during the Financial Year, Deloitte Touche Tohmatsu, Capral's auditor, has the benefit of an indemnity (including in respect of legal costs) for any third party claim in connection with the use, distribution or reliance on their work (except to the extent caused by the wilful misconduct or fraud of Deloitte Touche Tohmatsu, or where it has agreed that the third party may rely on the work or it may be used in a public document).

Proceedings on behalf of Capral

No person has applied to the Court under section 237 of the Corporations Act for leave to bring proceedings on behalf of Capral, or to intervene in any proceedings to which Capral is party, for the purpose of taking responsibility on behalf of Capral for all or part of those proceedings. No proceedings have been brought or intervened in on behalf of Capral with leave of the Court under section 237 of the Corporations Act.

Non-audit services

Capral may decide to employ the auditor on assignments additional to their statutory audit services where the auditor's expertise and experience with the consolidated entity are important.

The Board has considered this position and in accordance with the advice received from the Audit Committee, it is satisfied that the provision of these services during the Financial Year by the auditor is compatible with, and did not compromise, the general standard of auditor independence imposed by the Corporations Act for the following reasons:

(1) the non-audit services provided do not involve reviewing or auditing the auditor's own work and have not involved partners or staff acting in a management or decision-making capacity for Capral or in the processing or originating of transactions;

(2) all non-audit services and the related fees have been reviewed by the Audit Committee to ensure complete transparency and that they do not affect the integrity and objectivity of Deloitte Touche Tohmatsu; and

(3) the declaration required by section 307C of the Corporations Act 2001 confirming independence has been received from Deloitte Touche Tohmatsu.

Details of the amounts paid or payable to Capral's auditor (Deloitte Touche Tohmatsu) for audit and non-audit services provided during the Financial Year are set out in Note 33 of the financial statements.

Auditor's independence declaration

The auditors' independence declaration as required under section 307C of the Corporations Act is set out on page 22.

Rounding of amounts

Capral is a company of the kind referred to in Class Order 98/0100, dated 10 July 1998, and in accordance with that Class Order amounts in the Directors' Report and the Financial Report are rounded off to the nearest thousand dollars, unless otherwise indicated.

Signed in accordance with a resolution of directors made pursuant to section 298(2) of the Corporations Act 2001.

On behalf of the directors

R. L. Wood-Ward	A. M. Dragicevich
Chairman	Managing Director

Sydney
19 February 2015

Deloitte.

Deloitte Touche Tohmatsu
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The Board of Directors
Capral Limited
Level 4
60 Philip Street
Parramatta NSW 2150

Dear Board Members

Capral Limited

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Capral Limited.

As lead audit partner for the audit of the financial statements of Capral Limited for the financial year ended 31 December 2014, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit

(ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

D. Black

David Black
Partner
Chartered Accountants
Parramatta, 19 February 2015

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the financial year ended 31 December 2014

Continuing operations	Note	2014 $'000	2013 $'000
Sales revenue		352,043	292,383
Scrap and other revenue		22,676	17,871
Revenue	3	374,719	310,254
Other income	3	342	408
Bargain purchase gain	29	-	3,126
Changes in inventories of finished goods and work in progress		12,107	8,733
Raw materials and consumables used		(222,234)	(177,294)
Employee benefits expense	2	(82,655)	(76,668)
Depreciation and amortisation expense	2	(7,165)	(9,451)
Impairment loss		-	(41,487)
Finance costs	2	(1,217)	(832)
Freight expense		(11,231)	(8,904)
Occupancy costs	2	(17,718)	(15,401)
Repairs and maintenance expense		(6,287)	(5,945)
Restructuring costs	2	(569)	(4,298)
Other expenses		(35,442)	(33,948)
Profit/(loss) before tax		2,650	(51,707)
Income tax	4	-	-
Profit/(loss) for the year		2,650	(51,707)
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Gain on revaluation of properties		-	-
Other comprehensive income for the year		-	-
Total comprehensive profit for the year		2,650	(51,707)
Basic and Diluted earnings/(loss) per share (cents per share)	24	0.6	(12.5)

The weighted average number of ordinary shares on issue used in the calculation of basic and diluted earnings/(loss) per share was 474,444,014 (2013: 413,552,536).

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
as at 31 December 2014

	Note	2014 $'000	2013 $'000
ASSETS			
Current assets			
Cash and cash equivalents	7	16,502	14,630
Trade and other receivables	8	58,320	57,927
Inventories	9	82,272	64,991
Other financial assets	31 (c)	1,352	367
Prepayments	10	1,952	2,103
Total current assets		160,398	140,018
Non-current assets			
Other receivables	8	74	10
Deferred tax assets	11	2,857	2,857
Property, plant and equipment	14	42,547	47,089
Other intangible assets	15	195	327
Total non-current assets		45,673	50,283
Total assets		206,071	190,301
LIABILITIES			
Current liabilities			
Trade and other payables	17	76,484	62,396
Borrowings	18	48	48
Provisions	19	11,091	13,218
Deferred income	20	214	502
Total current liabilities		87,837	76,164
Non-current liabilities			
Provisions	19	5,366	4,616
Total non-current liabilities		5,366	4,616
Total liabilities		93,203	80,780
Net assets		112,868	109,521
EQUITY			
Issued capital	21	425,744	425,430
Reserves	22 (a)	9,393	9,010
Accumulated losses	22 (b)	(322,269)	(324,919)
Total equity		112,868	109,521

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

for the financial year ended 31 December 2014

	Note	2014 $'000	2013 $'000
Cash flows from operating activities			
Receipts from customers		411,798	329,672
Payments to suppliers and employees		(402,989)	(328,452)
		8,809	1,220
Interest and other costs of finance paid		(1,133)	(750)
Net cash provided by operating activities	35(ii)	7,676	470
Cash flows from investing activities			
Payments for property, plant and equipment		(3,151)	(3,314)
Payments for software assets		(62)	(287)
Payments for purchase of a business	29	(2,850)	(15,851)
Interest received		40	64
Proceeds from sale of property, plant and equipment		219	8
Net cash flows used in investing activities		(5,804)	(19,380)
Cash flows from financing activities			
Proceeds from issues of equity securities		-	14,130
Payment for issue of equity securities costs		-	(342)
Net cash provided by financing activities		-	13,788
Net increase/(decrease) in cash and cash equivalents		1,872	(5,122)
Cash and cash equivalents at the beginning of the financial year		14,630	19,752
Cash and cash equivalents at the end of the financial year	35(i)	16,502	14,630

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2014

	Fully paid ordinary shares	Equity-settled compensation reserve	Asset revaluation reserve	Accumulated losses	Total
	$'000	$'000	$'000	$'000	$'000
Balance as at 1 January 2013	410,476	9,205	221	(273,212)	146,690
Loss for the year	-	-	-	(51,707)	(51,707)
Total comprehensive loss for the year	-	-	-	(51,707)	(51,707)
Share-based payments expense	-	750	-	-	750
Share conversion from vested rights	1,166	(1,166)	-	-	-
Issue of new shares	14,130	-	-	-	14,130
Share issue costs	(342)	-	-	-	(342)
Balance as at 31 December 2013	**425,430**	**8,789**	**221**	**(324,919)**	**109,521**
Balance as at 1 January 2014	425,430	8,789	221	(324,919)	109,521
Profit for the year	-	-	-	2,650	2,650
Total comprehensive income for the year	-	-	-	2,650	2,650
Share-based payments expense	-	715	-	-	715
Share conversion from vested rights	314	(332)	-	-	(18)
Balance as at 31 December 2014	**425,744**	**9,172**	**221**	**(322,269)**	**112,868**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS
for the financial year ended 31 December 2014

1a. General Information
Capral Limited (**the Company**) is a public listed company incorporated and operating in Australia. The Company's shares are quoted on the Australian Securities Exchange (ASX Code: CAA).

The Company's registered office and its principal place of business is as follows:

Registered office & principal place of business

71 Ashburn Road
Bundamba
QLD 4304
Tel: (07) 3816 7000

The principal continuing activities of the consolidated entity consist of the manufacturing, marketing and distribution of fabricated and semi-fabricated aluminium related products.

1b. Adoption of new and revised Accounting Standards

In the current year, the Group has adopted all the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to its operations and effective for the current annual reporting period. The adoption of new and revised Standards and Interpretations has resulted in changes to the Group's accounting policies, but did not have material impact on the Group's financial statements.

Initial application of the following Standards and Interpretations is not expected to have any material impact to the financial report of the consolidated entity and the Company:

Standard	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 9 ‘Financial Instruments’, and the relevant amending standards	1 January 2018	31 December 2018
AASB 2014-1 ‘Amendments to Australian Accounting Standards’ Part A: ‘Annual Improvements 2010–2012 and 2011–2013 Cycles’ Part C: ‘Materiality’	1 July 2014	31 December 2015
AASB 2014-4 ‘Amendments to Australian Accounting Standards – Clarification of Acceptable Methods of Depreciation and Amortisation’	1 January 2016	31 December 2016
AASB 15 ‘Revenue from Contracts with Customers’ and AASB 2014-5 ‘Amendments to Australian Accounting Standards arising from AASB 15’	1 January 2017	31 December 2017
AASB 2015-1 ‘Amendments to Australian Accounting Standards – Annual Improvements to Australian Accounting Standards 2012-2014 Cycle’	1 January 2016	31 December 2016

1c. Significant accounting policies

Statement of Compliance

The financial report is a general purpose financial report which has been prepared in accordance with the Corporations Act 2001, Accounting Standards and Interpretations, and complies with other requirements of the law.

The financial report includes the financial statements of the Company and the financial statements of the Group. For the purpose of preparing the consolidated financial statements, the Company is a for-profit entity.

Accounting Standards include Australian equivalents to International Financial Reporting Standards ('A-IFRS'). Compliance with A-IFRS ensures that the financial statements and notes of the Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the directors on 19 February 2015.

Basis of Preparation

The financial report has been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

The Company is of a kind referred to in ASIC Class Order 98/0100, dated 10 July 1998, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the financial report. Amounts in the financial report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar as indicated.

The following significant accounting policies have been adopted in the preparation and presentation of the financial report:

(a) Basis of Consolidation

The financial statements incorporate the financial statements of the Company and entities (including special purpose entities) controlled by the Company (and its subsidiaries) (referred to as 'the Group' in these financial statements).

Control is based on whether an investor has:

- power over the investee
- exposure, or rights, to variable returns from its involvement with the investee, and
- the ability to use its power over the investee to affect the amount of the returns.

The results of the subsidiaries acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group. All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

(b) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(c) Business Combinations

Acquisitions of subsidiaries and businesses are accounted for using the acquisition method. The consideration for each acquisition is measured at the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. Acquisition-related costs are recognised in profit or loss as incurred.

Where applicable, the consideration for the acquisition includes any asset or liability resulting from a contingent consideration arrangement, measured at its acquisition-date fair value. Subsequent changes in such fair values are adjusted against the cost of acquisition where they qualify as measurement period adjustments (see below). All other subsequent changes in the fair value of contingent consideration classified as an asset or liability are accounted for in accordance with relevant Standards. Changes in the fair value of contingent consideration classified as equity are not recognised.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under AASB 3(2008) are recognised at their fair value at the acquisition date, except that:

• deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with AASB 112 Income Taxes and AASB 119 Employee Benefits respectively;

• liabilities or equity instruments related to the replacement by the Group of an acquiree's share based payment awards are measured in accordance with AASB 2 Share-based Payment; and

• assets (or disposal groups) that are classified as held for sale in accordance with AASB 5 Noncurrent Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

1c. Significant accounting policies (cont'd)

(d) Cash and Cash Equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value and have a maturity of three months or less at the date of acquisition. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

(e) Derivative Financial Instruments

The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risk, including foreign exchange forward contracts.

Further details of derivative financial instruments are disclosed in Note 31 to the financial statements. Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date.

The resulting gain or loss is recognised in profit or loss immediately. The fair value of hedging derivatives is classified as a non-current asset or a non-current liability if the remaining maturity of the hedge relationship is more than 12 months, and as a current asset or current liability if the remaining maturity of the hedge relationship is less than 12 months. The Group's derivatives do not qualify for hedge accounting, and are not designated into an effective hedge relationship and are classified as a current asset and current liability.

Embedded Derivatives

Derivatives embedded in other financial instruments or other host contracts are treated as separate derivatives when their risks and characteristics are not closely related to those of the financial instrument, and the financial instruments are measured at fair value with changes in fair value recognised in profit or loss.

(f) Employee Benefits

(i) Salaries, wages and leave benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, including non-monetary benefits, annual leave and long service leave, when it is probable that settlement will be required and they are capable of being measured reliably. Liabilities recognised in respect of employee benefits expected to be settled within 12 months, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement. Liabilities recognised in respect of employee benefits which are not expected to be settled within 12 months are measured at the present value of the estimated future cash outflows to be made by the Group in respect of services provided by employees up to reporting date.

(ii) Share-based payments

Equity-settled share-based payments with employees are measured at the fair value of the equity instrument at the grant date.

The fair value of the performance rights is estimated at grant date using a Monte-Carlo Simulation analysis taking into account the terms and conditions upon which the securities are granted.

The fair value of the options is estimated at grant date using a binomial tree model taking into account the terms and conditions upon which the securities are granted.

The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest.

Further details on how the fair value of equity-settled share-based transactions have been determined can be found in Note 37.

(iii) Defined contribution plan

Contributions to defined contribution superannuation plans are expensed when incurred.

(g) Financial Assets

Investments are recognised and derecognised on trade date where the purchase or sale of an investment is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, net of transaction costs except for those financial assets classified as at fair value through the profit or loss which are initially measured at fair value. Subsequent to initial recognition, investments in subsidiaries are measured at cost in the Company's financial statements. Other financial assets are classified into the following specified categories: Financial assets 'at fair value through profit or loss', 'held-to-maturity investments', 'available-for-sale' financial assets, and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

<u>Effective interest method</u>

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, or, where appropriate, a shorter period.

Income is recognised on an effective interest rate basis for debt instruments other than financial assets 'at fair value through profit or loss'.

1c. Significant accounting policies (cont'd)

(g) Financial Assets (cont'd)

Financial assets at fair value through profit or loss

Financial assets are classified as financial assets at fair value through profit or loss where the financial asset:

(i) has been acquired principally for the purpose of selling in the near future;

(ii) is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit taking; or

(iii) is a derivative that is not designated and effective as a hedging instrument.

Financial assets at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in the profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset. Fair value is determined in the manner described in Note 31.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest rate.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each balance date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted.

For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for the amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

(h) Financial Instruments Issued by the Group

Debt and equity instruments

Debt and equity instruments are classified as either liabilities or as equity in accordance with the substance of the contractual arrangement.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in the profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability. Fair value is determined in the manner described in Note 31.

Compound instruments

The component parts of compound instruments are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangement. At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for a similar non-convertible instrument.

This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or upon the instruments reaching maturity. The equity component initially brought to account is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects and is not subsequently remeasured.

Financial guarantee contract liabilities

Financial guarantee contract liabilities are measured initially at their fair values and subsequently at the higher of the amount recognised as a provision and the amount initially recognised less cumulative amortisation.

Financial liabilities

Financial liabilities are classified as either financial liabilities 'at fair value through profit or loss' or other financial liabilities.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss are stated at fair value, with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability. Fair value is determined in the manner described in Note 31.

1c. Significant accounting policies (cont'd)

(h) Financial Instruments Issued by the Group (cont'd)

<u>Other financial liabilities</u>

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis. Refer note 1c (g).

(i) Foreign Currency

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise except for exchange differences which relate to assets under construction for future productive use, which are included in the cost of those assets where they are regarded as an adjustment to interest costs on foreign currency borrowings.

(j) Goodwill

Goodwill arising in a business combination is recognised as an asset at the date that control is acquired (the acquisition date). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the Group's interest in the fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain. Goodwill is not amortised but is reviewed for impairment at least annually.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

(k) Government Grants

Government grants are assistance by the Government in the form of transfers of resources to the Group in return for past or future compliance with certain conditions relating to the operating activities of the entity.

Government grants include Government assistance where there are no conditions specifically relating to the operating activities of the Group other than the requirement to operate in certain regions or industry sectors.

Government grants are not recognised until there is a reasonable assurance that the Group will comply with the conditions attaching to them and the grants will be received. Government grants whose primary condition is that the Group should purchase, construct or otherwise acquire long-term assets are recognised as deferred income in the statement of financial position and recognised as income on a systematic and rational basis over the useful lives of the related assets. Other Government grants are recognised as income over the periods necessary to match them with the related costs which they are intended to compensate on a systematic basis.

(l) Impairment of Other Tangible and Intangible Assets excluding goodwill

At each reporting date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit (**CGU**) to which that asset belongs.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher 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 post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (CGU) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately, unless the relevant asset is carried at fair value, in which case the impairment loss is treated as a revaluation decrease.

1c. Significant accounting policies (cont'd)

(l) Impairment of Other Tangible and Intangible Assets excluding goodwill (cont'd)

Where an impairment loss subsequently reverses, the carrying amount of the asset (CGU) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (CGU) in prior years. A reversal of an impairment loss is recognised in the profit or loss immediately, unless the relevant asset is carried at fair value, in which case the reversal of the impairment loss is treated as a revaluation increase.

(m) Income Tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The Company and its wholly-owned Australian entities have implemented the tax consolidation legislation.

The current and deferred tax amounts for the tax-consolidated group are allocated to the members of the tax-consolidated group (including the Company as the head entity) using the 'separate taxpayer within group' approach, with deferred taxes being allocated by reference to the carrying amounts in the financial statements of each member entity and the tax values applying under tax consolidation. Current tax liabilities and assets and deferred tax assets arising from unused tax losses and relevant tax credits arising from this allocation process are then accounted for as immediately assumed by the head entity, as under Australian taxation law the head entity has the legal obligation (or right) to these amounts.

(n) Intangible Assets

Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset and their fair value can be measured reliably.

Patents, trademarks and licences

Patents, trademarks and licences are recorded at cost less accumulated amortisation and impairment. Amortisation is charged on a straight line basis over their estimated useful lives, which vary from 5 to 16 years.

The estimated useful life and amortisation method is reviewed at the end of each annual reporting period, with any changes being recognised as a change in accounting estimate.

Software

Software assets including system development costs have a finite useful life and are carried at cost less accumulated amortisation and impairment losses. Amortisation is calculated using the straight-line method to allocate the cost over the assets estimated useful lives, which vary from 3 to 5 years.

(o) Inventories

Inventories representing aluminium log, other supplies and finished goods are valued at the lower of cost and net realisable value.

Net realisable value represents the estimated selling price less all estimated costs of completion and costs necessary to make the sale.

Aluminium log is valued at moving average of direct purchase cost. Cost of rolled product has been determined principally on moving average of direct purchase costs. Costs for finished and partly finished includes moving average metal cost, direct labour, and appropriate proportion of fixed and variable factory overhead.

(p) Leased Assets

The Group as lessee:

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased asset to the lessee. All other leases are classified as operating leases.

Operating lease payments are recognised as an expense on a straight-line basis over the lease team, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefits of incentives are recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

1c. Significant accounting policies (cont'd)

(q) Non-current Assets Held for Sale

Non-current assets classified as held for sale are measured, with certain exceptions, at the lower of carrying amount and fair value less costs to sell.

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for such a sale and the sale is highly probable. The sale of the asset must be expected to be completed within one year from the date of classification, except in the circumstances where sale is delayed by events or circumstances outside the Group's control and the Group remains committed to the sale.

(r) Property, Plant and Equipment

Land and buildings are measured at fair value less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Fair value is determined on the basis of a periodic, independent valuation by external valuation experts, based on discounted cash flows or capitalisation of net income, as appropriate.

Periodic reviews are conducted every three to five years. The fair values are recognised in the financial statements of the Group, and are reviewed at the end of each reporting period to ensure that the carrying value of land and buildings is not materially different from their fair values. Any revaluation increase arising on revaluation of land and buildings are credited to the asset revaluation reserve except to the extent that the increase reverses a revaluation decrease for the same asset previously recognised as an expense in profit or loss, in which case the increase is credited to the profit and loss to the extent of the decrease previously charged. A decrease in carrying amount arising on the revaluation of land and buildings is charged as an expense in profit or loss to the extent that it exceeds the balance, if any, held in the revaluation reserve relating to a previous revaluation of that asset.

Depreciation on revalued buildings is charged to profit or loss. On the subsequent sale or retirement of revalued property, the attributable revaluation surplus remaining in the revaluation reserve, net of any related taxes, is transferred directly to retained earnings.

Plant and equipment, and leasehold improvements are stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the item.

In the event that settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value as at the date of acquisition. Depreciation is provided on property, plant and equipment, including freehold buildings but excluding land. Depreciation is calculated on a straight-line basis so as to write off the net cost or other revalued amount of each asset over its expected useful life to its estimated residual value.

Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is shorter, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period, with the effect of any changes recognised on a prospective basis.

(s) Provisions

Provisions are recognised when the Group has a present, legal or constructive obligation as a result of past events, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that the reimbursement will be received and the amount of the receivable can be measured reliably.

<u>Onerous contracts</u>

Present obligations arising under onerous contracts are recognised and measured as a provision. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

<u>Restructurings</u>

A restructuring provision is recognised when the Group has developed 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 the plan or announcing its main features to those affected by it.

The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity.

1c. Significant accounting policies (cont'd)

(s) Provisions (Cont'd)

Provision for restoration and rehabilitation

A provision for restoration and rehabilitation is recognised when there is a present obligation as a result of production activities undertaken, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the provision can be measured reliably. The estimated future obligations include the costs of removing the facilities and restoring the affecting areas.

(t) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Sales revenue comprises sales of goods and services at net invoice values less returns, trade allowances and applicable rebates.

Sale of goods

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

(i) the Group has transferred to the buyer the significant risks and rewards of ownership of the goods;

(ii) the Group retains neither continuing managerial involvement to the degree normally associated with ownership nor effective control over the goods sold;

(iii) the amount of revenue can be measured reliably;

(iv) it is probable that the economic benefits associated with the transaction will flow to the entity; and

(v) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Royalties

Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement.

Royalties determined on a time basis are recognised on a straight-line basis over the period of the agreement. Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying agreement.

Rental income

The Group's policy for recognition of revenue from operating leases is described in note 1c (p).

Interest revenue

Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

(u) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (**GST**) except:

(i) where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or

(ii) for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables. Cash flows are included in the cash flow statement on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority, is classified as operating cash flows.

(v) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the profit/(loss) attributable to equity holders of the Group, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the year, adjusted for bonus elements in ordinary shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

1d. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 1, management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

<u>Impairment of non-current assets</u>

Determining whether non-current assets are impaired requires an estimation of the value in use of the single cash-generating unit to which non-current assets has been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value.

Details of the impairment calculation is provided in Note 15.

Critical judgements in applying the Company's accounting policies

The following are the critical judgements (apart from those involving estimations which are dealt with above), that management has made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

<u>Inventories</u>

Note 9 sets out the categories of inventory carried. The net realisable value of inventories is the estimated selling price in the ordinary course of business less estimated costs to sell which approximates fair value less cost to sell. The key assumptions require the use of management judgement and are reviewed annually.

These key assumptions are the variables affecting the estimated costs to sell and the expected selling price. Any reassessment of cost to sell or selling price in a particular year will affect the cost of goods sold.

<u>Employee benefits</u>

Key assumptions used in the calculation of leave benefit provisions at balance date:

(i) future on-cost rates,
(ii) experience of employee departures and period of service, and
(iii) future increase in wages and salaries.

<u>Useful lives of property, plant and equipment</u>

The Group reviews the estimated useful lives of property, plant and equipment at the end of each annual reporting period. During the financial year, the directors determined that there were no revisions to the useful lives of property, plant and equipment.

1e. Comparative information

Where necessary, comparative amounts have been reclassified and repositioned for consistency with current period disclosures. Further details on the nature and reason for amounts that have been reclassified and repositioned for consistency with current period disclosures, where considered material, are referred to separately in the full year report or notes thereto.

2 Profit for the year

	Consolidated 2014 $'000	2013 $'000
(a) Other expenses		
Profit/(loss) before tax includes the following specific net expenses:		
Cost of sales of goods	292,449	249,116
Inventory:		
Write-down of inventory to net realisable value	232	2,524
Reversal of write-down of inventory	(1,058)	(2)
Amortisation of other intellectual property	70	70
Amortisation of software	182	165
Total amortisation	252	235
Depreciation:		
Buildings	130	123
Leasehold improvements	912	972
Plant and equipment	5,871	8,121
Total depreciation	6,913	9,216
Total depreciation and amortisation	7,165	9,451
Operating lease rental expenses		
Sublease income received	(1,570)	(1,205)
Minimum lease payments	19,288	16,606
	17,718	15,401
Other charges against assets		
Impairment of trade receivables	701	262
Employee benefit expense		
Post employment benefits:		
- defined contribution plans	5,957	5,461
Equity-settled share-based payments	715	750
Termination benefits	35	53
Other employee benefits	75,948	70,404
	82,655	76,668
Restructuring costs		
Termination benefits	-	3,016
Product rationalisation	-	858
Assets write-down	-	424
Onerous lease contracts	569	-
	569	4,298
Finance costs		
Interest and finance charges paid/payable		
- Other persons	1,217	832
Net finance costs are compromised of:		
Interest on bank overdrafts and loans	1,217	832
Total interest expense	1,217	832
(b) Gains and Losses		
Net loss on foreign exchange	(737)	(1,104)
Net loss on disposal of property, plant and equipment	(503)	(35)

	Consolidated 2014 $'000	2013 $'000
3 Revenue and other income		
Revenue from continuing operations		
Sales revenue - sale of goods	352,043	292,383
Other revenue		
Scrap revenue	22,636	17,807
Interest - other	40	64
Total other revenue	22,676	17,871
Other income		
Royalties	184	194
Government grants and dividends	158	214
	342	408
4 Income tax expense		
(a) Reconciliation of income tax benefit to prima facie tax expense/(benefit)		
Profit/(loss) from continuing operations before income tax expense	2,650	(51,707)
Income tax calculated @ 30% (2013:30%)	795	(15,512)
Tax effect of non-assessable / non-deductible items:		
Effect of items that are temporary differences for which deferred tax assets have not been recognised	(1,120)	14,635
Effect of items that are not deductible or taxable in determining taxable profit	259	(694)
Effect on unused tax losses not recognised as deferred tax assets	66	1,571
Income tax benefit	-	-
(b) Tax losses		
Accumulated unused gross tax losses for which no deferred tax asset has been recognised	286,804	286,584
Potential tax benefit @ 30% (2013:30%)	86,041	85,975

All unused tax losses were incurred by Australian entities.

5 Changes in accounting estimates

There were no significant changes in accounting estimates during the Financial Year (2013: none).

6 Segment information

The information reported to the Group's chief operating decision maker for the purposes of resource allocation and assessment of performance is focused on the type of goods supplied, being aluminium products. As such, in 2013 and 2014, the Group operated in one reportable segment under AASB 8.

The acquisition of the OneSteel Aluminium business in 2013 provided an additional distribution channel and had no other impact on the overall business of the Group.

Major Products and Services

The Group produces a wide range of extruded aluminium products and systems. It distributes those manufactured products in addition to a small amount of bought-in products through two distribution channels.

The Group supplies to three market segments through each of its distribution channels:

- Residential - supply of aluminium and other components for windows and doors, showers and wardrobes and security products,
- Commercial - supply of aluminium and other components for windows and doors, internal fit outs and other commercial building related products, and
- Industrial - supply of aluminium extrusions and rolled products for industrial uses.

Management does not report on the revenues from external customers for each of the market segments.

Geographic Information

The Group operates in one geographical area, Australia.

Information About Major Customers

There are no individual major customers who have more than 10% of the Group's revenue in either the Financial Year or the year 2013.

	Consolidated	
	2014 $'000	**2013** $'000
7 Current assets - cash and cash equivalents		
Cash at bank and cash in hand	16,502	14,630
8 Current assets - trade and other receivables		
Trade receivables - at amortised cost	58,736	57,662
Allowance for doubtful debts (i)	(991)	(402)
	57,745	57,260
Other receivables - at amortised cost	649	677
	58,394	57,937
Disclosed in the financial statements as:		
Current trade and other receivables	58,320	57,927
Non-current other receivables	74	10
	58,394	57,937

The average credit period on sales of goods is approximately 57 days (2013: 61 days). No interest is charged on trade receivables.

During both the Financial Year and 2013 the provision has been based on a percentage of the total debt for customers who are subject to formal payment plans or legal action and 1.75% of the 90 day and over balances. The provision for doubtful debts is reviewed each month and necessary adjustments made to the provision. The provision is based on estimated irrecoverable amounts from the sale of goods, determined by reference to past experience and knowledge of customers. Allowances are made for known doubtful debts at the time of appointment of administrators, liquidators or other formal insolvency events.

8 Current assets - trade and other receivables (Cont'd)

Included in the Group's trade receivables are debtors with balances in 61 days and over of $1.775 million (2013: $0.793 million), refer note 31(h). No further amount has been provided for as the Group believes that this past due balance is still considered recoverable. In relation to some of the balances the Group holds personal property securities registrations and/or personal guarantees and/or trade indemnity insurance for 90% of the amount outstanding, after applying the deductible, of certain receivables. The average age of these receivables is 73 days (2013: 83 days). Aging past due but not impaired was calculated based on agreed customers individual terms.

Aging past due but not impaired:

	Consolidated	
	2014	**2013**
	$'000	$'000
1-30 days past due	10,020	9,121
31- 60 days past due	1,432	1,241
61+ days past due	1,095	573
Total	12,547	10,935

Included in the allowance for doubtful debts are individually impaired trade receivables with a balance of $0.681 million (2013: $0.220 million). The impairment recognised represents the difference between the carrying amount of these trade receivables and the present value of the expected proceeds.

	Consolidated	
	2014	**2013**
	$'000	$'000
1-30 days past due	1	-
31- 60 days past due	-	-
61+ days past due	680	220
Total	681	220

(i) Movement in the allowance for doubtful debts.

Balance at beginning of the financial year	(402)	(647)
Amounts written off during the financial year	112	507
Increase in allowance recognised in profit or loss	(701)	(262)
Balance at end of the financial year	(991)	(402)

In determining the recoverability of a trade receivable the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. The Group and Company do not have any significant exposure to any individual customer or counterparty.

Major concentrations of credit risk are in the construction, transport, consumer durable and electrical industries in Australia. Furthermore, the Company has credit insurance cover which requires ongoing management of credit accounts with monthly reports provided to the Insurer. Accordingly, there is no further credit provision required in excess of the allowance for doubtful debts.

	Consolidated	
	2014	**2013**
	$'000	$'000
9 Current assets - inventories		
Raw materials and stores	16,667	11,612
Work in progress	2,158	1,743
Finished goods	63,447	51,636
	82,272	64,991

All inventories are expected to be recovered within 12 months.

	Consolidated	
	2014	**2013**
	$'000	$'000
10 Current assets - prepayments		
Prepayments	1,952	2,103

	Consolidated	
	2014 $'000	2013 $'000
11 Deferred tax assets		
Deferred tax assets	2,857	2,857

The Group has recognised deferred tax assets of $2,857,000 (2013: $2,857,000) (the Company $2,650,000 - 2013: $2,650,000) based upon the forecasted operational performance and more than probable recovery in the shorter term of these prior year losses.

12 Non-current assets - investments

Details of subsidiaries

The financial statements incorporate the assets, liabilities and results of the following subsidiaries:

	Equity Holding		
	2014	2013	Country of incorporation
Entity name	%	%	
Aluminium Extrusion & Distribution Pty Limited [1]	100	100	Australia
Austex Dies Pty Limited	100	100	Australia

[1] *Subsidiary has been granted relief from the necessity to prepare financial reports in accordance with Class Order 98/1418 issued by ASIC. The Company and Aluminium Extrusion & Distribution Pty Limited have entered into a deed of cross guarantee (**Deed**). Refer to note 28.*

13 Related parties

Parent entities

The ultimate parent entity within the Group is Capral Limited.

Equity interests in controlled entities

Interests in controlled entities are set out in Note 12.

Transactions with key management personnel

Refer to Note 37 in relation to securities granted and forfeited during the Financial Year under the Long Term Incentive Plan that include:

- rights granted to Capral's Managing Director, Chief Financial Officer, General Manager, Operations and Company Secretary (who are key management personnel);
- Shares issued to Capral's Managing Director, Chief Financial Officer and Company Secretary (who are key management personnel).

Details of the compensation of, and transactions with, each Director of the Company and key management personnel of the Group are set out in the Directors' Report and in particular, the Remuneration Report.

Mr Phil Jobe (a non-executive director) entered into a consultancy agreement with Capral for an initial term of 12 months, commencing on 15 April 2013, to provide services in relation to Capral's anti-dumping activities with a fixed monthly consulting fee of $20,000 plus GST. This contract was extended until 31 December 2014, however, the monthly fees ceased after April 2014.

Transactions with other related parties

In 2014 as the parent entity in the consolidated entity, the Company has a non-interest bearing loan of $1,100,000 (2013: $nil) advanced from a controlled entity, Austex Dies Pty Limited. The loan is payable on demand. The Company has entered into the following transactions with controlled entities:

- Rental expense of $484,000 (2013: $534,000) – Aluminium Extrusion & Distribution Pty Limited
- Purchase of dies of $3,910,000 (2013: $4,046,000) – Austex Dies Pty Limited

These transactions were conducted on arm's length commercial terms and conditions at market rates.

	Consolidated	
	2014 $'000	**2013** $'000

14 Property, plant and equipment

	2014 $'000	2013 $'000
Freehold land		
At valuation	1,200	1,200
Accumulated depreciation	-	-
Net book amount	1,200	1,200
Buildings		
At valuation	2,887	2,848
Accumulated depreciation	(265)	(135)
Net book amount	2,622	2,713
Leasehold improvements		
At cost	10,751	10,570
Accumulated depreciation	(7,157)	(6,245)
Accumulated impairment	(2,069)	(2,069)
Net book amount	1,525	2,256
Total land and buildings	5,347	6,169
Plant, machinery and equipment		
At cost	213,702	211,890
Accumulated depreciation	(137,034)	(123,419)
Accumulated impairment losses	(40,923)	(48,962)
Net book amount	35,745	39,509
Construction work in progress at cost	1,455	1,411
Net plant, machinery and equipment	37,200	40,920
Total property, plant and equipment - net book value	42,547	47,089

The following useful lives are used in the calculation of depreciation:

Buildings	20-33 Years
Leasehold improvements	5-25 Years
Plant and equipment	3 -25 Years

(i) Valuations of land and building:

An independent valuation of the Group's land and buildings was performed as at 31 December 2012 using Capitalisation and Direct Comparison approaches to determine the fair value of the land and buildings. The valuations, which conform to International Valuation Standards, were determined by reference to recent market transactions on arm's length terms at the time. The fair value of the Land and Buildings is $1,200,000 and $2,700,000 respectively.

14 Property, plant and equipment (cont'd)

(ii) Carrying amounts that would have been recognised if land and buildings were stated at cost:

	Consolidated 2014 $'000	2013 $'000
Freehold land		
At cost	1,750	1,750
Accumulated depreciation	-	-
Net book amount	1,750	1,750
Buildings		
At cost	3,542	3,503
Accumulated depreciation	(457)	(856)
Net book amount	3,085	2,647

Reconciliations

Reconciliations of the carrying amounts of each class of property, plant and equipment at the beginning and end of the current and prior financial year are set out below:

	Freehold land at fair value $'000	Buildings at fair value $'000	Leasehold improvements at cost $'000	Plant and equipment at cost $'000	In course of construction at cost $'000	Total $'000
Consolidated						
2014						
Opening net book amount	1,200	2,713	2,256	39,509	1,411	47,089
Additions	-	40	183	1,656	1,272	3,151
Disposals	-	(1)	(2)	(719)	-	(722)
Transfers	-	-	-	1,170	(1,228)	(58)
Depreciation charge (Note 2(a))	-	(130)	(912)	(5,871)	-	(6,913)
Net book amount at 31 December 2014	**1,200**	**2,622**	**1,525**	**35,745**	**1,455**	**42,547**
2013						
Opening net book amount	1,200	2,699	4,373	81,074	1,953	91,299
Additions	-	63	282	1,760	1,234	3,339
Business acquisition	-	-	544	2,193	79	2,816
Disposals	-	-	(13)	(30)	-	(43)
Transfers	-	74	111	1,644	(1,855)	(26)
Impairment of non-current assets	-	-	(2,069)	(39,011)	-	(41,080)
Depreciation charge (Note 2(a))	-	(123)	(972)	(8,121)	-	(9,216)
Net book amount at 31 December 2013	**1,200**	**2,713**	**2,256**	**39,509**	**1,411**	**47,089**

14 Property, plant and equipment (cont'd)

Impairment of non-current assets
At each reporting date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit (**CGU**) to which that asset belongs. Management views the Group as representing one CGU.

If there is an indication of impairment, the recoverable amount of property, plant & equipment and intangible assets will be determined by reference to a value in use discounted cash flow valuation of the Group, utilising financial forecasts and projections.

Recoverable amount is the higher 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 post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. Cash flows that may result from prior period tax losses are not taken into account. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (CGU) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately.

The result of Impairment assessment as at 31 December 2014
As a result of the non-current assets recoverable amount assessment performed, Capral has determined that no impairment write-down of non-current assets as at 31 December 2014 was necessary (2013: $41,487,000). The recoverable amount of the CGU estimated by management exceeded the carrying amount of assets by $2,430,000 (2013: $1,068,000).

The key assumptions used in preparing the value in use cash flow valuation as at 31 December 2014 are as follows:
The table below shows key assumptions in the value in use calculation as at 31 December 2014 and value of the input to which the key assumption must change in isolation for the estimated recoverable amount to be equal to its carrying value.

	Input to the model	Breakeven input
WACC (Post-tax)	11.73%	12.05%
Average volumes increase 2016-19 p.a.	2.00%	1.95%
Long-term growth rate	2.00%	1.96%

The valuation is based on forecast and projected cash flows for a 5 year period commencing January 2015 with a terminal value being applied at the end of this period. The cash flow assumptions are based on management approved budgets for the period from January 2015 to December 2015. Beyond this date cash flow projections until 31 December 2019 are based on projected volume growth and expected improvements in EBITDA per tonne (refer below). Sales volumes are projected to grow at 2.0% (2013: 2.0%) per annum. This growth rate corresponds with the average long-term growth rate based on external economic sources.

Volumes
In determining assumptions in relation to sales volumes into the commercial and residential/domestic market, Capral have based these on reputable third party long term economic forecast reports with reference to historical performance and seasonal trends. The volume projections estimate the sales volumes at around 64,000 tonnes at the end of the 5 year period.

Margins
In setting price and margin assumptions, historical performance trends and the impact of previous price increases were reviewed in assessing the timing and quantum of future price increases.

Recent history in relation to direct costs and the impact of higher volumes on manufacturing variances were assessed in setting assumptions on absorbed conversion costs.

In forecasting the margin, Management has considered the production capacity of Capral compared to current volumes and concluded that increase in production volumes to satisfy demand expected by independent market predictions can be attained by predominately increasing variable cost with very limited additional fixed cost expenditure. This is reflected in the resultant average EBITDA per tonne increase of 2.08% per annum from 2016 to 2019.

14 Property, plant and equipment (cont'd)

Working Capital and Capital Expenditure
These assumptions were set in light of strategic initiatives and approved capital expenditure, with working capital flexed in relation to the assumed production capacity for volumes throughout the forecast period and historical performance and considering revisions to trading terms with key suppliers and customers.

Discount rate
A discount rate of 11.73% (2013: 12.22%), representing the Company's post-tax weighted average cost of capital has been applied to the cash flow projections. The pre-tax discount rate equivalent to the post-tax discount rate used for the value in use calculation is 16.03% (2013: 15.48%).

Economic Factors
Assumptions including Gross Domestic Production (**GDP**), the Consumer Price Index (**CPI**), expected wage and salary increases, foreign exchange and the future impact of aluminium prices have been made with reference to third party economic forecasts and the Company's strategic plans and budgets.

Prior Period Tax Losses
Cash flows that may result from prior period tax losses are not taken into account in determining the recoverable amount of assets.

15 Intangibles

	Other intellectual property $'000	**Software** $'000	**Total** $'000
Consolidated			
2014			
Cost	15,915	23,401	39,316
Accumulated amortisation	(8,323)	(20,766)	(29,089)
Accumulated impairment losses	(7,562)	(2,470)	(10,032)
Net book value	**30**	**165**	**195**
2013			
Cost	15,915	23,281	39,196
Accumulated amortisation	(8,253)	(20,584)	(28,837)
Accumulated impairment losses	(7,562)	(2,470)	(10,032)
Net book value	**100**	**227**	**327**

Reconciliations

Reconciliations of the carrying amounts of each class of intangibles at the beginning and end of the current Financial Year are set out below:

	Other intellectual property $'000	**Software** $'000	**Total** $'000
Consolidated			
2014			
Opening net book amount	100	227	327
Additions	-	62	62
Disposals	-	-	-
Transfers	-	58	58
Amortisation	(70)	(182)	(252)
Net book amount at 31 December 2014	**30**	**165**	**195**
2013			
Opening net book amount	303	379	682
Additions	-	261	261
Disposals	-	-	-
Transfers	-	26	26
Impairment of non-current assets	(133)	(274)	(407)
Amortisation	(70)	(165)	(235)
Net book amount at 31 December 2013	**100**	**227**	**327**

16 Assets pledged as security

In accordance with the security arrangements of liabilities disclosed in Note 25 below, all assets of the Group have been pledged as security. The holder of the security does not have the right to sell or repledge the assets other than in the event of default under the principal finance agreement where the security is enforced.

17 Current liabilities - payables

	Consolidated 2014 $'000	Consolidated 2013 $'000
Trade payables (i)	64,826	50,303
Goods and services tax payable	980	1,318
Other payables (ii)	10,678	10,775
	76,484	62,396

(i) The average credit period on purchases is 60 days from the end of the month (2013:45 days). No interest is charged on the trade payables. The Group has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

(ii) Includes an accrual for onerous lease contracts of $569,000 arising as part of a restructuring of the business during the Financial Year.

18 Borrowings

	Consolidated 2014 $'000	Consolidated 2013 $'000
Unsecured - at amortised cost		
Current		
Loans from other entities	48	48
	48	48
Disclosed in the financial statements as:		
Current borrowings	48	48
	48	48

19 Provisions

	Consolidated 2014 $'000	Consolidated 2013 $'000
Current		
Employee benefits[4]	10,293	9,888
Make good on leased assets[1]	228	326
Restructuring and termination costs[5]	-	2,884
Other[2]	570	120
	11,091	13,218
Non-current		
Employee benefits	1,918	1,685
Make good on leased assets[1]	2,019	1,628
Other[3]	1,429	1,303
	5,366	4,616

[1] Provision for make good on leased assets comprises obligations relating to site closure and other costs associated with operating lease rental properties.
[2] Other current provisions include provisions for customer claims including metal returns net of scrap and pricing adjustments.
[3] Other non-current provisions include amounts relating to the straight-lining of fixed rate increases in rental payments.
[4] The current provision for employee benefits includes $925,000 of annual leave entitlements accrued but not expected to be taken within 12 months (2013: $829,000).
[5] The provision for restructuring costs represents the present value of management's best estimate of the costs directly and necessarily caused by the restructuring that are not associated with the ongoing activities of the Group, including termination benefits.

19. Provisions (Cont'd)

Consolidated

Movements in carrying amounts	Make good on leased assets $'000	Other $'000	Restructuring and termination costs $'000	Total $'000
Carrying value at the beginning of the financial year	1,954	1,423	2,884	6,261
Additional amounts provided	293	576	-	869
Utilised	-	-	(2,884)	(2,884)
Carrying value at the end of the financial year	2,247	1,999	-	4,246

	Consolidated 2014 $'000	2013 $'000
20 Deferred income - current		
Deferred government grants	-	155
Deferred income – other	214	347
	214	502

	2014 No. 000	2013 No. 000	2014 $'000	2013 $'000
21 Issued capital				
(a) Share capital				
Ordinary shares: fully paid	474,685	473,258	425,744	425,430

Changes to the then Corporations Law abolished the authorised capital and par value concept in relation to the share capital from 1 July 1998. Therefore, the Company does not have a limited amount of authorised capital and issued shares do not have a par value.

(b) Movement in ordinary share capital

Date	Details	Number of shares	Issue Price	$'000
January 2013	Balance at the beginning of the financial year	387,898,255	-	410,476
April 2013	Issue of shares on conversion from performance rights	6,860,000	-	1,166
September 2013	Proceeds from the share placement issue	53,334,756	18c	9,600
October 2013	Proceeds from the share placement issue	25,165,244	18c	4,530
	Share issue costs	-	-	(342)
December 2013	Balance at the end of the financial year	473,258,255	-	425,430
January 2014	Balance at the beginning of the financial year	473,258,255	-	425,430
March 2014	Issue of shares on conversion from performance rights	1,426,322	-	314
December 2014	Balance at the end of the financial year	474,684,577	-	425,744

	Consolidated 2014 $'000	2013 $'000
22 Reserves and accumulated losses		
Asset revaluation reserve	221	221
Equity-settled compensation reserve	9,172	8,789
	9,393	9,010
Accumulated losses	(322,269)	(324,919)
	(312,876)	(315,909)

22. Reserves and accumulated losses (Cont'd)

	Consolidated	
	2014 $'000	2013 $'000
22 (a) Movements in reserves were:		
Equity-settled compensation reserve		
Balance at the beginning of the financial year	8,789	9,205
Vested rights converted to shares	(332)	(1,166)
Expense recognised	715	750
Balance at the end of the financial year	9,172	8,789
Asset revaluation reserve		
Balance at the beginning of the financial year	221	221
Revaluation increase	-	-
Balance at the end of the financial year	221	221
22 (b) Accumulated losses		
Balance at the beginning of the financial year	(324,919)	(273,212)
Net profit/(loss) attributable to members of Capral	2,650	(51,707)
Balance at the end of the financial year	(322,269)	(324,919)
23 Dividends		
Ordinary shares: Nil (2013:Nil)	-	-
Franking credits		
Franking credits available for subsequent financial years based on a tax rate of 30% (2013:30%)	27,105	27,105

24 Earnings/(loss) per share

	2014 cents per share	2013 cents per share
Basic and diluted earnings/(loss) per share	0.6	(12.5)

Profit used in the calculation of basic and diluted earnings per share for 2014 was $2,650,000 (2013: loss $51,707,000). The weighted average numbers of ordinary shares on issue used in the calculation of basic and diluted earnings per share were 474,444,014 and 485,723,469 respectively (2013: 413,552,536 used in both calculations). The difference between the weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share for 2014 of 11,279,455 (2013: 0) results from the shares deemed to be issued for no consideration in respect of performance rights.

There are 4,300,000 options (2013: 34,262,224 performance rights and options), with the potential to dilute future earnings at the end of the Financial Year. As at balance date, these potential and contingently issuable shares are not dilutive and are therefore excluded from the weighted average number of ordinary shares for the purposes of diluted earnings per share.

	Consolidated	
	2014 $'000	2013 $'000
25 Stand by arrangement and credit facilities		
Secured bank loan facilities with various maturing dates through to 2014.		
Amount used	-	-
Amount unused	90,000	84,382
Total available facilities	90,000	84,382

The Company renewed existing arrangements with GE Commercial Corporation (Australia) Pty Ltd (**GE**), with a facility of up to $90,000,000 on 1 July 2014. The term of this facility ends on 30 June 2017. The facility is fully secured and consists of the following:

1. A $60,000,000 revolver facility for a term of 3 years. The revolver facility is a receivables purchase facility whereby the consolidated entity has agreed to sell its receivables to the financier, in return for funding, based on the level of the receivables balance in the revolving account available to be drawn, contingent on the consolidated entity meeting its obligations set out in the facility agreement.

25. Stand by arrangement and credit facilities (Cont'd)

2. Up to $30,000,000 term loan facility for a term of 3 years.

On 26 September 2013, Austex Dies Pty Limited (a fully owned subsidiary of the Company) cancelled the Overdraft Facility with the Australia and New Zealand Banking Group Limited of up to $400,000.

	Consolidated	
	2014 $'000	2013 $'000
26 Commitments for expenditure - capital		
Commitments for the acquisition of plant and equipment contracted for at the reporting date but not recognised as liabilities payable:		
Within one year	639	503
27 Commitments for expenditure - operating leases		
Commitments for minimum lease payments in relation to non-cancellable operating leases for office and plant premises are payable as follows:		
Within one year	18,224	19,361
Later than one year but not later than five years	48,197	53,529
Later than five years	36,606	45,200
	103,027	118,090

Operating leases relate to warehouse facilities with lease terms of between 2 to 5 years, with options to extend for a further 5 years. The Group does not have an option to purchase the leased asset at the expiry of the lease period.

Non-cancellable operating lease receivable		
Within one year	1,532	986
Later than one year but not later than five years	5,403	56
Later than five years	-	-
	6,935	1,042

Operating lease receivables relate to the sublease of warehouse and office facilities with lease term of 5 years, with an option to extend for a further term of around 5 years.

28 Deed of Cross Guarantee

Pursuant to ASIC Class Order 98/1418, the wholly owned subsidiary, Aluminium Extrusion and Distribution Pty Limited (**AED**) is relieved from the Corporations Act 2001 requirement for the preparation, audit and lodgement of financial reports.

It is a condition of that class order that the Company and AED enter into a Deed of Cross Guarantee (**Deed**). Under the Deed the Company guarantees the payment of all debts of AED in full, in the event of a winding up. AED in turn has guaranteed the payment of the debts of the Company in full in the event that it is wound up.

28 Deed of Cross Guarantee (Cont'd)

For the 2014 and 2013 financial years, the closed group represents the Company and its wholly owned Australian subsidiaries (except for Austex Dies Pty Limited).

	Closed Group 2014 $'000	Closed Group 2013 $'000
Statement of profit or loss and comprehensive income		
Revenue	373,670	309,286
Other income	331	402
Bargain purchase gain	-	3,126
Changes in inventories of finished goods and work in progress	12,107	8,733
Raw materials and consumables used	(224,933)	(180,220)
Employee benefits expense	(80,582)	(74,369)
Depreciation and amortisation expense	(6,953)	(9,237)
Impairment loss	-	(41,487)
Finance costs	(1,217)	(831)
Freight expense	(11,123)	(8,806)
Occupancy costs	(17,493)	(15,179)
Repairs and maintenance expense	(6,122)	(5,791)
Restructuring costs	(569)	(4,298)
Other expenses	(35,074)	(33,537)
Profit/(loss) before income tax	2,042	(52,208)
Income tax (expense)/benefit	-	-
Profit/(loss) for the year	2,042	(52,208)
Other comprehensive profit for the year (net of tax)		
Revaluation increase	-	-
Total comprehensive profit for the year	2,042	(52,208)
Summary of movements in accumulated losses		
Accumulated losses at the beginning of the year	(325,849)	(273,641)
Profit for the year	2,042	(52,208)
Accumulated losses at the end of the year	(323,807)	(325,849)

28 Deed of Cross Guarantee (cont'd)

	Closed Group 2014 $'000	Closed Group 2013 $'000
Statement of financial position		
Current assets		
Cash and cash equivalents	15,951	14,020
Trade and other receivables	58,075	57,538
Inventories	82,222	64,732
Other financial assets	1,352	367
Prepayments	2,149	2,273
Total current assets	159,749	138,930
Non current assets		
Other receivables	74	10
Deferred tax assets	2,650	2,650
Investment in subsidiary	1,100	1,100
Property, plant and equipment	42,135	46,475
Other intangible assets	195	327
Total non current assets	46,154	50,562
Total assets	205,903	189,492
LIABILITIES		
Current liabilities		
Trade and other payables	78,174	62,832
Borrowings	48	48
Provisions	10,771	12,903
Deferred income	214	502
Total current liabilities	89,207	76,285
Non current liabilities		
Provisions	5,366	4,616
Total non current liabilities	5,366	4,616
Total liabilities	94,573	80,901
NET ASSETS	111,330	108,591
EQUITY		
Issued capital	425,744	425,430
Reserves	9,393	9,010
Accumulated losses	(323,807)	(325,849)
TOTAL EQUITY	111,330	108,591

29 Business combinations

Capral acquired certain assets and liabilities of the OneSteel Aluminium business from OneSteel Trading Pty Ltd on 1 October 2013 for a total consideration of $18,701,000.

	Consolidated	
	2014 $'000	**2013** $'000
Consideration		
Cash	-	15,851
Deferred payment (payable on 29 January 2014)	-	2,850
Total consideration	-	18,701

Acquisition-related costs amounting to $600,000 have been excluded from the consideration transferred. Further cost relating to the integration of the acquired business for the 2013 financial year was $738,000. Both these had been recognised as an expense in the period, within the 'Other expenses' line item in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

29 Business combinations (Cont'd)

	Consolidated 2014 $'000	2013 $'000
Fair value of assets acquired and liabilities assumed at the date of acquisition		
Current assets		
Inventories	-	20,151
Non-current assets		
Fixed assets	-	2,816
Current liabilities		
Employee benefits	-	(934)
Provision for lease make good	-	(176)
Provision other	-	(30)
Total	-	21,827

	Consolidated 2014 $'000	2013 $'000
Bargain purchase gain		
Consideration	-	18,701
Less: fair value of identifiable net assets acquired	-	(21,827)
Bargain purchase gain	-	(3,126)

	Consolidated 2014 $'000	2013 $'000
Net cash outflow on acquisition of a business		
Consideration paid in cash[1]	2,850	15,851
Net cash outflow on acquisition of a business	2,850	15,851

[1] cash paid for the acquisition made in October 2013.

Impact of acquisition on the results of the Group

Due to the integration of the acquired business, it is not possible to specifically identify the profit (2013: profit $221,000) or revenue (2013: $20,513,000) in the Financial Year in respect of the acquired business.

Had the business combination been effected at 1 January 2013, the revenue of the Group in 2013 would have been $364,116,000 and the loss for the year in 2013 would have been $50,495,000.

30 Fair value measurement

Some of the Group's assets and liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these assets and liabilities are determined (in particular, valuation technique(s) and input(s) used).

Assets / liabilities	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable input(s)
	31/12/14	31/12/13				
Foreign currency forward contracts (see note 31(f))	Assets – $1,234,000[1] Liabilities – nil	Assets – $254,000[1] Liabilities – nil	Level 2	Discounted cash flow. Future cash flows are estimated based on forward exchange rate (from observable forward exchange rates at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risks of various counterparties.	n/a	n/a
Land and buildings	Land – $1,200,000 Buildings – $2,622,000	Land – $1,200,000 Buildings – $2,713,000	Level 3	Capitalisation and Direct Comparison approaches.	Comparable market net rental and comparable market sales transactions.	The higher the comparable market net rental amount and the higher the comparable market sales transactions, the higher the fair value.

1 presented under Other Financial Assets.

31 Financial instruments

(a) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The Group's overall strategy remains unchanged from 2013.

The capital structure of the Group consists of debt, as disclosed in Note 25, cash and cash equivalents, and equity holders of the parent, comprising issued capital, reserves and accumulated losses, as disclosed in Notes 7, 21 and 22 respectively. The Directors review the capital structure on a regular basis, and at least annually. As a part of this review the Directors consider the cost of capital and the risks associated with each class of capital. Based on the determinations of the Directors, the Group will balance its overall capital structure through the payment of dividends, new share issues and share buy-backs as well as the issue of new debt or the redemption of existing debt.

The Group prepares monthly management accounts, comprising Balance Sheet, Profit and Loss Statement and Cash Flow Statement updates for the current financial year and the current year forecast. The forecast is used to monitor the Group's capital structure and future capital requirements, taking into account future capital requirements and market conditions.

The Group complied with its borrowing financial covenants under its current facility detailed in Note 25 as at 31 December 2014 as follows:

Covenants 2014	Actual	Limit/Covenant	Headroom
Net Tangible Worth ($'000)	108,907	Greater than 45,000	63,907
Capital Expenditure to Dec 14 ($'000)	2,534	Less than 6,600	4,066
Fixed Charge Coverage Ratio (ratio)	4.03	Greater than 1.1:1	2.93

The Group complied with its borrowing financial covenants under its facility detailed in Note 25 as at 31 December 2013 as follows:

Covenants 2013	Actual	Limit/Covenant	Headroom
Net Tangible Worth ($'000)	105,340	Greater than 45,000	60,340
Capital Expenditure to Dec 13 ($'000)	2,828	Less than 6,600	3,772
Fixed Charge Coverage Ratio (ratio)	2.95	Greater than 1.1:1	1.85

31 Financial instruments (cont'd)

(b) Significant accounting policies

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 1(c).

(c) Categories of financial instruments

	Consolidated 2014 $'000	2013 $'000
Financial Assets		
Loans and receivables (including cash and cash equivalents)	74,896	72,567
Other financial assets[1]	1,352	367
Financial Liabilities		
Amortised cost	76,532	62,444

[1] Includes mark-to-market revaluation of foreign currency forward contracts $1,234,000 (2013: $254,000) and capitalised borrowing costs $118,000 (2013: $113,000).

(d) Financial risk management objectives

The Group's treasury function monitors and manages the financial risks relating to the operations of the Group through internal risk reports. These risks include market risk (including currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. These risks are analysed below.

(e) Market risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates (refer note 31(f)) and interest rates (refer note 31(g)). From time to time, the Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign currency risk, including foreign exchange forward contracts to hedge the exchange rate risk arising on the purchase of aluminium log and rolled product from overseas in US dollars.

At a Group and Company level, market risk exposures are measured using a sensitivity analysis. There has been no material change to the Group's exposure to market risks or the manner in which it manages and measures the risk during the Financial Year.

(f) Foreign currency risk management

The Group undertakes certain transactions in foreign currencies, resulting in exposures to exchange rate fluctuations. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts. It is the policy of the Group to enter into forward foreign exchange contracts from time to time to manage any material risk associated with anticipated foreign currency sales and purchase transactions.

The carrying amount of the Group's and Company's foreign currency denominated monetary assets and monetary liabilities at the reporting date is as follows:

	Consolidated 2014 $'000	2013 $'000
GBP (trade payables)	(1)	-
USD (trade payables)	(21,201)	(5,784)
NZD (trade payables)	-	(2)
EURO (trade receivables)	126	285
GBP (trade receivables)	-	19
USD (trade receivables)	1,539	977

31 Financial instruments (cont'd)

(f) Foreign currency risk management (cont'd)

Foreign currency sensitivity

The Group is exposed to Euros, GBP and USD (2013: Euros, GBP, USD and NZD).

In order to mitigate foreign currency risk at reporting date, the Group entered into foreign exchange forward contracts. The Group's exposure to foreign exchange rate fluctuations was primarily limited to trade payables and trade receivables outstanding at reporting date denominated in currencies other than Australian dollar (**AUD**). The total value of trade payables denominated in currencies other than the AUD at reporting date was $21,202,000 (2013: $5,786,000). The total value of trade receivables denominated in currencies other than the AUD at reporting date was $1,665,000 (2013: $1,281,000).

The following table details the Group's sensitivity to a 10% increase and decrease in the AUD against the relevant foreign currency. 10% represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis includes only foreign currency denominated monetary items outstanding at 31 December 2014 and 31 December 2013 and adjusts their translation at the period end for a 10% change in foreign currency rates. A positive number indicates an increase in profit.

	Consolidated	
	2014	**2013**
	$'000	$'000
Profit or loss (after tax)		
- AUD strengthens by 10%	1,954	451
- AUD weakens by 10%	(1,954)	(451)

Forward foreign exchange contracts

It is the policy of the Group to enter into forward foreign exchange contracts to cover specific material foreign currency payments and receipts.

The following table details the forward foreign currency (FC) contracts outstanding at the end of the reporting period:

Outstanding contracts	Foreign currency		Fair value	
	31/12/14	31/12/13	31/12/14	31/12/13
	FC$'000	FC$'000	$'000	$'000
			Gain/(Loss)	Gain/(Loss)
Buy EURO	358	199	2	13
Buy USD	20,357	5,659	1,232	241

(g) Interest rate risk management

The Group interest rate risk arises from borrowings, cash and derivatives.

The Group is exposed to interest rate risk as the Group borrows funds at floating interest rates. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetite, ensuring optimal hedging strategies are applied, by either positioning the balance sheet or protecting interest expense through different interest rate cycles. The Group's exposure to interest rate risk at the reporting date was considered insignificant and as a result the Group did not enter into interest rate options.

The Group's exposures to interest rates on financial assets and financial liabilities are detailed below.

31 Financial instruments (cont'd)

(g) Interest rate risk management (cont'd)

Interest rate sensitivity

The sensitivity analysis below shows the effect on profit or loss after tax for the Financial Year if there is a change in interest rates with all other variables held constant. This is determined by applying the change in interest rates to both derivative and non-derivative instruments at the reporting date that have an exposure to interest rate changes. A 50 basis point (0.5%) increase and a 50 basis point (0.5%) decrease represents management's assessment of the possible change in interest rates (2013: 50bp or 0.5% increase and 50bp or 0.5% decrease). A positive number indicates an increase in profit.

	Consolidated	
	2014	**2013**
	$'000	$'000
Profit or loss (after tax)		
Impact of a 50bp (2013: 50bp) increase in AUD interest rates		
- Cash and cash equivalents	58	51
- Floating rate debt	-	-
Impact of a 50bp (2013: 50bp) decrease in AUD interest rates		
- Cash and cash equivalents	(58)	(51)
- Floating rate debt	-	-

(h) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has exposures to credit risk on cash and cash equivalents, receivables and derivative financial assets. The credit risk on financial assets of the Group which have been recognised on the statement of financial position, other than investments in shares, is generally the carrying amount, net of any allowances for doubtful debts.

The Group does not have any significant exposure to any individual customer or counterparty. Major concentrations of credit risk are in the construction, transport, consumer durable and electrical industries in Australia. The Company has credit insurance cover which requires ongoing management of credit accounts with monthly reports provided to the Insurer. Experienced credit management and associated internal policies ensure constant monitoring of the credit risk for the Company.

There is no concentration of credit risk with respect to receivables as the Group has a large number of customers.

The ageing of trade receivables is detailed below:

	Consolidated	
	2014	**2013**
	$'000	$'000
Current	45,509	46,507
1-30 days	10,020	9,121
31-60 days	1,432	1,241
60+ days	1,775	793
	58,736	**57,662**

31 Financial instruments (cont'd)

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, who ensure there is an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate banking facilities and reserve borrowing facilities, complying with covenants, monitoring forecast and actual cash flows, and matching the maturity profiles of financial assets and liabilities. Included in Note 25 is a list of additional undrawn facilities that the Group has at its disposal to further reduce liquidity risk.

Liquidity and interest risk tables

Financial assets are made up of cash of $16,502,000 (2013: 14,630,000) and trade and other receivables of $58,394,000 (2013: $57,937,000). Cash is liquid and trade and other receivables are expected to be realised on average within 57 days (2013: 61 days). Cash balances earn 1.4% interest per annum (2013: 1.6%). Trade and other receivables are interest-free.

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities. The table has been prepared based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows. The contractual maturity is a fair representation of management's expectations of actual repayments.

	Weighted average effective interest rate %	Less than 1 year $'000	1-3 years $'000	3 - 5 years $'000	Greater than 5 years $'000
Consolidated					
2014					
Trade and other payables		76,484	-	-	-
Floating rate debt	4.71%	-	-	-	-
		76,484	-	-	-
2013					
Trade and other payables		62,396	-	-	-
Floating rate debt	4.79%	-	-	-	-
		62,396	-	-	-

(j) Fair value of financial instruments

The fair values of financial assets, financial liabilities and derivative instruments are determined as follows:

(i) the fair value of financial assets and financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on the discounted cash flow analysis using prices from observable market data; and

(ii) the fair value of derivative instruments are calculated using quoted prices. Where such prices are not available, the discounted cash flow analysis is employed using observable market data for non-option derivatives. For option derivatives, option pricing models are used with key inputs sourced from observable market data.

The Directors consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the financial statements approximate their fair values.

32 Contingent liabilities

Claims and possible claims, indeterminable in amount, have arisen in the ordinary course of business against entities in the consolidated entity. The Company has fully provided for all known and determinable claims. Based on legal advice obtained, the Directors believe that any resulting liability will not materially affect the financial position of the consolidated entity.

The Company's bankers have granted guarantees in respect of rental obligations on lease commitments, use of utilities infrastructure, international trade facilities and corporate credit cards. At 31 December 2014 these guarantees totalled $16,327,934 (2013: $13,098,171).

33 Remuneration of auditors

	Consolidated	
	2014 $	**2013** $
During the year the auditor of the parent entity and its related practices earned the following remuneration:		
Auditor of the parent entity		
Audit or review of financial reports of the entity or any entity in the consolidated entity	374,300	365,000
Other non-audit services		
- tax compliance	57,328	184,417
- corporate finance services	-	84,000
- accounting advice	-	15,000
Total remuneration	431,628	648,417

It is the Group's policy to employ the Company's auditors, Deloitte Touche Tohmatsu, on assignments additional to their statutory duties where their expertise and experience is considered invaluable to the assignment.

34 Events after reporting date

No matter or circumstance has arisen since the end of the Financial Year that has significantly affected, or may significantly affect the Group's operations, the results of those operations or the Group’s state of affairs in future financial years.

35 Notes to the cash flow statement

(i) Reconciliation of cash and cash equivalents

	Consolidated 2014 $'000	2013 $'000
Reconciliation of cash and cash equivalents For the purposes of the Cash Flow Statement, cash and cash equivalents includes cash on hand and at bank and short term deposits at call net of bank overdrafts. Cash as at the end of the financial year as shown in the Cash Flow Statement is reconciled to the related items in the Balance Sheet as follows:		
Cash at bank and on hand	16,502	14,630
	16,502	14,630

(ii) Reconciliation of loss for the year to net cash flows from operating activities

	2014	2013
Profit/(loss) for the year	2,650	(51,707)
Non-cash items:		
Depreciation and amortisation of non-current assets	7,165	9,451
Impairment of non-current assets	-	41,487
Loss on sale of property, plant and equipment	503	35
Bargain purchase gain	-	(3,126)
Share-based payments expense	715	750
Interest expense accrued but not paid	84	82
Interest income reclassified to investing activities	(40)	(64)
Change in assets and liabilities:		
Increase in current receivables	(393)	(11,607)
Increase in financial assets	(1,069)	(333)
(Increase)/decrease in inventories	(17,281)	6,521
Decrease in prepayments	133	212
(Increase)/decrease in non-current receivables	(64)	78
Increase in trade and other payables	16,938	5,917
Increase/(decrease) in employee benefit provisions	638	(494)
(Decrease)/increase in other provisions	(2,015)	3,412
Decrease in deferred income	(288)	(144)
Net cash provided by operating activities	7,676	470

(iii) Details of finance facilities are included in note 25 to the financial statements.

(iv) Non-cash financing activities

There were no non-cash financing activities during the Financial Year and the 2013 year.

36 Parent entity disclosures

	Company	
	2014	**2013**
	$'000	$'000
Financial Position		
Assets		
Current assets - third parties	160,963	139,972
Non-current assets	41,316	45,242
Total assets	202,279	185,214
Liabilities		
Current liabilities - third parties	87,696	75,818
Current liabilities - controlled entities	2,168	1,684
Non-current liabilities – controlled entities	1,100	-
Non-current liabilities – third parties	5,354	4,490
Total liabilities	96,318	81,992
Equity		
Issued capital	425,744	425,430
Accumulated losses	(328,955)	(330,997)
Reserves		
Equity-settled compensation reserve	9,172	8,789
Total Equity	105,961	103,222
Financial Performance		
Profit/(loss) for the year	2,042	(48,789)
Other comprehensive income	-	-
Total comprehensive profit/(loss)	2,042	(48,789)
Guarantees entered into by the parent entity in relation to the debts of its subsidiaries		
Deed of cross guarantee - refer Note 28	-	-
Contingent liabilities of the parent entity		
Refer note 32		
Commitments for the acquisition of property, plant and equipment by the parent entity		
Commitments for the acquisition of property, plant and equipment by the parent entity Within one year	639	503

37 Share-based payments

Performance Share Rights

Executive and Senior Management

Refer to section 2 of the Remuneration Report for details of rights issued under the Long Term Incentive Plan.

The following share-based payment arrangements were in existence during the current reporting period:

Performance right series (LTIP)	Number as at 31 Dec 14	Grant date	Expiry Date	Exercise price $	Fair value at grant date $
Issued 14 March 2012[1]	1,230,348	14/03/2012	31/12/2014	-	0.11
Issued 14 March 2012[1]	615,173	14/03/2012	31/12/2014	-	0.17
Issued 8 March 2013[2]	1,414,907	08/03/2013	31/12/2015	-	0.17
Issued 8 March 2013[2]	707,457	08/03/2013	31/12/2015	-	0.24
Issued 8 March 2013[2]	707,453	08/03/2013	31/12/2015	-	0.24
Issued 7 March 2014[3]	1,860,000	07/03/2014	31/12/2016	-	0.11
Issued 7 March 2014[3]	930,000	07/03/2014	31/12/2016	-	0.15
Issued 7 March 2014[3]	930,000	07/03/2014	31/12/2016	-	0.15
Issued 7 March 2014[3]	930,000	07/03/2014	31/12/2016	-	0.15

1 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2012 have an average vesting date of 1 March 2015.

2 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2013 have an average vesting date of 1 March 2016.

3 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2014 have an average vesting date of 1 March 2017.

The following share-based payment arrangements were in existence during the comparative reporting period:

Performance right series (LTIP)	Number as at 31 Dec 13	Grant date	Expiry Date	Exercise price $	Fair value at grant date $
Issued 26 March 2009[1]	250,000	26/03/2009	31/12/2013	-	0.75
Issued 22 March 2011[2]	845,023	22/03/2011	31/12/2013	-	0.24
Issued 14 June 2011[3]	160,000	14/06/2011	31/12/2013	-	0.22
Issued 14 March 2012[4]	1,230,348	14/03/2012	31/12/2014	-	0.11
Issued 14 March 2012[4]	615,173	14/03/2012	31/12/2014	-	0.17
Issued 8 March 2013[5]	1,414,907	08/03/2013	31/12/2015	-	0.17
Issued 8 March 2013[5]	707,457	08/03/2013	31/12/2015	-	0.24
Issued 8 March 2013[5]	707,453	08/03/2013	31/12/2015	-	0.24

1 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2009 have an average vesting date of 13 April 2011. Lapsed on 1 January 2014.

2 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2011 have an average vesting date of 1 March 2014.

3 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2011 have an average vesting date of 1 March 2014.

4 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2012 have an average vesting date of 1 March 2015.

5 In accordance with the terms of the LTIP arrangement, performance rights issued during the financial year ended 31 December 2013 have an average vesting date of 1 March 2016.

37 Share-based payments (cont'd)

Inputs into the model	**Performance Rights (LTIP)** **07 March 2014**	**08 March 2013**	**14 March 2012**	**14 June 2011**	**22 March 2011**
Grant date	7/03/2014	8/03/2013	14/03/2012	14/06/2011	22/03/2011
Dividend yield	0%	0%	0%	3.5%	3.3%
Risk free yield	2.93%	2.93%	3.65%	4.81%	4.96%
Expected volatility	55%	60%	50%	60%	60%
Last testing date	31/12/2016	31/12/2015	31/12/2014	31/12/2013	31/12/2013
Exercise price	n.a	n.a	n.a	n.a	n.a
Share price at grant date	$0.15	$0.235	$0.17	$0.285	$0.30
Performance right life	3 years	3 years	3 years	2.7 years	2.9 years

Current Managing Director

During the Financial Year, 2,000,000 rights were issued to Mr A. Dragicevich. 800,000 rights granted to Mr A. Dragicevich in March 2013 vested and converted to Capral's ordinary shares on 4 March 2014 on a 1 for 1 basis.

During the comparative financial year, 2,000,000 rights were issued to Mr A. Dragicevich prior to his appointment as Managing Director.

These rights were issued subject to the achievement of performance conditions and have been independently valued as follows:

Share rights	**Number as at 31 Dec 14**	**Grant date**	**Expiry Date**	**Exercise price $**	**Fair value at grant date $**
Issued 04 March 2013[1]	800,000	04/03/2013	04/03/2015	-	$0.133
Issued 04 March 2013[1]	200,000	04/03/2013	04/03/2015	-	$0.220
Issued 16 April 2014[2]	700,000	16/04/2014	01/03/2015	-	$0.094
Issued 16 April 2014[2]	300,000	16/04/2014	01/03/2015	-	$0.155
Issued 16 April 2014[3]	700,000	16/04/2014	01/03/2016	-	$0.106
Issued 16 April 2014[3]	300,000	16/04/2014	01/03/2016	-	$0.155

1 In accordance with the terms of the LTIP arrangement, performance rights issued during the Financial Year have an average vesting date of 04 March 2015.
2 In accordance with the terms of the LTIP arrangement, performance rights issued during the Financial Year have an average vesting date of 01 March 2015.
3 In accordance with the terms of the LTIP arrangement, performance rights issued during the Financial Year have an average vesting date of 01 March 2016.

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Inputs into the model	**16 April 2014**	**04 March 2013**
Grant date	16/4/2014	4/3/2013
Dividend yield	0%	0%
Risk free yield – Tranche 1	2.59%	2.66%
Risk free yield – Tranche 2	2.79%	2.64%
Expected volatility	55%	60%
Last testing date – Tranche 1	31/12/2014	31/12/2013
Last testing date – Tranche 2	31/12/2015	31/12/2014
Exercise price	n.a	n.a
Share price at grant date	$0.155	$0.220
Performance right life – Tranche 1	1 year	1 year
Performance right life – Tranche 2	1 year	1 year

Previous Managing Director

During the comparative year, 6,860,000 performance rights granted in April 2012 to Mr P. Jobe, the previous Managing Director, vested and converted to Capral's ordinary shares on 16 April 2013 on a 1 for 1 basis.

37 Share-based payments (cont'd)

Options

Executive and Senior Management

No options to acquire ordinary shares were granted under LTIP in the Financial Year or 2013. All of the 2,231,863 options issued under 2010 LTIP award expired on 16 October 2014. No options remain unexercised at the end of the Financial Year (2013: 2,231,863).

The following share-based payment arrangements were in existence at the end of the comparative reporting period:

Options (LTIP)	Number (Post Consolidation)	Grant date	Expiry Date	Exercise price $ (Post Consolidation)	Fair value at grant date $ (Post Consolidation)
Issued 16 October 2009[1]	1,231,863	16/10/2009	16/10/2014	0.25	0.29
Issued 16 October 2009[2]	500,000	16/10/2009	16/10/2014	0.40	0.26
Issued 16 October 2009[2]	500,000	16/10/2009	16/10/2014	0.60	0.23

1 In accordance with the terms of the LTIP arrangement, these options have a vesting date of 16 October 2011.
2 In accordance with the terms of the LTIP arrangement, these options have a vesting date of 16 October 2012.

Inputs into the model		Options (LTIP) 16 October 2009	
	Tranche 1	Tranche 2	Tranche 3
Grant date	16/10/2009	16/10/2009	16/10/2009
Dividend yield	0%	0%	0%
Risk free yield	5.08%	5.16%	5.16%
Expected volatility	80%	80%	80%
Expiry date	16/10/2014	16/10/2014	16/10/2014
Exercise price	$0.250	$0.400	$0.600
Share price at grant date	$0.42	$0.42	$0.42
Option life	5.0 years	5.0 years	5.0 years

37 Share-based payments (cont'd)

Managing Director

During 2014, no options were issued to the Managing Director (2013: nil).

In the 2009 financial year, Capral granted to the previous Managing Director, Mr Phil Jobe, 24,300,000 options (post consolidation) to acquire Capral shares. 20,000,000 of these options expired on 16 October 2014. The remaining 4,300,000 options were in existence at the end of the Financial Year, as detailed below:

Options (Managing Director)	Number (Post Consolidation)	Grant date	Expiry Date	Exercise price $ (Post Consolidation)	Fair value at grant date $ (Post Consolidation)
Issued 24 April 2009[1]	1,433,333	24/04/2009	20/04/2016	0.50	0.52
Issued 24 April 2009[1]	1,433,333	24/04/2009	20/04/2016	0.50	0.54
Issued 24 April 2009[1]	1,433,334	24/04/2009	20/04/2016	0.50	0.54

1 In accordance with the terms of the Managing Director's employment contract, options issued during the financial year ended 31 December 2009 have vesting dates between 20 April 2009 and 20 April 2012.

Outlined below are the inputs to the model used for calculating the fair value of the equity-settled options granted to the previous Managing Director:

	Options (Previous Managing Director) 24 April 2009		
Inputs into the model	Tranche 1	Tranche 2	Tranche 3
Grant date	24/4/2009	24/4/2009	24/4/2009
Dividend yield	0%	0%	0%
Risk free yield	3.66%	3.87%	4.05%
Expected volatility	75%	70%	65%
Last exercise date	20/04/2016	20/04/2016	20/04/2016
Exercise Price	$0.500	$0.500	$0.500
Share price at grant date (pre consolidation)	$0.080	$0.080	$0.080
Share price at grant date (post consolidation)	$0.800	$0.800	$0.800
Option life	7.0 years	7.0 years	7.0 years

Expected volatility reflects the assumption that historical volatility is indicative of future trends, which may not be the actual outcome.

The following tables reconcile the outstanding securities granted to the current and previous Managing Directors, and senior management at the beginning and end of the Financial Year:

	2014		2013	
Options	Number of share options	Weighted average exercise price $	Number of share options	Weighted average exercise price $
Balance at the beginning of the financial year	26,531,863	0.381	26,531,863	0.381
Granted during the financial year	-	-	-	-
Forfeited during the financial year	-	-	-	-
Exercised during the financial year	-	-	-	-
Expired during the financial year	(22,231,863)	0.374	-	-
Balance at the end of the financial year	**4,300,000**	**0.417**	**26,531,863**	**0.381**
Exercisable at the end of the financial year	4,300,000	0.417	26,531,863	0.381

37 Share-based payments (cont'd)

Performance rights	2014 Number of share performance rights	2013 Number of share performance rights
Balance at the beginning of the financial year	7,730,361	11,543,783
Granted during the financial year	6,650,000	5,878,983
Forfeited during the financial year	-	(751,260)
Vested during the financial year	(1,508,122)	(6,860,000)
Lapsed during the financial year	(546,901)	(2,081,145)
Balance at the end of the financial year	**12,325,338**	**7,730,361**

(i) Exercised during the Financial Year

No options granted to the previous Managing Director, executives and senior management have been exercised during the Financial Year.

800,000 performance rights granted to the current Managing Director and 708,122 performance rights granted to senior management have vested and 546,901 performance rights have lapsed during the Financial Year. Refer to section 2 of the Remuneration Report.

(ii) Balance at the end of the Financial Year

The options outstanding at the end of the Financial Year were 4,300,000 (2013: 26,531,863), with a weighted average remaining contractual life of 1 year (2013: 1 year).

The performance rights outstanding at the end of the Financial Year were 12,325,338 (2013: 7,730,361), with a weighted average remaining contractual life of 1 year (2013: 1 year).

38 Key management personnel compensation

(a) Compensation of Key Management Personnel

The aggregate compensation made to directors and other members of key management personnel of the Company and the Group is set out below:

	Consolidated/Company	
	2014 $	**2013** $
Short-term benefits	2,404,252	2,859,522
Post-employment benefits	139,022	130,916
Other long-term benefits	-	-
Termination benefits	-	36,991
Share-based payments	396,665	656,555
	2,939,939	3,683,984

38 Key management personnel compensation (cont'd)

(b) Performance rights and options holdings of Key Management Personnel

The remuneration policy for the current and previous Managing Directors, and senior management is set out in section 1 of the Remuneration Report.

Details of the performance rights and options held by Key Management Personnel during the Financial Year are as follows:

2014 - Performance share rights	Held at start of year	Granted as compensation	Lapsed	Vested	Held at end of year
Directors					
A Dragicevich	1,800,000	2,000,000	-	(800,000)	3,000,000
Executives					
T Campbell	818,223	500,000	(47,267)	(112,733)	1,158,223
R Michael	518,586	500,000	-	-	1,018,586
R Rolfe	417,353	300,000	(58,047)	(43,044)	616,262
	3,554,162	3,300,000	(105,314)	(955,777)	5,793,071

2014 - Options	Held at start of year	Granted as compensation	Expired	Exercised	Held at end of year
Directors					
P Jobe	24,300,000	-	(20,000,000)	-	4,300,000
Executives					
T Campbell	-	-	-	-	-
R Michael	165,000	-	(165,000)	-	-
M Haszard[1]	231,863	-	(231,863)	-	-
R Rolfe	120,000	-	(120,000)	-	-
	24,816,863	-	(20,516,863)	-	4,300,000

1 Mr Haszard retired in March 2012

38 Key management personnel compensation (cont'd)

Details of the performance rights and options held by Key Management Personnel during the financial year ended 31 December 2013 were as follows:

2013 - Performance share rights	Held at start of year	Granted as compensation	Lapsed	Vested	Held at end of year
Directors					
P Jobe	6,860,000	-	-	(6,860,000)	-
A Dragicevich	-	2,000,000	(200,000)	-	1,800,000
Executives					
T Campbell	601,042	484,303	(267,122)	-	818,223
R Michael	204,378	456,628	(142,420)	-	518,586
R Rolfe	319,045	229,007	(130,699)	-	417,353
	7,984,465	3,169,938	(740,241)	(6,860,000)	3,554,162

None of the performance rights included in the above table vested as at 31 December 2012.

2013 - Options	Held at start of year	Granted as compensation	Other	Exercised	Held at end of year
Directors					
P Jobe	24,300,000	-	-	-	24,300,000
Executives					
T Campbell	-	-	-	-	-
R Michael[1]	165,000	-	-	-	165,000
M Haszard[2]	231,863	-	-	-	231,863
R Rolfe	120,000	-	-	-	120,000
	24,816,863	-	-	-	24,816,863

1 Mr Michael was appointed as Executive General Manager, Manufacturing in April 2012
2 Mr Haszard retired in March 2012

All of the options granted to Mr Jobe and other key management personnel issued under LTIP included in the above table are exercisable and had vested as at 31 December 2013.

DIRECTORS' DECLARATION

The directors declare that:

(a) in the directors' opinion, there are reasonable grounds to believe that Capral will be able to pay its debts as and when they become due and payable;

(b) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of Capral and the consolidated entity;

(c) in the directors' opinion, the financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board; and

(d) the directors have been given declarations required by section 295A of the Corporations Act 2001.

At the date of this declaration, Capral is within the class of companies affected by ASIC Class Order 98/1418. The nature of the deed of cross guarantee is such that each company which is party to the deed, guarantees to each creditor payment in full of any debt in accordance with the deed of cross guarantee.

In the directors' opinion there are reasonable grounds to believe that Capral and the companies to which the ASIC Class Order applies, as detailed in Note 28 to the financial statements will, as a group, be able to meet any obligations or liabilities to which they are, or may become, subject by virtue of the deed of cross guarantee.

Signed in accordance with a resolution of the directors made pursuant to section 295(5) of the Corporations Act 2001.

On behalf of the directors

R.L. Wood-Ward	A. Dragicevich
Chairman	Managing Director

Sydney

19 February 2015

Independent Auditor's Report to the Members of Capral Limited

Report on the Financial Report

We have audited the accompanying financial report of Capral Limited, which comprises the consolidated statement of financial position as at 31 December 2014, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of cash flows and the consolidated statement of changes in equity for the year ended on that date, 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 as set out on pages 23 to 67.

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 control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the consolidated 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 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 judgement, 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 control, relevant to the company's preparation of the financial report that gives a true and fair view, 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 company's internal control. 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.

Auditor's Independence Declaration

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

Opinion
In our opinion:

(a) the financial report of Capral Limited is in accordance with the Corporations Act 2001, including:

i. giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the year ended on that date; and

ii. complying with Australian Accounting Standards and the Corporations Regulations 2001; and

(b) the consolidated financial statements also comply with International Financial Reporting Standards as disclosed in Note 1c.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 7 to 20 of the directors' report for the year ended 31 December 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 Capral Limited for the year ended 31 December 2014, complies with section 300A of the *Corporations Act 2001*.

DELOITTE TOUCHE TOHMATSU

David Black
Partner
Chartered Accountants
Parramatta, 19 February 2015