QV Equities Limited

ABN 64 169 154 858

Appendix 4D – Half Year Report For the half year ended 31 December 2014

Half year report

This half year report is for the reporting period from 17 April 2014 to 31 December 2014. This is the first reporting period for the Company.

Results for announcement to the market*

	\$
Revenue from ordinary activities	2,802,226
Profit before tax for the period	1,967,054
Profit from ordinary activities after tax attributable to equity holders	1,559,072

^{*} The amount and percentage up or down from previous period is not disclosed as this is the first reporting period for the Company.

Dividends

There were no dividends paid during the period.

	Dividend Rate	Total Amount \$	Record Date	Date of Payment	Percentage Franked
2015 Interim (Payable 02/04/2015)	0.5c	\$926,997	18/03/2015	02/04/2015	100%

There is currently no Dividend Reinvestment Plan in operation.

Net tangible assets	31 December		
_	2014		
Net tangible asset backing (per share) before tax	1.01		
Net tangible asset backing (per share) after tax	1.00		





QV Equities LimitedABN 64 169 154 858

Interim Financial Report For the half-year ended 31 December 2014

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The interim financial report does not include all notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with any public announcements made by QV Equities Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

Corporate Directory

QV Equities Limited

ABN 64 169 154 858

Directors Don Stammer (Independent Director, Chairman)

Peter McKillop (Independent Director)
John McBain (Independent Director)
Graham Hook (Non-independent Director)
Anton Tagliaferro (Non-independent Director)
Simon Conn (Alternate director to Anton Tagliaferro)

Company Secretary Linda Kwong

Investment Manager Investors Mutual Limited

Level 24, 25 Bligh Street Sydney NSW 2000 (AFSL 229988)

Registered OfficeLevel 24, 25 Bligh Street

Sydney NSW 2000 Telephone: (02) 9232 7500 Fax: (02)9232 7511

Email: info@qvequities.com Website: www.qvequities.com

Share Registrar Link Market Services Limited

1A Homebush Bay Drive Rhodes NSW 2138 Telephone: 1800 868 464

Auditor Moore Stephens Sydney

Level 15, 135 King Street Sydney NSW 2000

Stock Exchange Australian Securities Exchange (ASX)

ASX code: QVE Ordinary shares

QVEO Options \$1.00 expiring 15 March 2016

Directors' Report

The Directors present their report together with the interim financial report of QV Equities Limited ("the Company") for the period from incorporation to 31 December 2014.

Directors

The following persons were Directors of the Company from their appointment dates and up to the date of this report:

Name	Position	Appointment date
Don Stammer	Independent Director (Chairman)	17 April 2014
Peter McKillop	Independent Director	17 April 2014
John McBain	Independent Director	17 April 2014
Graham Hook	Non-independent Director	17 April 2014
Anton Tagliaferro	Non-independent Director	30 April 2014
Simon Conn	Alternate Director to Anton Tagliaferro	30 April 2014

Principal activities

The principal activity of the Company is making investments in a diversified portfolio of entities listed on the Australian Securities Exchange which are not included in the S&P/ASX 20 Index. The primary objective is to provide both long-term capital growth and income. No change in this activity took place during the period ended 31 December 2014 or is likely to in the future.

Review of operations

The Company was registered with the Australian Securities and Investments Commission (ASIC) on 17 April 2014 and commenced operations on 22 August 2014.

While it is still early days, the Board is pleased with the performance of the Company since listing in August 2014. Our investment manager, Investors Mutual (IML) is patiently building a portfolio of good quality ex 20 shares which IML believe are well placed to deliver QVE's objectives of long term capital growth and consistent income.

Since listing the Company's portfolio has performed better than its benchmark as shown in the table below:

PERFORMANCE	QVE's NTA	BENCHMARK
1 Month	+1.7%	+2.6%
Since Inception**	+3.2%	-2.9%

^{**} Inception date: 22 August 2014

Note: these figures are calculated net of IML's management fee

Investment operations over the period ended 31 December 2014 resulted in an operating profit before tax of \$1,967,054 and an operating profit after tax of \$1,559,072.

Net Tangible Assets (NTA) for each ordinary share as at 31 December 2014 before tax amounted to \$1.01 per share. NTA after tax was \$1.00 per share.

On 21 August 2014, the Company issued 184,620,900 fully paid ordinary shares under the initial public offering at \$1.00 per share.

On 21 August 2014, the Company issued options to acquire ordinary shares in the Company at an exercise price of \$1.00 with an expiry date of 15 March 2016. During the period 7,500 options were exercised.

Directors' Report (continued)

Significant changes in state of affairs

There were no significant changes in the state of affairs of the Company that occurred from the period of incorporation to 31 December 2014.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* is set out on page 5.

Signed in accordance with a resolution of the Board of Directors:

Don Stammer, Chairman

Sydney, 23 February 2015

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Auditor's Independence Declaration to the Directors of QV Equities Limited

As lead auditor for the review of QV Equities Limited for the period from 17 April 2014 (incorporation date) to 31 December 2014, I declare that to the best of my knowledge and belief, there have been:

- a. no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- b. no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of QV Equities Limited during the period.

Moore Stephens Sydney Chartered Accountants

Moore Stephers Sydney

Mul: 11th

Scott Whiddett
Partner

Dated in Sydney this 23rd day of February 2015.

Statement of Comprehensive Income

		Half-year ended 31 December 2014
	Notes	\$
Investment income Dividends Interest income Underwriting fee income Profit from sale of equity investments Total investment income		1,126,103 1,484,516 30,655 160,952 2,802,226
Expenses Management fees Directors fees ASX fees Registry fees Other expenses Total expenses		622,071 50,000 58,315 38,442 66,344 835,172
Profit before income tax		1,967,054
Income tax expense		407,982
Profit after income tax		1,559,072
Other comprehensive income Items that may be reclassified subsequently to the income statement Movement in fair value of long term equity investments, net of tax		4 425 700
Total other comprehensive income for the period, net of tax		4,435,799 4,435,799
Total comprehensive income for the period		5,994,871
		Cents
Earnings per share Basic and diluted earnings per share (cents per share)	5	1.66
	-	1.00

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

Statement of Financial Position

Statement of Financial Feetings		
		31 December 2014
	Notes	\$
Assets		
Current assets		
Cash and cash equivalents		95,983,514
Receivables		633,135
Other assets		144,712
Total current assets		96,761,361
Non-current assets		
Long term equity investments		00 504 000
Deferred tax assets		90,581,920 794,329
Total non-current assets		91,376,249
10.01.1011.0111.00010		<u> </u>
Total assets		188,137,610
10.01.000.00		100,137,010
Liabilities		
Current Liabilities		
Current tax liabilities		259,709
Payables		299,034
Financial liabilities		42,633
Total current liabilities		601,376
Maria de Alberta		
Non-current liabilities		
Deferred tax liabilities Total non-current liabilities		1,962,706
Total non-current habilities		1,962,706
Total liabilities		
Total liabilities		2,564,082
Net assets		185,573,528
Fde.		
Equity		
Issued capital Asset revaluation reserve	6	179,578,657
Retained profit		4,435,799
Total equity		1,559,072 185,573,528
i otal oquity		100,010,020

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

Statement of Changes in Equity

	Notes	Issued capital	Asset revaluation reserve	Retained profits	Total
		\$	\$	\$	\$
Balance at 17 April 2014		-	-	-	-
Profit for the period Other comprehensive income:		-	-	1,559,072	1,559,072
Net revaluation of investments		-	4,435,799	-	4,435,799
Total comprehensive income for the period		-	4,435,799	1,559,072	5,994,871
Transactions with equity holders in their capacity as owners:					
Shares issued on incorporation	6	1	-	-	1
Shares issued under IPO	6	181,617,990	-	-	181,617,990
Costs of issued capital	6	(2,046,834)	-	-	(2,046,834)
Shares issued on options exercised	6	7,500			7,500
Balance at 31 December 2014		179,578,657	4,435,799	1,559,072	185,573,528

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

Statement of Cash Flow

		Half-year ended 31 December 2014
	Notes	\$
Cash flows from operating activities Dividends/distributions received Interest received Underwriting income received Payments for other expenses Net cash inflow from operating activities		791,283 1,233,584 30,655 (721,449) 1,334,073
Cash flows from investing activities Payments for investments Proceeds from sale of investments Net cash outflow from investing activities		(86,158,803) 2,107,176 (84,051,627)
Cash flows from financing activities Shares issued Shares issued on options exercised Shares issue transaction costs Net cash inflow from financing activities	6 6	181,617,990 7,500 (2,924,422) 178,701,068
Net increase/(decrease) in cash and cash equivalents		95,983,514
Cash and cash equivalents at the beginning of the period		
Cash and cash equivalents at the end of the period		95,983,514

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

1 General information

QV Equities Limited ("the Company") is a listed investment company incorporated in Australia. The Company was established with the primary objective of providing long term capital growth and income, through a diversified portfolio of the ASX listed entities outside of the S&P/ASX 20 Index. The portfolio is managed by Investors Mutual Limited.

The Company was registered with the Australian Securities Commission (ASIC) on 17 April 2014 and commenced operations on 22 August 2014.

Under Section 323(D) of the *Corporations Act 2001*, a half-year for a company is the first 6 months of a financial year, being the period from 17 April 2014 to 16 October 2014. The Company must also report to the ASX for the six month period ended 31 December 2014. The Board believed that the lodgement of two sets of accounts for similar but different periods would more likely confuse than elucidate the Company's financial position and performance.

On 1 October 2014, ASIC granted the Company relief from its reporting requirements under the Act for the period ended 16 October 2014, so as to align the Company's reporting obligations. The Company believes that this alignment will best serve investor confidence, market efficiency and the accountability of management.

Under the relief, the Company will prepare and lodge reports for its first financial half-year as required by the Act, however the period will now be from 17 April 2014 to 31 December 2014.

As this is the Company's first period of operations, there are no comparatives.

The interim financial statements were authorised for issue by the Board of Directors on 23 February 2015.

2 Summary of significant accounting policies

The principal accounting policies adopted in preparation of these interim financial statements are set out below. The interim financial statements are for the entity QV Equities Limited.

(a) Basis of preparation of the half-year report

These general purpose interim financial statements for the half-yearly reporting ended 31 December 2014 have been prepared in accordance with Accounting Standards AASB 134 *Interim Financial Reporting* and the *Corporations Act* 2001.

The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

These general purpose interim financial statements have been prepared on an accrual basis, and are based on historical costs modified by the revaluation of selected non-current assets for which the fair value basis of accounting has been applied.

(i) Adoption of new accounting standards and revised standards

Certain new and revised accounting standards and interpretations have been issued by the Australian Standards Board. The assessment of the Directors of the Company is that these new standards and interpretations will have no material impact on the Financial Report of the Company.

2 Summary of significant accounting policies (continued)

(b) Investments

(i) Recognition and initial measurement

Long term equity investments and equity investments held for sale are recognised initially at cost and the Company has elected to present subsequent changes in fair value of equity investments in the Statement of Comprehensive Income through the asset revaluation reserve after deducting a provision for the potential deferred capital gains tax liability as these investments are long term holdings of equity investments.

(ii) Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset.

(iii) Valuation

All investments are classified and measured at fair value, being market value, including the potential tax charges that may arise from the future sale of the investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions and reference to similar instruments.

(iv) Dividend income

Dividend income is recognised in the profit or loss on the day on which the relevant investment is first quoted on an "ex-dividend" basis.

(v) Derivative instruments

Derivative instruments are measured at fair value. Gains and losses arising from changes in fair value are taken to the profit or loss.

(c) Interest income

Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.

(d) Expenses

All expenses, including management fees, are recognised in profit or loss on an accruals basis.

(e) Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate, adjusted by changes in the deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted.

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 carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously, unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

2 Summary of significant accounting policies (continued)

(f) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of goods and service tax (GST), unless GST incurred is not recoverable from the Australian Taxation Office (ATO). In this case, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the Statement of Financial Position.

(g) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash which are subject to an insignificant risk to changes in value.

(h) Share Capital

Ordinary Shares are classified as equity. Costs directly attributable to the issue of ordinary shares will be recognised as a deduction from equity, net of tax effects.

3 Fair value measurement

The Company measures and recognises the following assets and liabilities at fair value on a recurring basis:

Available for sale financial assets

(a) Fair value hierarchy

AASB 13 Fair value measurement requires disclosure of fair value measurements by level of the fair value hierarchy:

Level 1 - measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - measurements based on inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly; and

Level 3 - measurements based on unobservable inputs from the asset or liability.

3 Fair value measurement (continued)

(i) Recognised fair value measurements

The following table presents the Company's assets measured and recognised at fair value as 31 December 2014.

As at 31 December 2014

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Recurring fair value measurements: Equity investments available for				
sale	90,581,920			90,581,920
Total	90,581,920			90,581,920
Financial liabilities held for trading:				
Options	42,633			42,633
Total	42,633			42,633

There were no transfers between levels for recurring fair value measurements during the period.

(ii) Disclosed fair values

The Company also has a number of assets and liabilities which are not measured at fair value, but for which fair values are disclosed.

The carrying amounts of receivables and payables are assumed to approximate their fair values due to their short term nature.

4 Segment information

The Company has only one reportable segment. The Company is engaged solely in investment activities conducted in Australia, deriving revenue from dividend income, interest income, and from the sale of its investments.

5 Earnings per share

Half year ended 31 December 2014 cents

(a) Basic earnings per share

Total earnings per share attributable to the ordinary equity holders of the Company

1.66

(b) Diluted earnings per share

Total diluted earnings per share attributable to the ordinary equity holders of the Company

1.66

In calculation of diluted earnings per share, options are not considered to have a dilutive effect, as the average of market price of ordinary shares of the Company during the period did not exceed the exercise price of the options.

(c) Weighted average number of shares used as denominator

Weighted average number of shares used as the denominator in calculating basic and diluted earnings per share is based on the average number of shares from 17 April 2014, being the date of incorporation to 31 December 2014.

94,130,683

6 Issued Capital

(a) Share capital

	31 December 2014 Shares	31 December 2014 \$
Ordinary Shares	184,628,401	179,578,657

(b) Movements in ordinary share capital

Date	Details	Number of shares	Issue price	\$
17/4/2014	Opening balance	-	-	-
	Shares issued on incorporation	1	\$1.00	1
	Shares issued under IPO	184,620,900	\$0.98	181,617,990
	Options exercised	2,500	\$1.00	2,500
	Options exercised	5,000	\$1.00	5,000
	Cost of issued capital	-		(2,046,834)
31/12/2014	Closing balance	184,628,401	_	179,578,657

6 Issued Capital (continued)

(c) Fully paid ordinary shares

On 21 August 2014, the Company issued 184,620,900 fully paid ordinary shares under the initial public offering at an application price of \$1.00 per share, comprising a subscription price per share of 98.35 cents paid to the Company and a service fee of 1.65 cents per share paid to brokers of the offer.

(d) Options

On 21 August 2014, as part of the initial public offering of the Company, 184,620,900 options were issued to acquire ordinary shares in the Company at an exercise price of \$1.00.

The options can be exercised at any time on or before 15 March 2016. The options give the shareholders the right but not the obligation to subscribe for shares in the Company at \$1.00 per share. The options can be exercised in full or in part. The options are currently trading on the ASX under the code QVEO.

7 Dividends

(a) Ordinary shares

No dividends were declared during the half year ended 31 December 2014.

(b) Dividends not recognised at the end of the reporting period

Half year ended 31 December 2014 \$

Interim dividend

926,997

Since period end the Directors have recommended the payment of an interim dividend of 0.5 cents per fully paid ordinary share, fully-franked based on tax paid at 30%. The aggregate amount of the proposed dividend expected to be paid on 02/04/2015 out of the profits of the Company at 31 December 2014, but not recognised as a liability at period end is \$926,997.

8 Contingent assets and liabilities and commitments

The Company has no material contingent liabilities as at 31 December 2014.

9 Events occurring after the reporting period

No matter or circumstance has occurred subsequent to period end that has significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent financial periods.

Directors' Declaration

In the opinion of the Directors of QV Equities Limited:

- (a) the interim financial statements and notes, set out on pages 6 to 15, are in accordance with the *Corporations Act 2001*, including:
 - complying with AASB 134 Interim Financial Reporting and the Corporations Regulations 2001;
 and
 - (ii) giving a true and fair view of the Company's financial position as at 31 December 2014 and of its performance for the half-year ended on that date.
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

Don Stammer, Chairman

Sydney, 23 February 2015

MOORE STEPHENS

Independent Auditor's Review Report To the members of QV Equities Limited A.B.N. 64 169 154 858 Level 15, 135 King Street Sydney NSW 2000

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Report on the Half-year Financial Report

We have reviewed the accompanying half-year financial report of QV Equities Limited (the "Company"), which comprises the statement of financial position as at 31 December 2014, statement of comprehensive income, statement of changes in equity and statement of cash flows for the period from 17 April 2014 (incorporation date) to 31 December 2014, a statement of significant accounting policies, other selected explanatory notes and the directors' declaration.

Directors' Responsibility for the Half-year Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of QV Equities Limited's financial position as at 31 December 2014 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of QV Equities Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

While we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

MOORE STEPHENS

Independence

In conducting our review, we have complied with the applicable independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of QV Equities Limited is not in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Company's financial position as at 31 December 2014 and of its performance for the period from 17 April 2014 (incorporation date) to 31 December 2014; and
- (ii) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Moore Stephens Sydney

Moore Stephers Sydney

Chartered Accountants

SMuhiddett Scott Whiddett

Partner

Dated in Sydney, this 23rd day of February 2015

QV Equities Limited

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Corporate Enquires:

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