



ARB CORPORATION LTD

ABN 31 006 708 756

AND CONTROLLED ENTITIES

**HALF YEAR INFORMATION
FOR THE SIX MONTHS ENDED 31 DECEMBER 2014**

PROVIDED TO THE ASX UNDER LISTING RULE 4.2A

This half year financial report is to be read in conjunction with the financial report for the year ended 30 June 2014.

Appendix 4D

Half Year Report for the six months to 31 December 2014

Name of entity

ARB CORPORATION LIMITED

ABN or equivalent company reference: 31 006 708 756

1. Reporting period

Report for the half year ended 31 DECEMBER 2014

 Previous corresponding period
 is the financial year ended 30 JUNE 2014
 and half year ended 31 DECEMBER 2013

2. Results for announcement to the market

Revenues from ordinary activities (<i>item 2.1</i>)	Up	10.9%	to	\$164,715 (‘000)
Profit (loss) from ordinary activities after tax attributable to members (<i>item 2.2</i>)	Up	1.6%	to	\$20,466 (‘000)
Net profit (loss) for the period attributable to members (<i>item 2.3</i>)	Up	1.6%	to	\$20,466 (‘000)
Dividends (<i>item 2.4</i>)	Amount per security		Franked amount per security	
Special dividend	100.0¢		100.0¢	
Interim dividend	13.0¢		13.0¢	
Final dividend	N/A		N/A	
Previous corresponding period	13.0¢		13.0¢	
Record date for determining entitlements to the dividend (<i>item 2.5</i>)	2 APRIL 2015			
Brief explanation of any of the figures reported above necessary to enable the figures to be understood (<i>item 2.6</i>): An explanation of the results is included in the attached Chairman’s statement. The ARB Corporation Ltd Dividend Reinvestment Plan and the Bonus Share Plan are suspended and will not operate for the interim dividend.				

3. Net tangible assets per security (item 3)

	Current period (Dec 14)	Previous corresponding period (Dec 13)
Net tangible asset backing per ordinary security	\$2.42	\$2.38

4. Details of entities over which control has been gained or lost during the period: (item 4)**Control gained over entities**

Name of entities (item 4.1)	Nil	
Date(s) of gain of control (item 4.2)		
Contribution to consolidated profit (loss) from ordinary activities after tax by the controlled entities since the date(s) in the current period on which control was acquired (item 4.3)		\$
Profit (loss) from ordinary activities after tax of the controlled entities for the whole of the previous corresponding period (item 4.3)		\$

Loss of control of entities

Name of entities (item 4.1)	Nil	
Date(s) of loss of control (item 4.2)		
Contribution to consolidated profit (loss) from ordinary activities after tax by the controlled entities to the date(s) in the current period when control was lost (item 4.3).		\$
Profit (loss) from ordinary activities after tax of the controlled entities for the whole of the previous corresponding period (item 4.3)		\$

5. Dividends *(item 5)*

	Date of payment	Total amount of dividend
Interim dividend – year ended 30 June 2015	17 APRIL 2015	\$10,290 ('000)
Special dividend – year ended 30 June 2015	5 DECEMBER 2014	\$60,366 ('000)
Final dividend – year ended 30 June 2014	24 OCTOBER 2014	\$11,599 ('000)

Amount per security

	Amount per security	Franked amount per security at 30% tax	Amount per security of foreign sourced dividend
Total dividend: Interim – year ending 30 June 2015	13.0¢	13.0¢	-
Special – year ending 30 June 2015	100.0¢	100.0¢	-
Final – year ended 30 June 2014	16.0¢	16.0¢	-
Current year total	129.0¢	129.0¢	-
Interim – year ended 30 June 2014	13.0¢	13.0¢	-
Final – year ended 30 June 2013	15.5¢	15.5¢	-
Previous year total	28.5¢	28.5¢	-

Total dividend on all securities

	Current period \$A'000	Previous corresponding Period - \$A'000
Ordinary securities <i>(each class separately)</i>	\$71,965	\$11,235
Preference securities <i>(each class separately)</i>		
Other equity instruments <i>(each class separately)</i>		
Total	\$71,965	\$11,235

6. The financial information provided in the Appendix 4D is based on the half year condensed financial report (attached), which has been prepared in accordance with Australian accounting standards.

7. Independent review of the financial report *(item 7)*

The financial report has been independently reviewed. The financial report is not subject to a qualified independent review statement.



ARB Corporation Ltd

4X4 ACCESSORIES

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ARB Corporation Limited Half Year Results Announcement – December 2014

The Directors of ARB Corporation Limited (“**ARB**” or the “**Company**”) report that the Company achieved a net profit after tax of \$20.5 million for the half year ended 31 December 2014. This represents a 1.6% increase over the previous corresponding period. Sales for the half year were \$162 million, an increase of 10.3% over the prior corresponding period.

The half year results are summarised below:

Six Months ended	31 Dec 14 \$'000	31 Dec 13 \$'000	Change
Sales	162,312	147,094	10.3%
Other Revenue	2,403	1,412	
Total Revenue	164,715	148,506	10.9%
Profit before Tax	27,951	27,172	2.9%
Tax	(7,485)	(7,024)	
Profit after Tax	20,466	20,148	1.6%
EPS (cents)	27.85	27.80	
Dividends per share (cents)			
Special Dividend paid	100.0	-	
Interim Dividend declared	13.0	13.0	
Total Dividends	113.0	13.0	
Franking	100%	100%	

The Company intends to pay an interim fully franked dividend of 13.0 cents per share, the same as for the previous corresponding period. Based on the higher number of total shares on issue, as a result of the special dividend, this represents a 9.2% increase in the total interim dividend amount. The interim dividend will be paid on 17 April 2015 and the Record Date will be 2 April 2015.

HIGHLIGHTS OF THE HALF YEAR TO 31 DECEMBER 2014

Sales

Sales for the half year grew by a strong 10.3% over the previous corresponding period. Seventy five percent of this growth was organic and the remainder was derived from some small acquisitions made in the past 12 months.

Despite demand from customers associated with the mining industry around the world continuing to be weak, sales growth was achieved in all categories of the business. As can be seen from the table below, good growth was achieved in the Australian aftermarket, in export markets and to original equipment manufacturers. The strongest growth was recorded in sales to original equipment manufacturers, primarily driven by the sell down of existing model vehicles prior to new model releases due later this year.

A summary of sales category performance for the period is as follows:

Customer Category	Percentage of Sales		Sales Growth
	6 months to Dec 2014	6 months to Dec 2013	
Australian Aftermarket	69.8%	71.0%	8.6%
Exports	22.3%	22.6%	8.8%
Original Equipment	7.9%	6.4%	37.1%
	100.0%	100.0%	+10.3%

Profits

Despite the healthy sales increase pre-tax profit only increased by 2.9% to \$28.0 million. Gross profits were maintained, however above average increases in employee, distribution, marketing and information technology expenses resulted in constrained profit growth. Reducing these expenses where possible is a major focus of management at present.

Cash Flow

Net cash flow from operations in the December 2014 half year remained satisfactory at \$14.1 million. However major investments of \$39 million in property (including the Company's head office at Kilsyth) and some plant and equipment plus an increase of \$8.5 million in inventory have reduced the Company's cash balance significantly. These investments have been made to provide the facilities and resources for extra growth over the long term.

Distribution

ARB's market-leading store network is pivotal to the Company's strength in the Australian aftermarket. A new company owned store was opened at Burnie, Tasmania in November 2014. Currently there are 51 ARB stores in Australia, of which 22 are Company owned. It is expected that a further two new independently operated ARB stores will be established this financial year.

Australian warehousing capacity has been substantially increased since the beginning of the financial year as follows:

- a new Company owned warehouse was opened in Adelaide, South Australia, in August 2014;
- a refurbished leased warehouse was opened in Liverpool NSW, in November 2014; and
- a large new Company owned warehouse will be opened in Brendale, Queensland in March 2015.

All Australian States now have adequate warehousing capacity to enhance customer service.

The Company is pleased to report that the sales and warehousing facilities opened at Prague in the Czech Republic and at Jacksonville, Florida in the USA in March 2014 are both operating very successfully.

Products and Production

ARB regards product development as essential and it is a key element in maintaining the Company's long-term competitive advantage. Expenditure on R&D was increased over the period and new products are regularly being released to ARB's markets worldwide.

The new range of Ascent canopies has continued to gain market share during the period. Over the next 12 months the model range of this canopy will be expanded to cover most dual cab utility vehicles sold in Australia. In October 2014 the Company released a new range of very high performance Old Man Emu shock absorbers to the market. These are known as BP51 shock absorbers. This range is designed and built by ARB and provides the Company with strong sales potential.

The second half of 2014/15 will see a significant number of new vehicle releases occurring and these provide opportunities for ARB. Consequently, the Company's R&D department is actively developing both aftermarket and OEM products for these new releases. It is also continuing to work on a number of long term product development projects.

Both the Australian and Thai manufacturing plants have operated efficiently for the first half. Both plants will be busy with new product implementation in the second half.

Staff

To manage better the Company's current level of business and its expected future growth, ARB has appointed Mr Damon Page to the position of Chief Financial Officer. Damon comes to ARB with a wealth of relevant experience from Murray Goulburn Co-operative Co Ltd where he was General Manager Finance and previously from Deloitte where he was Account Director.

THE FUTURE

Sales in the first six weeks of the second half of the financial year have continued to grow, which is pleasing. In the medium term economic conditions in our main markets remain unpredictable and the mining slowdown has affected sales in some regions. Together with fluctuating foreign exchange rates, these factors create some difficulties for business. However, the Company believes that growth remains achievable in this environment.

Demand for the Company's products currently remains healthy in many countries around the world. ARB has long term growth plans in place, both in Australia and in export markets, which include new products and improved distribution. The Company's significantly increased distribution capacity provides the platform for growth.

With strong brands around the world, very capable senior management and staff, a strong balance sheet and growth strategies in place, the board believes ARB is well positioned to achieve on-going success.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Roger Brown', enclosed within a large, loopy oval shape.

Roger Brown
Chairman

18 February 2015

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Corporate Information

The half year financial report does not include all the notes of the type usually included in an annual financial report. It is recommended that this financial report be read in conjunction with the financial report for the year ended 30 June 2014 and any public announcements made by ARB Corporation Limited during the half year in accordance with any continuous disclosure obligations arising under the *Corporations Act 2001*.

Directors

Roger G Brown B.E., M.B.A.
Andrew H Brown
John R Forsyth B.E., M.B.A.
Robert D Fraser B.Ec., LLB (Hons)
Ernest E Kulmar B.Com., FCPA
Andrew P Stott

Company Secretary

John R Forsyth B.E., M.B.A.

Principal Registered Office

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Auditors

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Melbourne Victoria 3000

Location of Register of Securities

Computershare Investor Services Pty Limited
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Abbotsford Victoria 3067
Tel: +61 (0)3 9415 4000 (investors)
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Stock Exchange

Australian Securities Exchange
Level 4, North Tower
Rialto, 525 Collins Street
Melbourne Victoria 3000

Directors' Report

The directors present their report together with the condensed financial report of the consolidated entity of ARB Corporation Limited, being the Company and its controlled entities ("the Group"), for the half year ended 31 December 2014 and the independent auditor's review report thereon. This financial report has been prepared in accordance with Australian Accounting Standards.

Directors Names

The names of the Directors in office at any time during or since the end of the half year are:

Name	Period of Directorship
Mr. Roger G Brown	Since 1987
Mr. Andrew H Brown	Since 1987
Mr. John R Forsyth	Since 1987
Mr. Robert D Fraser	Since 2004
Mr. Ernest E Kulmar	Since 2006
Mr. Andrew P Stott	Since 2006

The Directors have been in office since the start of the financial period to the date of this report unless otherwise stated.

Review of Operations

Further discussions on the Group's operations are disclosed in the attached half yearly results announcement.

The principal activities of the Group during the course of the half year remained unchanged and were the design, manufacture, distribution and sale of motor vehicle accessories and light metal engineering works.

The consolidated profit of the Group for the half year after providing for income tax amounted to \$20,466,000 (2013: \$20,148,000).

Significant Changes in the State of Affairs

During the period, the Company continued to engage in its principal activity, the results of which are disclosed in the attached financial statements.

Rounding amounts

The Group is of a kind referred to in ASIC Class Order 98/0100 and in accordance with that Class Order, amounts in the financial statements have been rounded off to the nearest thousand dollars, or in certain cases, to the nearest dollar.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* in relation to the review for the half year is provided with this report.

Signed in accordance with a resolution of the Directors.



R.G. Brown
Director



J.R. Forsyth
Director

Melbourne, 18 February 2015

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

In relation to the independent review for the half-year ended 31 December 2014, to the best of my knowledge and belief there have been:

- (i) No contraventions of the auditor independence requirements of the *Corporations Act 2001*; and
- (ii) No contraventions of any applicable code of professional conduct.



M J HARRISON
Partner

18 February 2015



PITCHER PARTNERS
Melbourne

Condensed Consolidated Income Statement
For the half year ended 31 December 2014

	CONSOLIDATED	
	DEC 2014	DEC 2013
	(\$'000s)	(\$'000s)
Sales revenue	162,312	147,094
Other revenue	2,403	1,412
Total revenue	164,715	148,506
Materials and consumables used	(74,130)	(66,921)
Employee expenses	(38,893)	(34,000)
Depreciation and amortisation expense	(3,921)	(3,645)
Advertising expense	(2,550)	(1,988)
Distribution expense	(4,118)	(3,618)
Finance costs	(41)	-
Occupancy costs	(6,206)	(5,617)
Other expenses	(6,905)	(5,545)
Profit before income tax expense	27,951	27,172
Income tax expense	(7,485)	(7,024)
Profit attributable to members of the parent entity	20,466	20,148
Basic and Diluted Earnings per share (cents)	27.85	27.80

The accompanying notes form part of these financial statements.

Condensed Consolidated Statement of Comprehensive Income
For the half year ended 31 December 2014

	CONSOLIDATED	
	DEC 2014	DEC 2013
	(\$'000s)	(\$'000s)
Profit attributable to members of the parent entity	20,466	20,148
Other comprehensive income		
Items that may be reclassified subsequently to Profit and (Loss)		
Movement in fair value of cash flow hedges, net of tax	270	50
Exchange differences on translation of foreign operations, net of tax	4,235	(161)
Other comprehensive income for the half year	4,505	(111)
Total comprehensive income for the half year attributable to members of the parent entity	24,971	20,037

The accompanying notes form part of these financial statements.

Condensed Consolidated Statement of Financial Position
As at 31 December 2014

	CONSOLIDATED	
	DEC 2014	JUN 2014
	(\$'000s)	(\$'000s)
CURRENT ASSETS		
Cash and cash equivalents	11,835	38,835
Receivables	37,594	39,762
Inventories	78,891	70,443
Other assets	4,072	1,580
Total current assets	132,392	150,620
NON-CURRENT ASSETS		
Property, plant and equipment	109,649	71,943
Deferred tax assets	2,184	2,167
Intangible assets	19,191	17,034
Total non-current assets	131,024	91,144
Total assets	263,416	241,764
CURRENT LIABILITIES		
Payables	27,977	30,202
Other financial liabilities	37	308
Interest bearing liabilities	11,000	-
Current tax liabilities	2,772	3,192
Provisions	9,795	9,528
Total current liabilities	51,581	43,230
NON-CURRENT LIABILITIES		
Provisions	999	720
Total non-current liabilities	999	720
Total liabilities	52,580	43,950
Net assets	210,836	197,814
EQUITY		
Contributed equity	106,774	46,758
Reserves	6,603	2,098
Retained profits	97,459	148,958
Total equity	210,836	197,814

The accompanying notes form part of these financial statements.

Condensed Consolidated Statement of Changes in Equity
For the half year ended 31 December 2014

Consolidated Entity	Contributed equity (\$'000s)	Reserves (\$'000s)	Retained earnings (\$'000s)	Total equity (\$'000s)
Balance as at 1 July 2014	46,758	2,098	148,958	197,814
Profit for the half year	-	-	20,466	20,466
Movement in fair value of cash flow hedges, net of tax	-	270	-	270
Exchange differences on translation of foreign operations, net of tax	-	4,235	-	4,235
Total comprehensive income for the half year	-	4,505	20,466	24,971
Transactions with owners in their capacity as owners:				
Contributions (net of underwriter's fee)	59,865	-	-	59,865
Employee share issue	151	-	-	151
Dividends paid	-	-	(71,965)	(71,965)
Total transactions with owners in their capacity as owners	60,016	-	(71,965)	(11,949)
Balance as at 31 December 2014	106,774	6,603	97,459	210,836
Balance as at 1 July 2013	46,618	3,878	127,047	177,543
Profit for the half year	-	-	20,148	20,148
Movement in fair value of cash flow hedges, net of tax	-	50	-	50
Exchange differences on translation of foreign operations, net of tax	-	(161)	-	(161)
Total comprehensive income for the half year	-	(111)	20,148	20,037
Transactions with owners in their capacity as owners:				
Dividends paid	-	-	(11,235)	(11,235)
Total transactions with owners in their capacity as owners	-	-	(11,235)	(11,235)
Balance as at 31 December 2013	46,618	3,767	135,960	186,345

The accompanying notes form part of these financial statements.

Condensed Consolidated Statement of Cash Flows
For the half year ended 31 December 2014

	CONSOLIDATED	
	DEC 2014	DEC 2013
	(\$'000s)	(\$'000s)
Cash Flows From Operating Activities		
Receipts from customers	188,904	164,334
Payments to suppliers and employees	(168,281)	(141,179)
Interest received	228	682
Finance costs	(41)	-
Income tax paid	(7,691)	(7,895)
Other income received	1,025	510
Net cash provided by Operating activities	14,144	16,452
Cash Flows From Investing Activities		
Payments for property, plant and equipment	(38,970)	(11,779)
Payments for research & development	(870)	(806)
Payments for investments & goodwill	(1,648)	-
Proceeds from sales of property, plant & equipment	266	212
Net cash used in Investing activities	(41,222)	(12,373)
Cash Flows From Financing Activities		
Dividends paid	(11,599)	(11,235)
Commercial bills drawn down	11,000	-
Net cash used in Financing activities	(599)	(11,235)
Foreign exchange differences	677	49
Net increase/(decrease) in cash held	(27,000)	(7,107)
Cash at the beginning of the financial year	38,835	43,764
Cash at the end of the half financial year	11,835	36,657

The accompanying notes form part of these financial statements.

Notes to the Financial Statements
For the half year ended 31 December 2014

1. Basis of preparation

This half year financial report does not include all the notes of the type usually included in the annual financial report.

It is recommended that this financial report be read in conjunction with the financial report for the year ended 30 June 2014 and any public announcements made by ARB Corporation Limited during the half year in accordance with any continuous disclosure obligations arising under the *Corporations Act 2001*.

The half year financial report was authorised for issue by the Directors on 18 February 2015.

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

This general purpose half year financial report has been prepared in accordance with Australian Accounting Standard AASB 134 "Interim Financial Reporting" and the *Corporations Act 2001*.

The half year financial report has been prepared under the historical cost convention, as modified by revaluations to fair value for certain classes of assets as described in the accounting policies.

(b) Summary of the significant accounting policies

Accounting policies applied in this half year financial report are the same as those used in the annual financial report for the year ended 30 June 2014.

New accounting standards and interpretations issued

The consolidated entity has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to their operations and effective for the current half year.

(c) Rounding amounts

The Group is of a kind referred to in ASIC Class Order 98/0100 and in accordance with that Class Order, amounts in the financial statements have been rounded off to the nearest thousand dollars, or in certain cases, to the nearest dollar.

2. Dividends

Dividends paid or recommended by the Company are:

Dividends Paid

A final fully franked ordinary dividend of 16 cents per share paid on 24 October 2014 (2013: 15.5 cents fully franked paid on 18 October 2013)

CONSOLIDATED	
DEC 2014	DEC 2013
(\$'000s)	(\$'000s)

11,599	11,235
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A fully franked special dividend of \$1.00 per share was paid on 5 December 2014

60,366	-
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It is noted that the value of the special dividend forgone as part of the bonus share plan amounted to \$12,139,000.

Dividend Recommended

An interim fully franked ordinary dividend of 13 cents per share (2013: 13 cents fully franked) has been recommended by the Directors after the reporting period

10,290	9,423
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The dividends paid by the Company were fully franked at the tax rate of 30% (2013: 30%) and the recommended interim dividend will be fully franked at the tax rate of 30%.

Notes to the Financial Statements (continued)
For the half year ended 31 December 2014

3. Issues of Equity Securities

	No. of shares
Balance at the beginning of the financial year	72,493,302
Equity security issues under Dividend reinvestment plan and Bonus share plan	6,650,912
Other shares issued	12,000
	<u>79,156,214</u>
Balance at the end of the financial half year	<u>79,156,214</u>

No shares were issued during the comparative financial half year.

Weighted average number of ordinary shares used in the calculation of basic earnings per share is 73,473,751 (2013: 72,481,302).

4. Segment information

The major products/services from which the economic entity derived revenue during the half year remained unchanged and were the design, manufacture, distribution and sale of motor vehicle accessories and light metal engineering works.

The reportable segments of the consolidated entity are based on geographical locations comprising operations in Australia, USA, Thailand and Europe.

	Australia (\$'000s)	USA (\$'000s)	Thailand (\$'000s)	Europe (\$'000s)	Eliminations (\$'000s)	Consolidated (\$'000s)
2014						
Segment revenue						
Total segment revenue	159,628	15,732	21,672	2,978	(35,295)	164,715
Intersegmental revenues	(15,377)	-	(19,918)	-	35,295	-
Segment revenue from external source	144,251	15,732	1,754	2,978	-	164,715
Total segment result	15,197	1,219	4,205	200	(355)	20,466
Intersegmental eliminations	(355)	-	-	-	355	-
Segment result from external source	14,842	1,219	4,205	200	-	20,466
Total Segment Assets	254,708	15,994	37,898	4,709	(49,893)	263,416
Total Segment Liabilities	58,020	7,258	12,780	4,602	(30,080)	52,580
2013						
Segment revenue						
Total segment revenue	143,107	14,836	17,783	-	(27,220)	148,506
Intersegmental revenues	(11,035)	-	(16,185)	-	27,220	-
Segment revenue from external source	132,072	14,836	1,598	-	-	148,506
Total segment result	16,417	818	3,045	-	(132)	20,148
Intersegmental eliminations	(132)	-	-	-	132	-
Segment result from external source	16,285	818	3,045	-	-	20,148
Total Segment Assets	220,059	11,974	29,532	-	(39,299)	222,266
Total Segment Liabilities	42,847	6,712	8,694	-	(22,332)	35,921

5. Significant items

During the period, the Company purchased properties in Australia, namely the manufacturing facility and Head Office site located at Kilsyth, VIC and additional land and buildings in SA, QLD and VIC, at a combined cost of \$31 million.

There have been no other significant items during the half year ended 31 December 2014.

Notes to the Financial Statements (continued)
 For the half year ended 31 December 2014

6. Business combinations

During the half year the consolidated entity purchased a manufacturing business in Australia.

A summary of this transaction is:

	\$'000s
Total cost of combination	<u>2,504</u>
Assets and liabilities acquired	Fair value at acquisition
	\$'000s
Assets and liabilities acquired:	
Inventory	276
Plant and equipment	665
Deferred Tax Asset	36
Employee Entitlements	<u>(121)</u>
Net assets acquired	856
Goodwill	<u>1,648</u>

The goodwill on acquisition arises as a result of the business' reputation, employees and profitability.

Contributions since acquisition

For the half year ended 31 December 2014, the business acquired contributed revenue of \$1,411,000 and a profit after tax of \$265,000 which is included within the consolidated profit for that period.

7. Fair value measurements

As at 31 December 2014, the Company had foreign exchange contracts to buy various foreign currencies with a purchase value of A\$534,000 (2013: A\$2.1 million). The unrealised fair value loss of \$37,000 (2013: gain of \$27,000) is recorded in the cash flow hedge reserve.

The fair values of foreign exchange contracts have been determined based on observable inputs including foreign currency forward exchange rates. These instruments are classified as Level 2 in the fair value measurement hierarchy.

8. Subsequent events

There has been no other matters or circumstances, other than mentioned elsewhere in this report, which have arisen since 31 December 2014 that have significantly affected or may significantly affect:

- (a) the operations, in financial periods subsequent to 31 December 2014, of the consolidated entity, or
- (b) the results of those operations, or
- (c) the state of affairs, in financial periods subsequent to 31 December 2014, of the consolidated entity.

Directors' Declaration

The directors declare that the financial statements and notes set out on pages 5 to 12 are in accordance with the *Corporations Act 2001*, and:

- (a) Comply with the Australian Accounting Standard AASB 134 "Interim Financial Reporting", and the Corporations Regulations 2001, and other mandatory professional reporting requirements; and
- (b) Give a true and fair view of the financial position of the consolidated entity as at 31 December 2014 and of its performance for the half year ended on that date.

In the directors' opinion there are reasonable grounds to believe that ARB Corporation Limited 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.



Roger G Brown
Director



John R Forsyth
Director

Melbourne, 18 February, 2015

**ARB CORPORATION LIMITED
ABN 31 006 708 756
AND CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
ARB CORPORATION LIMITED**

We have reviewed the accompanying half-year financial report of ARB Corporation Limited and controlled entities, which comprises the condensed consolidated statement of financial position as at 31 December 2014, the condensed consolidated income statement, condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the half-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 period's end or from time to time during the half year.

Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility

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 the consolidated entity'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 ARB Corporation 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 other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

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



**ARB CORPORATION LIMITED
ABN 31 006 708 756
AND CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
ARB CORPORATION LIMITED**

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 ARB Corporation Limited is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

M J HARRISON
Partner

18 February 2015

PITCHER PARTNERS
Melbourne