

OLDFIELDS HOLDINGS LIMITED

ABN: 92 000 307 988

APPENDIX 4D

HALF-YEAR REPORT

FOR THE HALF-YEAR ENDED 31 DECEMBER 2016

APPENDIX 4D
HALF-YEAR REPORT
FOR THE HALF-YEAR ENDED 31 DECEMBER 2016

1) Company details

Name of entity: Oldfields Holdings Limited
ABN: 92 000 307 988
Reporting period: For the half-year ended 31 December 2016
Previous period: For the half-year ended 31 December 2015

2) Results for announcement to the market

	Dec-16 \$'000	Dec-15 \$'000	Movement Up / (Down)	
	\$'000	\$'000	%	
Revenues from ordinary activities	14,344	15,036	(692)	-4.6%
Profit (loss) from ordinary activities after tax attributable to the owners	360	36	324	900.0%
Profit (loss) after tax attributable to members of the parent entity	272	(110)	382	347.3%

The Group's net profit after tax has increased to \$360,000 for the six months ended 31 December 2016 compared to \$36,000 in 2015. This was due to improved strategies and reductions to costs throughout the business. The Group is confident that as it continues to invest in growth opportunities and improve its commitment to engaging further with customers, financial results will continue to improve in the second half of the year. Growth in the scaffolding division is expected to continue while the consumer division, although pursuing new opportunities, will be weaker without the sales to the Masters hardware chain following its closure (sales ceased August 2016) and challenges to growth in the outdoor storage business.

3) Review of operations and financial results

Refer to the accompanying Half-Year Financial Report for Consolidated Statement of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows.

Also refer to the Directors' Report in the accompanying Half-Year Financial Report for details on the result, including segment information and operating performance for the half-year ended 31 December 2016.

4) Dividends

No dividends have been paid or proposed during the half-year to members of Oldfields Holdings Limited.

5) Net tangible assets per security

	Dec-16 Cents per Share	Dec-15 Cents per Share
Net assets per security	5.160	5.863
Net tangible asset backing per ordinary security	4.099	4.780

6) Control gained or lost over entities

There was no control gained or lost over entities by the Group during the reporting period.

7) Details of associates and joint venture entities

The Group had no investment in associates and joint ventures during the reporting period.

8) Review status

The Oldfields Holdings Limited Half-Year Financial Report for the Period Ended 31 December 2016 has been subject to review by our external auditors. A copy of the Independent Review Report to the Owners of Oldfields Holdings Limited is included in the accompanying Half-Year Report.



Gregory John Park (Company Secretary)

Dated: 28 February 2017

Oldfields Holdings Limited

Half Year Report

Ended 31 December 2016



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DIRECTORS' REPORT

Your Directors present their report on the consolidated entity (referred to herein as the "Group") consisting of Oldfields Holdings Limited (referred to hereafter as the "Company" or "Parent Entity") and its controlled entities for the half-year ended 31 December 2016.

Directors

The names and details of the Directors of Oldfields Holdings Limited during the half-year and until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated.

Name:	Richard John Abela
Title:	Executive Director and Chief Executive Officer (appointed 12 December 2016)
Name:	William Lewis Timms
Title:	Non-executive Director and Chairman
Name:	Stephen Charles Hooper
Title:	Non-executive Director
Name:	Gregory John Park
Title:	Executive Director (appointed 6 December 2016) and Chief Financial Officer
Name:	Tony Joseph Grima
Title:	Executive Director and Chief Executive Officer (resigned 12 December 2016)

Principal Activities

The principal activities of the Group during the period were:

- manufacturing, importing and marketing of paint brushes, paint rollers, painter's tools and accessories;
- manufacturing and marketing garden sheds and outdoor storage systems;
- manufacturing, importing and marketing of scaffolding and related equipment; and
- hire and erection of scaffolding and related equipment.

There were no significant change in the nature of the Group's principal activities during the period. The majority of operations are conducted in Australia.

Review of Operations and Financial Results

Operating Results

Net operating profit for the Group after providing for income tax amounted to \$360,000 for the half-year ended 31 December 2016 (2015: Profit \$36,000).

The following table summarises the key reconciling items between statutory profit/(loss) after income tax attributable to the shareholders of the Group and Earnings before interest, tax, depreciation and amortisation ("EBITDA"). The Directors consider EBITDA to reflect the core earnings of the Group. EBITDA is a financial measure which is not prescribed by Australian Accounting Standard ("AAS") and represents the profit under AAS adjusted for specific non cash and significant items.

	Dec-16 \$'000	Dec-15 \$'000	Dec-14 \$'000	Dec-13 \$'000
Net Profit/(loss) for the period	360	36	(429)	(189)
Tax expense	113	189	124	120
Profit/(loss) before income tax	473	225	(305)	(69)
Depreciation and amortisation expense	378	519	636	582
Net finance costs	156	199	229	232
Unrealised foreign exchange losses	-	2	-	-
Revaluation of deferred senior loan note	142	127	114	101
EBITDA	1,149	1,072	674	846

The Group's revenue from continuing operations for the half-year ended 31 December 2016 was \$14,344,000 (2015: \$15,036,000), a decrease of 4.6% compared with the prior year. The decline coming from the Consumer division which was 24.2% lower in revenue primarily as a result of the closure of the Masters hardware chain (sales ceased Aug 2016) and a large one off sale in the prior year's first half. The scaffold division continues to grow its revenue having increased of 7.7% between the periods.

DIRECTORS' REPORT (continued)

Review of Operations and Financial Results (continued)

The Group's net profit after tax was \$360,000 (2015: \$36,000). The improved performance for the Group was in spite of the lower revenue as the business has continued to make improvements and reduce costs. The consolidated EBITDA increased from \$1,072K for the six months ended 31 December 2015 to \$1,149K for the six months ended 31 December 2016, which is an increase of 7.2%.

For the comparative 6 months, gross profit (revenue less cost of sales) declined from 46.6% in 2015 to 41.0% in 2016. The decrease being as a result of increased costs from overseas purchasing and selective lower sales prices to stimulate growth in the consumer division. The Group's depreciation & amortisation expense has decreased from \$519K to \$378K. This was largely a result of an impairment charge in the prior year lowering the depreciation base.

Net cash provided by operating activities was \$1,412,000 for the six months ended 31 December 2016, compared to \$555,000 for the six months ended 31 December 2015 enabling the business to increase its repayment of borrowings and purchases of plant & equipment.

The Group will continue with its engagement with customers to seek ways that will further add value to their business as well as to invest in growth opportunities. The Group is confident that these initiatives should be able to deliver improved financial results for the remainder of the financial year and into the future.

Review of Operations

(i) Consumer Products - Paint Applications and Outdoor Storage Solutions

Revenue for the consumer division decreased by 24.2% compared with the prior period. The closure of Masters during the first half of the year was extremely disappointing having positioned ourselves as the largest supplier within their paint accessories department. With the announcement of the potential closure of Masters and the Home Timber & Hardware chain occurring back in January 2016, this gave Oldfields time to minimise the impact as well as to initiate other plans to help mitigate the impact of the loss in revenue. The division is working hard to rejuvenate the offer with improved packaging, customer engagement and innovation.

Sales within the outdoor storage segment continue to be challenging. The segment is not core thereby limiting the allocation of investment that would otherwise be needed to create profitable growth of shed sales.

(ii) Scaffolding Division

For the six months ended 31 December 2016 the scaffold division revenues have increased by 7.7% compared to the previous period. The Australian building industry continues to expand however this is primarily in the eastern states as there is a clear softening in South & Western Australia. To ensure all branches continue to grow, the scaffold division has worked hard to increase the communication between state managers. This has assisted in identifying market opportunities as well as to improve the utilisation rates of the scaffold hire fleet.

International scaffold sales have increased compared with the prior year having benefited from working more closely with key accounts. This approach will continue and has resulted in the current investigation of an expanded range. The scaffold manufacturing operations in China continues to support the business well and is working on initiatives to lower its costs and decrease delivery times on its supply to customers.

Financial Position

The net assets of the Group have increased by \$277,000 from \$3,963,000 at 30 June 2016 to \$4,240,000 at 31 December 2016.

A key area of focus for the second half of 2017 will be to concentrate on profitable growth opportunities to further improve the net asset position of the Group.

Outlook

Revenue growth that is both profitable and sustainable is a major focus of the management team for the second half of the financial year. By engaging with our customers to understand their needs, the business is confident that it can respond to changes in the market, increase its importance to customers, and continue to deliver improved profitability.

Dividends

Since the start of the financial year, no dividends have been paid or declared by Oldfields Holdings Limited.

DIRECTORS' REPORT (continued)

Significant Changes in State of Affairs

There have been no significant changes in the state of affairs during or since the half-year ending 31 December 2016.

Events after the Reporting Period

The Group's banker has confirmed credit approval for the extension of the current banking facility to 31 August 2018.

Other than the above, no other significant events have occurred since 31 December 2016.

Rounding

Oldfields Holdings Limited is a type of company referred to in ASIC Legislative Instrument 2016/191 and therefore the amounts contained in this report and in the financial report have been rounded to the nearest \$1,000 (where rounding is applicable), or in certain cases, to the nearest dollar under the option permitted in the class order.

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporation Act 2001 is set out on the following page.

This Director's Report is signed in accordance with the resolution of the Board of Directors.



.....
Richard John Abela

Dated: 28 February 2017

DECLARATION OF INDEPENDENCE BY IAN HOOPER TO THE DIRECTORS OF OLDFIELDS HOLDINGS LIMITED

As lead auditor of Oldfields Holdings Limited for the period ended 31 December 2016, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Oldfields Holdings Limited and the entities it controlled during the period.



Ian Hooper
Partner

BDO East Coast Partnership

28 February 2017

HALF-YEAR FINANCIAL REPORT

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General Information

The interim financial report includes the consolidated financial statements for Oldfields Holdings Limited (the ultimate parent entity) and its controlled entities ("Oldfields" or the "Group"). The interim financial report is presented in Australian dollars which is Oldfields Holdings Limited's functional and presentation currency.

The interim financial report consists of the financial statements, notes to the financial statements and the directors' declaration.

Oldfields Holdings Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is :

*8 Farrow Road
Campbelltown, NSW, 2560, Australia*

A description of the nature of the Group's operations and its principal activities are included in the directors' report which is not part of the interim financial report. The interim financial report was authorised for issue with a resolution of Directors on 28 February, 2017. The Directors have the power to amend and reissue the interim financial report.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2016**

	Dec-16	Dec-15
	\$'000	\$'000
Sales revenue	14,344	15,036
Cost of sales	(8,457)	(8,029)
Gross profit	5,887	7,007
Other income	26	38
Expenses:		
Other expenses from ordinary activities:		
Distribution	(3,317)	(4,128)
Marketing	(153)	(170)
Occupancy	(657)	(810)
Administrative	(1,007)	(1,387)
Finance costs	(164)	(198)
Revaluation of deferred senior loan note derivative component	(142)	(127)
Profit before income tax	473	225
Tax expense	(113)	(189)
Net profit for the period	360	36
Other comprehensive income:		
Items that will be reclassified subsequently to profit or loss when specific conditions are met:		
Fair value gains on cash flow hedges (effective portion), net of tax	-	(30)
Exchange differences on translating foreign operations, net of tax	(7)	(3)
Other comprehensive income for the period, net of tax	(7)	(33)
Total comprehensive income for the period	353	3
Net profit for the period attributable to:		
Members of the parent entity	272	(110)
Non-controlling interest	88	146
Total net profit for the period	360	36
Comprehensive income attributable to:		
Members of the parent entity	265	(143)
Non-controlling interest	88	146
Total comprehensive income for the period	353	3

	Note	Cents	Cents
Earnings per share from continuing operations attributable to members of the parent entity:			
Basic profit (loss) per share	5 (c)	0.331	(0.134)
Diluted profit (loss) per share	5 (c)	0.331	(0.134)

The above statement should be read in conjunction with the accompanying notes.

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2016**

	Dec-16	Jun-16
	\$'000	\$'000
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	1,249	1,317
Trade and other receivables	3,744	3,667
Inventories	3,348	3,858
TOTAL CURRENT ASSETS	8,341	8,842
NON-CURRENT ASSETS		
Property, plant and equipment	5,154	4,944
Intangible assets	872	881
TOTAL NON-CURRENT ASSETS	6,026	5,825
TOTAL ASSETS	14,367	14,667
LIABILITIES		
CURRENT LIABILITIES		
Trade and other payables	2,602	2,670
Borrowings	2,624	1,997
Current tax liabilities	223	151
Employees benefit obligations	740	728
TOTAL CURRENT LIABILITIES	6,189	5,546
NON-CURRENT LIABILITIES		
Borrowings	1,277	2,567
Deferred tax liabilities	39	122
Employees benefit obligations	85	74
Derivative financial instruments	2,537	2,395
TOTAL NON-CURRENT LIABILITIES	3,938	5,158
TOTAL LIABILITIES	10,127	10,704
NET ASSETS	4,240	3,963
EQUITY		
Issued capital	21,106	21,106
Other reserves	17	24
Accumulated loss	(17,565)	(17,837)
Parent interest	3,558	3,293
Non-controlling interest	682	670
TOTAL EQUITY	4,240	3,963

The above statement should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2016

	Issued Capital \$'000	Other Reserves \$'000	Retained Earnings \$'000	Subtotal \$'000	Non- Controlling Interests \$'000	Total \$'000
Period ended 31 December 2016						
Balance at 1 July 2016	21,106	24	(17,837)	3,293	670	3,963
Comprehensive income						
Profit/(loss) for the period	-	-	272	272	88	360
Other comprehensive income for the period	-	(7)	-	(7)	-	(7)
Total comprehensive income for the period	-	(7)	272	265	88	353
Transactions with owners, in their capacity as owners:						
Dividends provided for or paid	-	-	-	-	(76)	(76)
Total transactions with owners and other transfers	-	-	-	-	(76)	(76)
Balance at 31 December 2016	21,106	17	(17,565)	3,558	682	4,240
Period ended 31 December 2015						
Balance at 1 July 2015	21,106	64	(16,835)	4,335	556	4,891
Comprehensive income						
Profit/(loss) for the period	-	-	(110)	(110)	146	36
Other comprehensive income for the period	-	(33)	-	(33)	-	(33)
Total comprehensive income for the period	-	(33)	(110)	(143)	146	3
Transactions with owners, in their capacity as owners:						
Dividends provided for or paid	-	-	-	-	(76)	(76)
Total transactions with owners and other transfers	-	-	-	-	(76)	(76)
Balance at 31 December 2015	21,106	31	(16,945)	4,192	626	4,818

The above statement should be read in conjunction with the accompanying notes.

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2016**

	Note	Dec-16 \$'000	Dec-15 \$'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		15,650	16,062
Payments to suppliers and employees		(14,046)	(15,309)
		<u>1,604</u>	<u>753</u>
Interest received		-	1
Other income received		26	34
Finance costs		(96)	(130)
Income tax paid		(124)	(96)
Interest paid on loan from related party		-	(7)
Net cash provided by operating activities		1,410	555
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of property, plant and equipment		29	110
Purchase of property, plant and equipment		(700)	(319)
Net cash used in investing activities		(671)	(209)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		474	298
Repayment of borrowings		(1,102)	(643)
Loan from related party			
- proceeds from borrowings		202	300
- repayments made		(202)	(300)
Dividends paid by controlled entities to non-controlling interests		(76)	(76)
Net cash used in financing activities		(704)	(421)
Net increase (decrease) in cash and cash equivalents		35	(75)
Net increase (decrease) in cash and cash equivalents		35	(75)
Cash and cash equivalents at beginning of the period		459	24
Cash and cash equivalents at end of the period	2	494	(51)

The above statement should be read in conjunction with the accompanying notes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 1 Summary of Significant Accounting Policies

Basis of Preparation

This general purpose interim financial report for the half-year reporting period ended 31 December 2016 has been prepared in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and the Corporation Act 2001, as appropriate for for-profit oriented entities.

This general purpose interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2016 and any public announcements made by the Group during the interim reporting period in accordance with the continuous disclosure requirements arising under the Australian Stock Exchange Listing Rules and *Corporation Act 2001*.

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

New, Revised or Amended Accounting Standards and Interpretations Adopted

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

Comparative Figures

Comparative figures have been adjusted to conform to changes in classification and presentation for the current period.

Note 2 Cash and Cash Equivalents

	Dec-16 \$'000	Dec-15 \$'000
Cash on hand	2	3
Cash at bank	1,247	723
Total cash and cash equivalents	1,249	726

Reconciliation to cash flow statement

The above cash balance is reconciled to the amount of cash shown in the statement of cash flows at the end of the financial period as follows:

	Dec-16 \$'000	Dec-15 \$'000
Cash and cash equivalents	1,249	726
Bank overdrafts	(753)	(777)
Balances per statement of cash flows	496	(51)

Note 3 Fair Value Measurements

The Group measures and recognises the following assets and liabilities at fair value on a recurring basis after initial recognition:

- Derivative financial instruments

The Group does not subsequently measure any liabilities at fair value on a non-recurring basis.

(a) Fair value hierarchy

AASB 13 requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level input that is significant to the measurement can be categorised into as follows:

Level 1	Level 2	Level 3
Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.	Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.	Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Note 3 Fair Value Measurements (continued)

The following tables provide the fair values of the Group's assets and liabilities measured and recognised on a recurring basis after initial recognition and their categorisation within the fair value hierarchy.

	Dec-16 Level 2 \$'000	Jun-16 Level 2 \$'000
Recurring fair value		
Forward exchange contracts	-	-
Derivative element of DSLN	2,537	2,395
Total liabilities recognised at fair value	2,537	2,395

There were no transfers between levels for assets or liabilities measured at fair value on a recurring basis during the reporting period (2015: no transfers).

(b) Valuation techniques and inputs used to measure Level 2 fair values

The derivative element of the Deferred Senior Loan Note (DSLN) of \$2,537,000 (June 2016: \$2,395,000) has been valued using Level 2 inputs which are included in the terms and conditions of this instrument. The main terms of the loan note are as follows:

- The DSLN is secured against assets of the Group;
- Interest will be capitalised and paid either on termination or early repayment;
- If the DSLN is repaid or partially repaid within the first 5 years, it will attract interest at 12% p.a.;
- If the DSLN is repaid or partially repaid after the first 5 years, the amount of interest paid will be dependent upon the share price of the Company, but capped at 12% p.a.;
- In the event that the weighted average share price of the Company is the same or below the issue price (10 cents) of the capital raised at the time of the repayment after the first 5 years, the only payment due will be the original debt;
- The DSLN noteholder will also be entitled to receive a payment to the equivalent value of any dividend payment made by the Group;
- Entitlement to a dividend-triggered payment will be based on the face value of the DSLN divided by the issue price upon commencement of the facility agreement; and
- Other normal conditions apply in respect to meeting gearing and interest cover ratios.

Accordingly, the DSLN has been identified as containing two main components: the core debt and a derivative element capturing the capital appreciation payment, interest and dividend-triggered entitlement. The core debt has been discounted by 12% to net present value over the expected term of the DSLN (being 10 years) and is included in non-current borrowings. The assessed value of the derivative takes into account the expected cash flows incorporating the term (10 years) and a discount rate of 12%.

There were no changes during the period in the valuation techniques used by the Group to determine Level 2 fair values.

Due to their short-term natures, the carrying amounts of current receivables, current trade and other payables and current interest bearing liabilities is assumed to approximate their fair value.

Note 4 Segment Information

General Information

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by Chief Operating Decision Maker (CODM), being the Board of Directors, in assessing performance and in determining the allocation of resources.

The Group is managed primarily on the basis of product category and service offerings as the diversification of the Group's operations inherently have notably different risk profiles and performance assessment criteria. Operating segments are therefore determined on the same basis.

Reportable segments disclosed are based on aggregating operating segments where the segments are considered to have similar economic characteristics and are also similar with respect to the following:

- The products sold and/or services provided by the segment;
- The manufacturing process;
- The type or class of customer for the products or service;
- The distribution method; and
- Any external regulatory requirements.

Types of products and services by segment

(i) Consumer Products

The consumer products segment manufactures and markets paint brushes, paint rollers, painters tools, garden sheds and outdoor storage systems.

(ii) Scaffolding

The scaffolding segment manufactures and markets scaffolding and related equipment. In addition, this segment is engaged in hiring scaffolding related products to the building and construction industry.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Note 4 Segment Information (continued) Operating Segments

Segment information

Operating Segment Performance	Consumer Products \$'000	Scaffolding \$'000	Intersegment Eliminations/ Unallocated \$'000	Total \$'000
December 2016				
Revenue				
Sales revenue	4,336	10,062	(54)	14,344
Total segment revenue	4,336	10,062	(54)	14,344
Other income	5	21	-	26
Total other income	5	21	-	26
Total revenue and other income	4,341	10,083	(54)	14,370
Adjusted segment EBITDA	(277)	1,663	(237)	1,149
Depreciation and amortisation expense	(20)	(326)	(32)	(378)
Interest income	-	-	-	-
Net loss on revaluation of DSLN at FVTPL	-	-	(142)	(142)
Finance costs	-	(8)	(148)	(156)
Unrealised foreign exchange loss	-	-	-	-
Profit/(loss) before income tax	(297)	1,329	(559)	473
Income tax expense	-	(113)	-	(113)
Profit/(loss) after income tax	(297)	1,216	(559)	360
Operating Segment Assets and Liabilities	Consumer Products \$'000	Scaffolding \$'000	Intersegment Eliminations/ Unallocated \$'000	Total \$'000
December 2015				
Revenue				
Sales revenue	5,718	9,341	(23)	15,036
Total segment revenue	5,718	9,341	(23)	15,036
Other income	2	36	-	38
Total other income	2	36	-	38
Total revenue and other income	5,720	9,377	(23)	15,074
Adjusted segment EBITDA	(190)	1,577	(315)	1,072
Depreciation and amortisation expense	(85)	(394)	(40)	(519)
Interest income	-	-	(1)	(1)
Net loss on revaluation of DSLN at FVTPL	-	-	(127)	(127)
Finance costs	-	-	(198)	(198)
Unrealised foreign exchange loss	-	-	(2)	(2)
Profit/(loss) before income tax	(275)	1,183	(683)	225
Income tax expense	-	(189)	-	(189)
Profit/(loss) after income tax	(275)	994	(683)	36
31 December 2016				
Segment assets	5,059	14,154	(4,846)	14,367
Segment liabilities	(2,775)	(663)	(6,688)	(10,127)
Segment net assets	2,284	13,491	(11,535)	4,240
30 June 2016				
Segment assets	5,038	12,960	(3,331)	14,667
Segment liabilities	(2,456)	(283)	(7,965)	(10,704)
Segment net assets	2,582	12,677	(11,296)	3,963

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Note 5 Earnings Per Share

		Dec-16 \$'000	Dec-15 \$'000
(a)	Reconciliation of earnings to profit or loss		
	Profit for the period	360	36
	Profit attributable to non-controlling equity interest	(88)	(146)
	Profit (loss) used to calculate basic EPS	272	(110)
(b)	Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	82,176,198	82,176,198
(c)	Profit (loss) per share	0.331	(0.134)

Note 6 Commitments & Contingencies

There have been no significant movements in commitments or contingencies since the previous reporting period, being 30 June 2016.

Note 7 Events After the Reporting Period

The Group's banker has confirmed credit approval for the extension of the current banking facility to 31 August 2018.

Other than the above, no other significant events have occurred since 31 December 2016.

DIRECTORS' DECLARATION

In the Directors' opinion:

1. the financial statements and notes thereto are in accordance with the Corporations Act 2001 and:
 - (a) comply with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
 - (b) give a true and fair view of the Group's financial position as at 31 December 2016 and of its performance for the half-year ended on that date; and
2. 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.



.....
Richard John Abela

Dated: 28 February 2017

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Oldfields Holdings Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Oldfields Holdings Limited, which comprises the consolidated statement of financial position as at 31 December 2016, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, notes comprising a statement of accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

The directors of 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 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 2016 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 Oldfields Holdings 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*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Oldfields Holdings Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.



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 Oldfields Holdings Limited is not 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 2016 and of its performance for the half-year ended on that date; and
- (ii) Complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

BDO East Coast Partnership

BDO

A handwritten signature in black ink, appearing to read 'Ian Hooper'.

Ian Hooper
Partner

Sydney, 28 February 2017

CORPORATE DIRECTORY

Directors

Richard John Abela
William Lewis Timms
Stephen Charles Hooper
Gregory John Park

Share Register

Boardroom Pty Ltd
Level 12, 225 George Street
Sydney NSW 2000

Company Secretary

Gregory John Park

Banker

Westpac Banking Corporation
Level 12, 55 Market Street
Sydney NSW 2000

Website

www.oldfields.com.au

Registered Office

Oldfields Holdings Limited
8 Farrow Road,
Campbelltown NSW 2560

Auditor

BDO East Coast Partnership
Level 11, 1 Margaret Street
Sydney NSW 2000

Principal Place of Business

Oldfields Holdings Limited
8 Farrow Road,
Campbelltown NSW 2560

Stock Exchange Listing

Oldfields Holdings Limited shares are listed on
the Australian Securities Exchange
(ASX code: OLH)