Cedar Woods Properties Limited

Appendix 4D

For the half-year ended 31 December 2017

1. Details of the reporting period

This report details the consolidated results of Cedar Woods Properties Limited and its controlled entities for the half-year ended 31 December 2017. Comparatives are for the half-year ended 31 December 2016.

2. Results for announcement to the market

		Dec 2017 <u>Half</u> \$'000	Dec 2016 <u>Half</u> \$'000	Change
2.1	Revenue	54,264	56,568	Down 4.1%
2.2	Profit after tax attributable to members	3,220	3,023	Up 6.5%
2.3	Net profit for the period attributable to members	3,220	3,023	Up 6.5%

		Dec 2017 <u>Half</u> cents	Dec 2016 <u>Half</u> cents	Change
2.4	Interim dividend per share, fully franked	12.0	12.0	No change
	Basic earnings per share	4.1	3.8	Up 6.5%
	Diluted earnings per share	4.1	3.8	Up 6.3%

Explanation

Refer to Company Announcement.

3. Net tangible assets per share (book value)

	Dec 2017	Dec 2016	Change
Net tangible assets per share (book value)	\$4.05	\$3.77	Up 7.4%

4. Details of entities over which control has been gained or lost during the period

Nil.

5. Details of dividends

The Board has declared a fully franked interim dividend of 12 cents per share payable on 27 April 2018. The dividend record date is 27 March 2018.

6. Dividend Reinvestment Plan and Bonus Share Plan

The Dividend Reinvestment Plan (DRP) is available for the interim dividend. Election forms must be received by 13 April 2018.

The Bonus Share Plan (BSP) is available for the interim dividend. The BSP election forms must be received by 13 April 2018.

The pricing period under the DRP and BSP comprises the two business days prior to and including the record date and the six business days after the record date.

The pricing methodology is the daily volume weighted average sale price of the ordinary shares in the Company quoted on the ASX during the pricing period, adjusted for the discount.

The discount applicable to the price under the DRP and BSP is 2.5%.

It is anticipated that the price under the DRP and BSP will be advised to ASX on 6 April 2018.

All ordinary shares allotted under the DRP or BSP will from the date of allotment rank equally in all respects with existing ordinary fully paid shares in the company.

Details of the DRP and BSP rules are available on the Shareholder Information page on the company website.

7. Details of joint venture entities

The reporting entity interest in Cedar Woods Wellard Limited is classified as a joint venture. The reporting entity owns a 32.5% shareholding at 31 December 2017 (Dec 2016 . 32.5%). The share of the net loss from the joint venture for the half-year ended 31 December 2017 amounted to \$83,000 (2016 . profit of \$153,000).

The reporting entity holds a 50% (Dec 2016: 50%) interest in Champion Bay Nominees Pty Ltd and BCM Apartment Trust at 31 December 2017. The reporting entitys interests in the BCM Apartment Trust and Champion Bay Nominees Pty Ltd were accounted for as joint ventures for the half-year ended 31 December 2016. As a result of a change in control of Champion Bay Nominees Pty Ltd during the year ended 30 June 2017, these entities were consolidated in the accounts of Cedar Woods Properties Limited at 30 June 2017.

8. Accounting for foreign entities

Not applicable.

9. Auditor's review report

No dispute or qualification exists in the auditor ϕ review report. Refer to the attached.



ABN 47 009 259 081

HALF-YEAR REPORT - 31DECEMBER 2017

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This 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 2017 and any public announcements made by Cedar Woods Properties Limited during the interim reporting period in accordance with continuous disclosure requirements of the *Corporations Act* 2001.

CORPORATE DIRECTORY

A.B.N. 47 009 259 081

Directors

William George Hames, BArch (Hons) MCU (Harvard) LFRAIA, MPIA, FAPI (Econ) ó Chairman Robert Stanley Brown, MAICD, AIFS ó Deputy Chairman Ronald Packer, BCom (UWA), FAICD, Solicitor Supreme Court of England & Wales ó Lead Independent Non-executive Director Valerie Anne Davies, FAICD ó Independent Non-executive Director Jane Mary Muirsmith, BCom (Hons), FCA, GAICD - Independent Non-executive Director

Company Secretary

Paul Samuel Freedman, BSc, CA, GAICD

Registered office and principal place of business

Nathan John Blackburne, BB, AMP, GAICD ó Managing Director

Ground Floor, 50 Colin Street WEST PERTH WA 6005

Postal address: P.O. Box 788 West Perth WA 6872

Phone: (08) 9480 1500

Email: email@cedarwoods.com.au Website: www.cedarwoods.com.au

Cedar Woods Properties Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is at Ground Floor, 50 Colin Street, WEST PERTH WA 6005. Its shares are listed on the Australian Stock Exchange.

Share registry

Computershare Investor Services Pty Ltd Level 11, 172 St Georges Terrace PERTH WA 6000

Auditor

PricewaterhouseCoopers 125 St Georges Terrace PERTH WA 6000

Securities exchange listing

Cedar Woods Properties Limited shares are listed on the Australian Securities Exchange Limited.

ASX Code

CWP

DIRECTORS' REPORT

Your directors present their report on the consolidated entity (referred to hereafter as the group) consisting of Cedar Woods Properties Limited and the entities it controlled at the end of, or during, the half-year ended 31 December 2017.

1. Directors

The following persons were directors of Cedar Woods Properties Limited during the whole of the half-year and up to the date of this report, except where stated:

William George Hames (Chairman)

Robert Stanley Brown (Deputy Chairman)

Ronald Packer (Lead Independent Non-executive Director)

Valerie Anne Davies (Independent Non-executive Director)

Jane Mary Muirsmith (Independent Non-executive Director, appointed 2 October 2017)

Paul Stephen Sadleir (Managing Director, retired 18 September 2017)

Timothy Robert Brown (Alternate for R S Brown, resigned 11 August 2017)

Nathan John Blackburne (Managing Director, appointed 18 September 2017)

2. Review of operations

The principal continuing activities of the group in the course of the half-year ended 31 December 2017 were that of property developer and investor and no significant change in the nature of those activities has taken place during that period.

A summary of consolidated revenues and results for the half-year ended 31 December 2017 is set out below:

	2017 \$'000	2016 \$'000
Revenue	54,264	56,568
Profit before income tax expense	4,678	4,236
Income tax expense	(1,458)	(1,213)
Net profit attributable to members of Cedar Woods Properties Limited	3,220	3,023

During the half-year the group continued the sale of lots and units at its residential projects in Australia.

The group searnings from period to period are dependent upon the timing of the settlements in each development. Management so focus is primarily on the achievement of full year results and the distribution of profits between half-years may from time to time be uneven due to the timing of settlements of significant projects.

3. Matters subsequent to the end of the period

No matter or circumstance has arisen since 31 December 2017 that has significantly affected the Companyøs operations, results or state of affairs.

4. Auditor's independence declaration

A copy of the auditor s independence declaration as required by section 307C of the *Corporations Act 2001* is set out on page 5.

DIRECTORS' REPORT (CONTINUED)

5. Rounding of amounts

The group is of a kind referred to in Class Order 2016/191 issued by the Australian Securities and Investments Commission, relating to the õrounding offö of amounts in the directorsø report and financial report. Amounts in the directorsø report and financial report have been rounded off to the nearest thousand dollars in accordance with that Class Order.

This report is made in accordance with a resolution of directors.

N J Blackburne Managing Director

Perth, Western Australia 21 February 2018



Auditor's Independence Declaration

As lead auditor for the review of Cedar Woods Properties Limited for the half-year ended 31 December 2017, 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 Cedar Woods Properties Limited and the entities it controlled during the period.

Helen Bathurst Partner PricewaterhouseCoopers

Helen Bottorst

Perth 21 February 2018

DIRECTORS' DECLARATION 31 DECEMBER 2017

In the directorsøopinion:

- (a) the financial statements and notes set out on pages 9 to 15 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - (ii) giving a true and fair view of the consolidated entity financial position as at 31 December 2017 and of its performance for the half-year ended on that date, and
- (b) there are reasonable grounds to believe that Cedar Woods Properties 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.

N J Blackburne Managing Director

Perth, Western Australia 21 February 2018



Independent auditor's review report to the members of Cedar Woods Properties Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Cedar Woods Properties Limited (the Company), which comprises the consolidated balance sheet as at 31 December 2017, the consolidated statement of changes in equity, consolidated cash flow statement and consolidated statement of profit or loss and other comprehensive income for the half-year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration for Cedar Woods Properties Limited. The consolidated entity comprises the Company and the entities it controlled during that 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 Australian 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 2017 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 Cedars Woods Properties 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*.



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 Cedar Woods Properties Limited is not in accordance with the *Corporations Act 2001* including:

- 1. giving a true and fair view of the consolidated entity's financial position as at 31 December 2017 and of its performance for the half-year ended on that date;
- 2. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Price vaterhouse Coopers

Price waterhouse Coopers

Helen Batturs

Helen Bathurst Partner Perth 21 February 2018

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2017

		Half-ye	ear
		2017	2016
		\$'000	\$'000
Revenue from operations		5 0.0 2 6	71.022
Sale of land and buildings		50,026	51,833
Development services		976	2,236
Rent from properties		2,938	2,034
Interest revenue		324 54,264	465
		54,204	56,568
Other Income	2	2,863	40
Expenses			
Cost of sales of land and buildings		(30,812)	(31,461)
Cost of providing development services		(690)	(1,624)
Other expenses from ordinary activities:			
Project operating costs		(9,670)	(8,619)
Occupancy		(339)	(331)
Administration		(8,955)	(8,002)
Other	3	(2)	(1,336)
Finance costs	3	(1,898)	(1,152)
Share of net (loss) profit of joint ventures accounted for			
using the equity method	_	(83)	153
Profit before income tax		4,678	4,236
Income tax expense	4 _	(1,458)	(1,213)
Profit for the half-year	<u> </u>	3,220	3,023
Total comprehensive income for the half-year		3,220	3,023
Total comprehensive income attributable to members	_	2.220	2.022
of Cedar Woods Properties Limited	_	3,220	3,023
		Half-ye	ear
Earnings per share for profit attributable to the ordinary	equity	2017	2016
holders of the company:		Cents	Cents
Basic earnings per share		4.1	3.8
Diluted earnings per share		4.1	3.8

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

CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2017

	NOTE	31 December 2017	30 June 2017
ASSETS		\$'000	\$'000
Current assets			
Cash and cash equivalents		4,947	8,400
Trade and other receivables		8,450	5,882
Inventories		135,650	95,145
Deferred development costs		2,238	831
Current tax assets	_	12,724	_
Total current assets	-	164,009	110,258
Non annual assats			
Non-current assets Receivables		201	1.6
Inventories		281 251 001	16
		351,991 14,312	326,969
Deferred development costs Investments accounted for using the equity method		4,042	14,893 4,125
Property, plant and equipment		6,473	5,122
Investment properties		42,995	43,425
Lease incentives		1,138	816
Total non-current assets	-	421,232	395,366
Total non-current assets	=	421,232	393,300
Total assets	- -	585,241	505,624
LIABILITIES			
Current liabilities			
Trade and other payables		25,981	24,175
Other financial liabilities	5	46,724	4,065
Current tax liabilities		-	9,701
Provisions	_	7,728	9,330
Total current liabilities	-	80,433	47,271
Non-current liabilities			
	6	170,324	97 240
Borrowings Derivative financial instruments	O	170,324 296	87,340 407
Other financial liabilities	5	1,224	37,412
Provisions	3	82	73
Deferred tax liabilities		13,480	2,887
Total non-current liabilities	-	185,406	128,119
Total non-current nabilities	-	103,400	120,117
Total liabilities	- -	265,839	175,390
N.A	-	210 402	220.224
Net assets	=	319,402	330,234
EQUITY			
Contributed equity	8	119,525	119,525
Reserves		355	210
Retained profits		199,522	210,499
Total equity	-	319,402	330,234
<u>.</u> ,	=		

The above consolidated balance sheet should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2017

Consolidated	NOTE	Contributed equity \$'000	Reserves	Retained profits \$'000	Total \$'000
Balance at 1 July 2016		119,525	159	187,504	307,188
Profit for the half-year Total comprehensive income for		<u>-</u>	-	3,023	3,023
the half-year			-	3,023	3,023
Transactions with owners in their capacity as owners: Transfers from reserves to retained					
profits	_	-	(6)	6	-
Dividends provided for or paid Employee share plan reserve	7	-	- 91	(13,017)	(13,017) 91
Emproyee share plan reserve		_	85	(9,988)	(9,903)
Balance at 31 December 2016		119,525	244	177,516	297,285
Balance at 1 July 2017		119,525	210	210,499	330,234
Profit for the half-year		_	_	3,220	3,220
Total comprehensive income for the half-year			-	3,220	3,220
Transactions with owners in their capacity as owners: Transfers from reserves to retained					
profits		-	(3)	3	-
Dividends provided for or paid	7	-	- 1.40	(14,200)	(14,200)
Employee share plan reserve		-	148 145	(10,977)	148 (10,832)
Balance at 31 December 2017		119,525	355	199,522	319,402

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

CONSOLIDATED CASH FLOW STATEMENT FOR THE HALF-YEAR ENDED 31 DECEMBER 2017

		Half	f-year
		2017	2016
		\$'000	\$'000
Cash flows from operating activities			
Receipts from customers (incl. GST)		64,172	60,614
Payments to suppliers and employees (incl. GST)		(33,916)	(28,647)
Payments for land and development		(84,022)	(42,200)
Interest received		220	184
Borrowing costs paid		(3,000)	(1,740)
Income taxes paid	_	(13,296)	(9,767)
Net cash outflows from operating activities	_	(69,842)	(21,556)
Cash flows from investing activities			
Payments for investment properties		(501)	(4,332)
Payments for property, plant and equipment		(1,814)	(611)
	_		
Net cash outflows from investing activities	_	(2,315)	(4,943)
Cash flows from financing activities			
Proceeds from borrowings		82,900	39,285
Dividends paid	7	(14,196)	(13,014)
			_
Net cash inflows from financing activities	_	68,704	26,271
Net decrease in cash and cash equivalents		(3,453)	(228)
Cash and cash equivalents at the beginning of the half-year		8,400	1,697
	_	•	<u>, </u>
Cash and cash equivalents at the end of the half-year	_	4,947	1,469

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 31 DECEMBER 2017

1. BASIS OF PREPARATION OF HALF-YEAR STATEMENT

This general purpose financial report for the interim half-year reporting period ended 31 December 2017 has been prepared in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*.

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report should be read in conjunction with the annual report for the year ended 30 June 2017 and any public announcements made by Cedar Woods Properties Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act* 2001

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

2. OTHER INCOME

	Half-	year
	2017 \$'000	2016 \$'000
Other project income	2,700	-
Sundry income	163	40
	2,863	40

3. EXPENSES

3. EXPENSES		
	Half	-year
	2017	2016
	\$'000	\$'000
Finance costs		
Interest and finance charges	3,090	1,667
Interest ó other financial liabilities	1,267	1,557
Unrealised financial instrument gains	(111)	(389)
Less: amount capitalised	(2,348)	(1,683)
Finance costs expensed	1,898	1,152
Depreciation of property, plant and equipment	389	294
Depreciation of investment properties	524	517
Other		
Write-down of inventory	_	1,336
Impairment of lease incentives and capitalised lease costs	2	-
1	2	1,336

4. INCOME TAX

Income tax expense is recognised based on management sestimate of the weighted average effective annual income tax rate expected for the full financial year, adjusted for current tax of prior periods. The estimated average annual tax rate used for the six months to 31 December 2017 is 31%, compared to 29% for the six months ended 31 December 2016. The tax rate has been impacted by adjustments for current tax of prior periods in relation to research and development tax credits claimed in prior years and the consolidation of entities outside of the Cedar Woods Properties Limited tax consolidated group into the consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 31 DECEMBER 2017 (CONTINUED)

5. OTHER FINANCIAL LIABILITIES

	31 December 2017 \$'000	30 June 2017 \$'000
Current		
Due to vendors of properties under contracts of sale	46,724	4,065
	46,724	4,065
Non-current Due to vendors of properties under contracts of sale	-	36,188
Other payables	1,224	1,224
	1,224	37,412

6. CURRENT AND NON-CURRENT BORROWINGS

Non-Current Borrowings

In January 2018 the group extended its \$175,000,000, 3-year corporate finance facility by an additional year to 30 November 2020. The facility has also been increased by \$30,000,000 to facilitate the ongoing growth of the company and its recent expansion into South Australia, bringing the total ongoing facility to \$205,000,000. The facility is a club facility with a security trustee, providing the flexibility for other banks to enter, should the group requirements grow and more lenders are required. Currently the facility is provided on a joint basis by ANZ and Commonwealth Bank trading as Bankwest. The club facility will continue to provide funding for Cedar Woodsø existing operations, ongoing development of its projects and future acquisitions, and provides the company with access to competitively priced long-term funding.

The group has an investment facility of \$30,000,000 in place for the Williams Landing Shopping Centre provided by Commonwealth Bank trading as Bankwest. The facility extends to February 2019.

7. DIVIDENDS

	Half	Half-year	
	2017 \$'000	2016 \$'000	
Ordinary shares			
Dividends provided for or paid during the half-year: Paid in cash	14,196	13,014	
Applied to the employee share plan loans	4	3	
	14,200	13,017	

Dividends not recognised at the end of the half-year

In addition to the above dividends, since the end of the half year the directors have recommended the payment of an interim dividend of 12 cents per fully paid ordinary share (2016 ó 12 cents), fully franked based on tax paid at 30%. A final dividend is also expected to be paid following the completion of the financial year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 31 DECEMBER 2017 (CONTINUED)

8. CONTRIBUTED EQUITY

	Half-year	
	2017	2016
	\$'000	\$'000
Share capital at the beginning of the reporting period 6 78,891,681		
(2016 ó 78,891,681) ordinary shares	119,525	119,525
Share capital at the end of the reporting period ó 78,891,681		
(2016 ó 78,891,681) ordinary shares	119,525	119,525

9. CONTINGENT LIABILITIES

At 31 December 2017 bank guarantees totalling \$15,996,000 (30 June 2017 - \$15,438,000) had been provided to various state and local authorities supporting development and maintenance commitments.

10. SEGMENT INFORMATION

The board has determined the operating segment based on the reports reviewed by the Managing Director that are used to make strategic decisions.

The board has considered the business from both a product and a geographic perspective and has determined that the group operates a single business in a single geographic area and hence has one reportable segment.

The group engages in property development and investment which takes place in Australia. The group has no separate business units or divisions.

The internal reporting provided to the Managing Director includes key performance information at a whole of group level. The Managing Director uses the internal information to make strategic decisions, based primarily upon the expected future outcome of those decisions on the group as a whole. Material decisions to allocate resources are generally made at a whole of group level.

The group mainly sells products to the public and is not reliant upon any single customer for 10% or more of the group revenue.

All of the group assets are held within Australia.

The Managing Director assesses the performance of the operating segment based on the net profit after tax, earnings per share and net tangible assets per share.