



29 August 2013

The Manager
Company Announcements Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**WESTFIELD RETAIL TRUST (ASX: WRT)
HALF YEAR RESULTS FOR PERIOD ENDED 30 JUNE 2013**

Please find attached the Appendix 4D for Westfield Retail Trust in relation to the six month period to 30 June 2013.

Yours faithfully
WESTFIELD RETAIL TRUST

A handwritten signature in blue ink, appearing to be "Katherine Grace", written over a light blue grid background.

**Katherine Grace
Company Secretary**

Encl.



Westfield Retail Trust Half-Year Report

**Under ASX listing rule 4.2A.3 (Appendix 4D)
Westfield Retail Trust¹ for the 6 months ended 30 June 2013²
Results for announcement to the market**

A\$ MILLION	Current Period 6 months 30 June 2013	Previous Corresponding Period 6 months 30 June 2012	Increase/ (Decrease) %
Revenue - consolidated and equity accounted	549.6	531.7	3.4
A-IFRS profit after tax, attributable to unitholders of Westfield Retail Trust	402.1	416.9	(3.6)
Funds from operations	300.5	292.0	2.9
Funds from operations per stapled security	9.929 cents	9.561 cents	3.8

It is recommended that the financial report be considered together with any public announcements made by Westfield Retail Trust during the period ended 30 June 2013 in accordance with the continuous disclosure obligations arising under the Corporations Act 2001 (Cth).

	Cents Per WRT Ordinary Stapled Security
Interim distribution to be paid on 30 August 2013, comprising:	9.925
- Distribution in respect of a WRT1 unit ³	9.925
- Distribution in respect of a WRT2 unit	Nil
Record date for determining entitlements to the distribution	5:00pm on 15 August 2013

1. Entities that form the stapled entity are Westfield Retail Trust 1 ARSN 146 934 536 (WRT1) and Westfield Retail Trust 2 ARSN 146 934 652 (WRT2).
2. In accordance with the Australian equivalents to International Financial Reporting Standards (A-IFRS).
3. The distribution in respect of WRT1 units is estimated to be approximately 20% tax deferred.

Westfield Retail Trust¹

Interim Financial Report

For the half-year ended 30 June 2013



Index	Page
Income Statement	1
Statement of Comprehensive Income	2
Distribution Statement	3
Balance Sheet	4
Statement of Changes in Equity	5
Cash Flow Statement	6
Notes to the Financial Statements	7
Directors' Declaration	24
Independent Auditor's Review Report	25
Directors' Report	26
Corporate Directory	28
Additional Information	29
Appendix 1 – Property Portfolio	30

¹ Westfield Retail Trust comprises Westfield Retail Trust 1 ABN 66 744 282 872 ARSN 146 934 536 and Westfield Retail Trust 2 ABN 11 517 229 138 ARSN 146 934 652, which entities are collectively known as the **Trust** and the units of which are stapled.

WESTFIELD RETAIL TRUST
INCOME STATEMENT

for the half-year ended 30 June 2013

	Note	30 Jun 13 \$million	30 Jun 12 \$million
Revenue			
Property revenue	2	267.4	251.0
		267.4	251.0
Share of after tax profits of equity accounted entities			
Property revenue		282.2	280.7
Property revaluations		60.1	83.0
Property expenses, outgoings and other costs		(75.6)	(74.3)
Capital transactions and related costs		0.8	(0.2)
Net interest expense		0.2	(0.8)
Tax expense		(10.1)	(8.1)
	10(b)	257.6	280.3
Expenses			
Property expenses, outgoings and other costs		(71.8)	(68.5)
Corporate costs		(18.3)	(18.6)
		(90.1)	(87.1)
Interest income		0.7	0.7
Currency derivatives	3	(0.7)	-
Financing costs	4	(66.9)	(101.4)
Property revaluations		35.0	74.0
Profit before tax		403.0	417.5
Tax expense	6	(0.9)	(0.6)
Profit after tax for the period		402.1	416.9
Profit after tax for the period attributable to:			
- Unitholders of Westfield Retail Trust 1		399.7	414.9
- Unitholders of Westfield Retail Trust 2		2.4	2.0
Profit after tax for the period		402.1	416.9
		cents	cents
Basic earnings per stapled security	7(a)	13.29	13.65
Diluted earnings per stapled security	7(a)	13.29	13.65
Basic earnings per unit attributable to unitholders of Westfield Retail Trust 1		13.21	13.58
Diluted earnings per unit attributable to unitholders of Westfield Retail Trust 1		13.21	13.58

WESTFIELD RETAIL TRUST
STATEMENT OF COMPREHENSIVE INCOME

for the half-year ended 30 June 2013

	30 Jun 13 \$million	30 Jun 12 \$million
Profit after tax for the period	402.1	416.9
Other comprehensive income		
<i>Movement in foreign currency translation reserve</i>		
- Net exchange difference on translation of foreign operations ¹	35.5	16.4
Total comprehensive income for the period	437.6	433.3
Total comprehensive income for the period attributable to:		
- Unitholders of Westfield Retail Trust 1	435.2	431.3
- Unitholders of Westfield Retail Trust 2	2.4	2.0
Total comprehensive income for the period	437.6	433.3

¹ Items of other comprehensive income will be reclassified to the income statement when specific conditions are met in future periods.

WESTFIELD RETAIL TRUST
DISTRIBUTION STATEMENT

for the half-year ended 30 June 2013

	Note	30 Jun 13 \$million	30 Jun 12 \$million
Profit after tax for the period		402.1	416.9
Adjusted for:			
- Property revaluations - consolidated		(35.0)	(74.0)
- Property revaluations - equity accounted		(60.1)	(83.0)
- Amortisation of tenant allowances - consolidated		4.4	4.0
- Amortisation of tenant allowances - equity accounted		5.2	5.3
- Net fair value loss on currency derivatives that do not qualify for hedge accounting		0.5	-
- Deferred tax - equity accounted		1.9	(0.4)
- Net (gain)/loss on capital transactions and capital transaction costs - equity accounted		(0.8)	0.2
- Net fair value (gain)/loss on interest rate hedges that do not qualify for hedge accounting - consolidated		(17.7)	22.8
- Net fair value loss on interest rate hedges that do not qualify for hedge accounting - equity accounted		-	0.2
Funds from operations¹	7(b)	300.5	292.0
Less: amount retained		(3.2)	(9.5)
Distribution for the period		297.3	282.5
Distribution paid for the period from 1 January 2012 to 30 June 2012	14(a)	-	282.5
Distribution payable for the period from 1 January 2013 to 30 June 2013	14(a)	297.3	-
Distribution for the period		297.3	282.5
Funds from operations per stapled security (cents)	7(a)	9.929	9.561
Distribution per stapled security (cents)		9.925	9.250
Weighted average number of stapled securities on issue for the period		3,026,394,383	3,054,166,195
Number of stapled securities (at record date) entitled to distributions		2,995,945,800	3,054,166,195

¹ For the financial period commencing 1 January 2013, the Trust's distribution policy was changed to allow for a payout ratio of up to 100% of its funds from operations in each year subject to general business, financial and capital expenditure conditions as well as other factors considered relevant by the Board. The 2012 comparative information has been restated to be consistent with this change.

WESTFIELD RETAIL TRUST

BALANCE SHEET

as at 30 June 2013

	Note	30 Jun 13 \$million	31 Dec 12 \$million
Current assets			
Cash and cash equivalents		23.2	17.1
Trade debtors		6.2	5.6
Receivables		24.4	21.1
Prepayments and deferred costs		7.4	12.8
Total current assets		61.2	56.6
Non current assets			
Investment properties	8	6,549.5	6,482.1
Equity accounted investments	10(c)	6,947.0	6,791.7
Derivative assets	11	4.1	-
Deferred tax assets		0.6	0.6
Prepayments and deferred costs		5.6	8.1
Total non current assets		13,506.8	13,282.5
Total assets		13,568.0	13,339.1
Current liabilities			
Trade creditors		39.6	45.6
Payables and other creditors		71.3	63.9
Interest bearing liabilities	12	0.2	0.2
Tax payable		0.5	2.1
Derivative liabilities	11	1.6	0.1
Total current liabilities		113.2	111.9
Non current liabilities			
Payables and other creditors		2.8	1.8
Interest bearing liabilities	12	3,011.2	2,772.2
Derivative liabilities	11	33.5	48.0
Total non current liabilities		3,047.5	2,822.0
Total liabilities		3,160.7	2,933.9
Net assets		10,407.3	10,405.2
Equity attributable to unitholders of Westfield Retail Trust 1			
Contributed equity	13(b)	9,066.6	9,212.4
Reserves		53.2	17.7
Retained profits		1,267.9	1,157.6
Total equity attributable to unitholders of Westfield Retail Trust 1		10,387.7	10,387.7
Equity attributable to unitholders of Westfield Retail Trust 2			
Contributed equity	13(b)	11.3	11.6
Retained profits		8.3	5.9
Total equity attributable to unitholders of Westfield Retail Trust 2		19.6	17.5
Total equity		10,407.3	10,405.2

WESTFIELD RETAIL TRUST
STATEMENT OF CHANGES IN EQUITY
for the half-year ended 30 June 2013

	<i>Comprehensive income</i>	<i>Movement in equity and reserves</i>	Total	Total
	30 Jun 13	30 Jun 13	30 Jun 13	30 Jun 12
	\$million	\$million	\$million	\$million
Changes in equity attributable to unitholders of Westfield Retail Trust 1				
Opening balance of contributed equity	-	9,212.4	9,212.4	9,236.4
- Movement in contributed equity	-	(145.8)	(145.8)	-
Closing balance of contributed equity	-	9,066.6	9,066.6	9,236.4
Opening balance of reserves	-	17.7	17.7	(4.0)
- Movement in foreign currency translation reserve	35.5	-	35.5	16.4
Closing balance of reserves	35.5	17.7	53.2	12.4
Opening balance of retained profits	-	1,157.6	1,157.6	865.9
- Profit after tax for the period	399.7	-	399.7	414.9
- Distributions paid	-	(289.4)	(289.4)	(252.0)
Closing balance of retained profits	399.7	868.2	1,267.9	1,028.8
Closing balance of equity attributable to unitholders of Westfield Retail Trust 1	435.2	9,952.5	10,387.7	10,277.6
Changes in equity attributable to unitholders of Westfield Retail Trust 2				
Opening balance of contributed equity	-	11.6	11.6	11.6
- Movement in contributed equity	-	(0.3)	(0.3)	-
Closing balance of contributed equity	-	11.3	11.3	11.6
Opening balance of retained profits	-	5.9	5.9	5.8
- Profit after tax for the period	2.4	-	2.4	2.0
- Distributions paid	-	-	-	(4.5)
Closing balance of retained profits	2.4	5.9	8.3	3.3
Closing balance of equity attributable to unitholders of Westfield Retail Trust 2	2.4	17.2	19.6	14.9
Total equity	437.6	9,969.7	10,407.3	10,292.5

WESTFIELD RETAIL TRUST

CASH FLOW STATEMENT

for the half-year ended 30 June 2013

	Note	30 Jun 13 \$million	30 Jun 12 \$million
Cash flows from operating activities			
Receipts in the course of operations (including Goods and Services Tax (GST))		294.6	284.4
Payments in the course of operations (including GST)		(92.5)	(90.1)
Settlement of income hedging currency derivatives		(0.2)	-
Distributions received from equity accounted entities		148.5	173.5
Interest received from equity accounted entities		9.7	12.5
Income and withholding taxes paid		(2.4)	(2.1)
GST paid		(18.1)	(7.7)
Net cash flows from operating activities		339.6	370.5
Cash flows used in investing activities			
Payments of capital expenditure for property investments		(28.1)	(24.9)
Payments for the purchase of plant and equipment		-	(0.2)
Net inflows from/(outflows for) investments in and loans to equity accounted entities		7.9	(55.1)
Financing costs capitalised to development projects and construction in progress		(1.9)	(4.7)
Net cash flows used in investing activities		(22.1)	(84.9)
Cash flows used in financing activities			
Buy-back of stapled securities ¹		(149.0)	-
Net proceeds from interest bearing liabilities		209.3	1,418.2
Payment of Westfield Sydney Facility and Project Design and Construction loans to Westfield Group		-	(1,340.0)
Financing costs excluding interest capitalised to development projects and construction in progress		(83.0)	(114.9)
Interest received		0.7	0.7
Distributions paid	14(b)	(289.4)	(256.5)
Net cash flows used in financing activities		(311.4)	(292.5)
Net increase/(decrease) in cash and cash equivalents held		6.1	(6.9)
Add: opening cash and cash equivalents brought forward		17.1	18.9
Effects of exchange rate changes on opening cash and cash equivalents brought forward		-	-
Cash and cash equivalents at the end of the period		23.2	12.0

¹ Included in the buy-back of stapled securities of \$149.0 million is \$2.9 million of stapled securities bought back prior to 30 June 2013 and cancelled after 30 June 2013.

WESTFIELD RETAIL TRUST

NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

1 BASIS OF PREPARATION OF THE FINANCIAL REPORT

(a) Corporate information

The financial report of Westfield Retail Trust, comprising Westfield Retail Trust 1 ARSN 146 934 536 (**WRT1**) and Westfield Retail Trust 2 ARSN 146 934 652 (**WRT2**) (together the **Trust**) and their respective controlled entities, for the half-year ended 30 June 2013, was approved in accordance with a resolution of the Board of Directors of RE1 Limited (as responsible entity of WRT1) on 29 August 2013. WRT1 was registered with ASIC as a managed investment scheme on 2 November 2010 and commenced trading on 21 December 2010.

The nature of the operations and principal activities of the Trust are described in the Directors' Report.

(b) Basis of preparation

WRT1 was registered with ASIC as a managed investment scheme on 2 November 2010 and commenced trading on 21 December 2010.

The half-year financial report does not include all notes of the type normally included in the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the consolidated entity as the annual financial report.

The half-year financial report should be read in conjunction with the annual financial report of the Trust as at 31 December 2012.

It is also recommended that the half-year financial report be considered together with any public announcements made by the Trust during the half-year ended 30 June 2013 in accordance with the continuous disclosure obligations arising under the Corporations Act 2001.

(c) Basis of accounting

The half-year financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the Corporations Regulations 2001 and AASB 134 *Interim Financial Reporting* .

The half-year financial report has been prepared on a historical cost basis, except for investment properties, investment properties within equity accounted investments, derivative financial instruments and financial assets at fair value through profit and loss. The carrying values of recognised assets and liabilities that are hedged with fair value hedges and are otherwise carried at cost are adjusted to record changes in the fair values attributable to the risks that are being hedged.

For the purpose of preparing the half-year financial report, the half-year has been treated as a discrete reporting period.

The half-year financial report has been prepared using the same accounting policies as used in the annual financial report for the year ended 31 December 2012 except for the changes required due to amendments to the accounting standards noted below.

This financial report is presented in Australian dollars.

WESTFIELD RETAIL TRUST

NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

1 BASIS OF PREPARATION OF THE FINANCIAL REPORT (CONTINUED)

(d) New accounting standards and interpretations

The Trust has adopted the following new or amended standards which became applicable on 1 January 2013.

- *AASB 10 Consolidated Financial Statements* . This standard broadens the situations where an entity is likely to be considered to control another entity and includes new guidance for determining control of an entity; and
- *AASB 11 Joint Arrangements* . This standard uses the principle of control in AASB 10 to define joint control and removes the option to account for jointly controlled entities using the proportionate consolidation method. Joint operations that give the joint venture parties a right to the underlying assets and obligations is accounted for by recognising the share of those assets and obligations; and
- *AASB 12 Disclosure of Interests in Other Entities* . The standard introduces new disclosures about judgements made by management in determining whether control exists, and requires summarised information about joint arrangements, associates, structured entities and subsidiaries with external non controlling interests; and
- *AASB 13 Fair Value Measurement* . The standard establishes a single source of guidance for determining the fair value of assets and liabilities.

The Trust has also adopted the following amendments to accounting standards as a result of the revision of related standards and the Annual Improvement Projects (for non-urgent changes).

- AASB 2011-8 Amendments to Australian Accounting Standards arising from AASB 13; and
- AASB 2011-9 Amendments to Australian Accounting Standards – Presentation of Items of Other Comprehensive Income.

For the period, the adoption of these new or amended standards has no material impact on the financial statements of the Trust.

(e) Rounding

In accordance with ASIC Class Order 98/100, the amounts shown in the financial report have, unless otherwise indicated, been rounded to the nearest tenth of a million dollars. Amounts shown as 0.0 represent amounts less than \$50,000 that have been rounded down.

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

	Note	30 Jun 13 \$million	30 Jun 12 \$million
2 Property revenue			
Shopping centre rent and other property income		271.8	255.0
Amortisation of tenant allowances		(4.4)	(4.0)
		267.4	251.0
3 Currency derivatives			
Realised loss on income hedging currency derivatives		(0.2)	-
Net fair value loss on currency derivatives that do not qualify for hedge accounting		(0.5)	-
		(0.7)	-
4 Financing costs			
Gross financing costs (excluding net fair value gain or loss on interest rate hedges that do not qualify for hedge accounting)			
- interest bearing liabilities		(86.3)	(69.3)
- interest bearing liabilities with related entities		-	(13.9)
- financing costs capitalised to development projects and construction in progress		1.9	4.7
Financing costs		(84.4)	(78.5)
Net fair value gain/(loss) on interest rate hedges that do not qualify for hedge accounting		17.7	(22.8)
Finance leases interest expense		(0.2)	(0.1)
		(66.9)	(101.4)
5 Significant items			
The following significant items are relevant in explaining the financial performance of the business:			
Property revaluations - consolidated		35.0	74.0
Property revaluations - equity accounted	10(b)	60.1	83.0
Net fair value loss on currency derivatives that do not qualify for hedge accounting	3	(0.5)	-
Deferred tax expense - equity accounted	10(b)	(1.9)	0.4
Capital transactions and related costs - equity accounted	10(b)	0.8	(0.2)
Net fair value gain/(loss) on interest rate hedges that do not qualify for hedge accounting - consolidated	4	17.7	(22.8)
Net fair value loss on interest rate hedges that do not qualify for hedge accounting - equity accounted	10(b)	-	(0.2)
6 Taxation			
Tax expense			
Current - underlying tax		(0.9)	(0.6)
Deferred tax		-	-
		(0.9)	(0.6)
The prima facie tax on profit before tax is reconciled to the income tax expense provided in the financial statements as follows:			
Profit before income tax		403.0	417.5
Share of after tax profits of equity accounted entities	10(b)	(257.6)	(280.3)
Profit before income tax - consolidated		145.4	137.2
Prima facie tax expense on consolidated profit at 30%		(43.6)	(41.2)
Australian trust income not assessable		34.9	21.7
Property revaluations not assessable		10.5	22.2
Tax on intra-group transactions		(2.7)	(3.3)
Tax expense		(0.9)	(0.6)

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

	Note	30 Jun 13 cents	30 Jun 12 cents
7 Earnings per stapled security			
7(a) Summary of earnings and funds from operations per stapled security			
Basic earnings per stapled security		13.29	13.65
Diluted earnings per stapled security		13.29	13.65
Basic funds from operations per stapled security		9.929	9.561
Diluted funds from operations per stapled security		9.929	9.561
7(b) Funds from operations			
Reconciliation of profit after tax to funds from operations:		\$million	\$million
Profit after tax for the period		402.1	416.9
Property revaluations - consolidated		(35.0)	(74.0)
Property revaluations - equity accounted	10(b)	(60.1)	(83.0)
Amortisation of tenant allowances - consolidated	2	4.4	4.0
Amortisation of tenant allowances - equity accounted	10(b)	5.2	5.3
Net fair value loss on currency derivatives that do not qualify for hedge accounting	3	0.5	-
Deferred tax expense - equity accounted	10(b)	1.9	(0.4)
Capital transactions and related costs - equity accounted	10(b)	(0.8)	0.2
Net fair value (gain)/loss on interest rate hedges that do not qualify for hedge accounting - consolidated	4	(17.7)	22.8
Net fair value loss on interest rate hedges that do not qualify for hedge accounting - equity accounted	10(b)	-	0.2
Funds from operations for the period		300.5	292.0
Funds from operations, prepared in the proportionate format (refer to Note 18), is represented by:			
Property revenue (excluding amortisation of tenant allowances)	2,10(b),18	559.2	541.0
Property expenses, outgoing and other costs	18	(147.4)	(142.8)
Net property income		411.8	398.2
Corporate costs	18	(18.3)	(18.6)
Funds from operations before interest and tax		393.5	379.6
Interest income	18	1.3	1.1
Financing costs (excluding net fair value gain or loss) ¹	4,10(b),18	(85.0)	(79.6)
Currency derivatives (excluding net fair value gain or loss and exchange differences)		(0.2)	-
Tax expense (excluding deferred tax) ²	18	(9.1)	(9.1)
Funds from operations for the period		300.5	292.0

¹ Financing costs (excluding net fair value gain or loss) consists of gross financing cost net of financing cost capitalised of \$84.4 million (30 June 2012: \$78.5 million), finance leases interest expense of \$0.2 million (30 June 2012: \$0.1 million) and equity accounted financing costs of \$0.4 million (30 June 2012: \$1.0 million).

² Tax expense (excluding deferred tax and tax on capital transactions) consists of tax expense on underlying operations of \$0.9 million (30 June 2012: \$0.6 million) and equity accounted underlying current tax of \$8.2 million (30 June 2012: \$8.5 million).

Funds from operations (FFO) is a widely recognised measure of the performance of real estate investment groups by the property industry and is a useful supplemental measure of operating performance.

The National Association of Real Estate Investment Trusts (NAREIT), a US based representative body for publicly traded real estate companies, defines FFO as net income (computed in accordance with the United States Generally Accepted Accounting Principles), excluding gains (or losses) from sales of property plus depreciation and amortisation, and after adjustments for unconsolidated partnerships and joint ventures. Adjustments for unconsolidated partnerships and joint ventures will be calculated to reflect funds from operations on the same basis.

As the Trust has a significant portion of non Australian domiciled investors and to assist in the comparison of the Trust's performance with other real estate investment groups in Australia and overseas, the additional FFO information as shown in this note is based on the NAREIT definition.

The Trust's measure of FFO is adjusted to reflect that the Trust's profit after tax and external non controlling interests is reported in accordance with the Australian Accounting Standards and International Financial Reporting Standards. In calculating the Trust's measure of FFO, property revaluations of consolidated and equity accounted property investments, gains/losses on property sales, net fair value gains or losses on ineffective interest rate hedges, deferred tax, gains/losses from capital transactions and amortisation of tenant allowances are excluded from the reported profit after tax.

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

7 Earnings per stapled security (continued)

7(c) Income and security data

The following reflects the income data used in the calculations of basic and diluted earnings per stapled security:

	30 Jun 13	30 Jun 12
	\$million	\$million
Earnings used in calculating basic earnings per stapled security ¹	402.1	416.9
Adjustment to earnings relating to options which are considered dilutive	-	-
Earnings used in calculating diluted earnings per stapled security	402.1	416.9

¹ Refer to the income statement for details of the profit after tax

The following reflects the income data used in the calculations of basic and diluted FFO per stapled security:

FFO used in calculating basic FFO per stapled security	300.5	292.0
Adjustment to FFO on options which are considered dilutive	-	-
FFO used in calculating diluted FFO per stapled security	300.5	292.0

The following reflects the security data used in the calculations of basic and diluted earnings per stapled security; and basic and diluted FFO per stapled security:

	No. of ordinary stapled securities	No. of ordinary stapled securities
Weighted average number of ordinary securities used in calculating basic earnings/FFO per stapled security	3,026,394,383	3,054,166,195
Security options which are dilutive	-	-
Adjusted weighted average number of ordinary stapled securities used in calculating diluted earnings/FFO per stapled security	3,026,394,383	3,054,166,195

	Note	30 Jun 13 \$million	31 Dec 12 \$million
8 Investment properties			
Non current			
Shopping centre investments		6,455.5	6,405.4
Development projects and construction in progress		94.0	76.7
		6,549.5	6,482.1

9 Details of shopping centre investments

Consolidated Australian shopping centres	8	6,455.5	6,405.4
Equity accounted Australian shopping centres	10(c)	5,888.7	5,829.8
Equity accounted New Zealand shopping centres	10(c)	1,138.7	1,061.6
		13,482.9	13,296.8

Investment properties are carried at the Directors' determination of fair value which takes into account latest independent valuations, with updates at each balance date of independent valuations that were prepared previously. The carrying amount of investment properties comprises the original acquisition cost, subsequent capital expenditure, tenant allowances, deferred costs, ground leases, straight line rent and revaluation increments and decrements.

Independent valuations are conducted in accordance with International Valuation Standards Council for Australian and New Zealand properties. The independent valuation uses the capitalisation of net income method and the discounting of future net cash flows to their present value method.

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS
for the half-year ended 30 June 2013

10 Equity accounted investments

10(a) Equity accounted entities' economic interest

Name of investments	Type of equity	Balance date	Economic	Economic
			interest	interest
			30 Jun 13	31 Dec 12
			%	%
Australian investments¹				
Bondi Junction	Trust units	31 Dec	50.0	50.0
Chatswood	Trust units	31 Dec	50.0	50.0
Doncaster	Trust units	31 Dec	25.0	25.0
Fountain Gate	Trust units	31 Dec	50.0	50.0
Hornsby	Trust units	31 Dec	50.0	50.0
Karrinyup ²	Trust units	30 Jun	16.7	16.7
Knox	Trust units	31 Dec	25.0	25.0
Kotara	Trust units	31 Dec	50.0	50.0
Mt Druitt ²	Trust units	30 Jun	25.0	25.0
Mt Gravatt	Trust units	31 Dec	50.0	50.0
North Rocks	Trust units	31 Dec	50.0	50.0
Southland ²	Trust units	30 Jun	25.0	25.0
Sydney Central Plaza	Trust units	31 Dec	50.0	50.0
Tea Tree Plaza ²	Trust units	30 Jun	18.8	18.8
Tuggerah	Trust units	31 Dec	50.0	50.0
Warringah Mall	Trust units	31 Dec	25.0	25.0
New Zealand investments¹				
Albany	Shares	31 Dec	50.0	50.0
Chartwell	Shares	31 Dec	50.0	50.0
Glenfield	Shares	31 Dec	50.0	50.0
Manukau	Shares	31 Dec	50.0	50.0
Newmarket	Shares	31 Dec	50.0	50.0
Queensgate	Shares	31 Dec	50.0	50.0
Riccarton	Shares	31 Dec	50.0	50.0
St Lukes	Shares	31 Dec	50.0	50.0
West City	Shares	31 Dec	50.0	50.0

¹ All equity accounted property partnerships, trusts and companies operate solely as retail property investors.

² Notwithstanding that the financial year of these investments ends on 30 June, the consolidated financial statements have been made out so as to include the accounts for a period coinciding with the end of the financial year of the Parent entity, being 31 December.

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

10 Equity accounted investments (continued)

10(b) Details of Westfield Retail Trust's aggregate share of equity accounted entities' after tax profit

	Australia		New Zealand		Total	
	30 Jun 13 \$million	30 Jun 12 \$million	30 Jun 13 \$million	30 Jun 12 \$million	30 Jun 13 \$million	30 Jun 12 \$million
Shopping centre rent and other property income	226.9	221.9	60.5	64.1	287.4	286.0
Amortisation of tenant allowances	(4.5)	(4.5)	(0.7)	(0.8)	(5.2)	(5.3)
Property revenue	222.4	217.4	59.8	63.3	282.2	280.7
Interest income	0.5	0.3	0.1	0.1	0.6	0.4
Revenue	222.9	217.7	59.9	63.4	282.8	281.1
Property expenses, outgoings and other costs	(59.4)	(56.9)	(16.2)	(17.4)	(75.6)	(74.3)
Capital transactions and related costs	-	-	0.8	(0.2)	0.8	(0.2)
Net fair value loss on interest rate hedges that do not qualify for hedge accounting	-	(0.2)	-	-	-	(0.2)
Financing costs	(0.2)	(0.7)	(0.2)	(0.3)	(0.4)	(1.0)
Expenses	(59.6)	(57.8)	(15.6)	(17.9)	(75.2)	(75.7)
Share of profit from equity accounted entities before property revaluations and tax expense	163.3	159.9	44.3	45.5	207.6	205.4
Property revaluations	46.2	82.2	13.9	0.8	60.1	83.0
Share of profit before tax of equity accounted entities	209.5	242.1	58.2	46.3	267.7	288.4
Tax						
- Current - underlying tax expense	-	-	(8.2)	(8.5)	(8.2)	(8.5)
- Deferred tax (expense)/benefit	-	-	(1.9)	0.4	(1.9)	0.4
Share of after tax profit of equity accounted entities	209.5	242.1	48.1	38.2	257.6	280.3

10(c) Details of Westfield Retail Trust's aggregate share of equity accounted entities' assets and liabilities

	Australia		New Zealand ¹		Total	
	30 Jun 13 \$million	31 Dec 12 \$million	30 Jun 13 \$million	31 Dec 12 \$million	30 Jun 13 \$million	31 Dec 12 \$million
Cash and cash equivalents	21.4	21.3	1.5	3.1	22.9	24.4
Receivables	11.4	8.1	-	-	11.4	8.1
Shopping centre investments	5,888.7	5,829.8	1,138.7	1,061.6	7,027.4	6,891.4
Development projects and construction in progress	49.9	23.6	48.5	44.1	98.4	67.7
Other assets	4.3	6.3	0.1	0.3	4.4	6.6
Total assets	5,975.7	5,889.1	1,188.8	1,109.1	7,164.5	6,998.2
Payables	(68.2)	(63.8)	(30.9)	(30.1)	(99.1)	(93.9)
Tax payable	-	-	(3.1)	(5.6)	(3.1)	(5.6)
Interest bearing liabilities - finance leases	(7.0)	(6.5)	(14.2)	(13.3)	(21.2)	(19.8)
Deferred tax liabilities	-	-	(94.1)	(87.2)	(94.1)	(87.2)
Total liabilities	(75.2)	(70.3)	(142.3)	(136.2)	(217.5)	(206.5)
Net assets	5,900.5	5,818.8	1,046.5	972.9	6,947.0	6,791.7

¹ The Trust's investment in its New Zealand equity accounted entities is represented by equity of \$601.7 million (31 December 2012: \$527.6 million) and long term loans of \$444.8 million (31 December 2012: \$445.3 million).

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS
for the half-year ended 30 June 2013

10 Equity accounted investments (continued)

	30 Jun 13 \$million	30 Jun 12 \$million
10(d) Equity accounted entities' tax expense		
Current - underlying tax expense	(8.2)	(8.5)
Deferred tax (expense)/benefit	(1.9)	0.4
	(10.1)	(8.1)

The prima facie tax on profit before tax is reconciled to the income tax expense provided in the financial statements as follows:

Profit before income tax	267.7	288.4
Prima facie tax expense at 30%	(80.3)	(86.5)
Australian trust income not assessable	49.0	48.0
Property revaluations not assessable	18.0	24.9
Differential of tax rates on New Zealand foreign income	1.2	0.9
Tax on intra-group transactions	2.7	3.3
Prior year over provision	-	1.9
Other items	(0.7)	(0.6)
Tax expense	(10.1)	(8.1)

	30 Jun 13 \$million	31 Dec 12 \$million
10(e) Details of Westfield Retail Trust's aggregate share of equity accounted entities' capital expenditure commitments		
Estimated capital expenditure commitments in relation to development projects:		
Due within one year	123.9	7.5
Due between one and five years	52.8	-
	176.7	7.5

10(f) Details of Westfield Retail Trust's aggregate share of equity accounted entities' contingent liabilities		
Performance guarantees	3.1	3.2
	3.1	3.2

11 Derivative assets and liabilities

Derivative assets

Non current

Receivables on interest rate derivatives	4.1	-
Total derivative assets	4.1	-

Derivative liabilities

Current

Payables on currency derivatives	0.5	-
Payables on interest rate derivatives	1.1	0.1
	1.6	0.1

Non Current

Payables on currency derivatives	0.1	-
Payables on interest rate derivatives	33.4	48.0
	33.5	48.0
Total derivative liabilities	35.1	48.1

The Trust presents the fair value of its derivative assets and derivative liabilities on a gross basis. However, certain derivative assets and liabilities are subject to legally enforceable master netting arrangements. As at 30 June 2013, when these netting arrangements are applied to the derivative portfolio, the derivative assets of \$4.1 million are reduced by \$3.9 million to the net amount of \$0.2 million and derivative liabilities of \$35.1 million are reduced by \$3.9 million to the net amount of \$31.2 million (31 December 2012: netting arrangements have no impact on the derivative liabilities disclosed above).

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

	30 Jun 13 \$million	31 Dec 12 \$million
12 Interest bearing liabilities		
Current		
<i>Unsecured - interest bearing liabilities</i>		
Finance leases	0.2	0.2
	0.2	0.2
Non current		
<i>Unsecured - interest bearing liabilities</i>		
Bank loans ¹		
- A\$ denominated	1,484.5	1,248.6
- NZ\$ denominated	441.9	440.7
Notes payable		
- A\$ denominated ²	1,080.0	1,080.0
Finance leases	4.8	2.9
	3,011.2	2,772.2
Total interest bearing liabilities	3,011.4	2,772.4

¹ These instruments are subject to negative pledge arrangements which require the Trust to comply with certain minimum financial requirements. The bank facilities are unsecured, interest only floating rate facilities.

² Notes payable - A\$ denominated
As at 30 June 2013, Guaranteed Notes of A\$1,080.0 million (31 December 2012: A\$1,080.0 million) were on issue in the Australian bond market. The issues comprised \$800.0 million, \$150.0 million and \$30.0 million (31 December 2012: \$800.0 million, \$150.0 million and \$30.0 million) of fixed rate notes maturing in 2016, 2019 and 2022 respectively, and \$100.0 million (31 December 2012: \$100.0 million) of floating rate notes maturing in 2016. These notes are subject to negative pledge arrangements which require the Trust to comply with certain minimum financial requirements.

The Trust maintains a range of interest bearing liabilities. The sources of funding are spread over various counterparties to reduce liquidity risk and the terms of the instruments are negotiated to achieve a balance between capital availability and the cost of debt.

	30 Jun 13 \$million	31 Dec 12 \$million
12(a) Financing facilities		
Committed financing facilities available to Westfield Retail Trust:		
Total financing facilities at the end of the year	3,475.0	3,461.6
Amounts drawn	(3,011.4)	(2,772.4)
Available financing facilities ¹	463.6	689.2
Cash and cash equivalents	23.2	17.1
Financing resources available at the end of the year	486.8	706.3

¹ Total available financing facilities as at 30 June 2013 of \$463.6 million (31 December 2012: \$689.2 million) is in excess of the Trust's net current liabilities of \$52.0 million (31 December 2012: \$55.3 million). Net current liabilities comprises current assets less current liabilities.

Subsequent to 30 June 2013, the Trust extended \$925 million of existing bilateral facilities and entered into \$250 million of additional bilateral facilities.

These facilities comprise fixed and floating rate notes and unsecured interest only floating rate facilities. Certain facilities are also subject to negative pledge arrangements which require the Trust to comply with certain minimum financial requirements.

	Committed financing facilities 30 Jun 13 \$million	Total interest bearing liabilities 30 Jun 13 \$million	Committed financing facilities 31 Dec 12 \$million	Total interest bearing liabilities 31 Dec 12 \$million
12(b) Summary of maturity and amortisation profile of consolidated financing facilities and interest bearing liabilities				
Year ending 31 December 2013	0.1	0.1	0.2	0.2
Year ending 31 December 2014	100.2	100.2	278.5	278.5
Year ending 31 December 2015	375.2	368.9	600.1	508.8
Year ending 31 December 2016	1,865.2	1,771.0	1,450.1	1,398.9
Year ending 31 December 2017	250.3	250.3	375.0	203.5
Due thereafter	884.0	520.9	757.7	382.5
	3,475.0	3,011.4	3,461.6	2,772.4

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

	30 Jun 13 No. of stapled securities	31 Dec 12 No. of stapled securities
13 Contributed equity		
13(a) Number of stapled securities on issue		
Balance at the beginning of the period	3,046,106,477	3,054,166,195
Buy-back and cancellation of stapled securities	(48,016,614)	(8,059,718)
Balance at the end of the period	2,998,089,863	3,046,106,477

Holders of stapled securities in WRT1 and WRT2 have the right to receive declared distributions and, in the event of winding up of WRT1 and WRT2, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on stapled securities held.

Holders of stapled securities can vote in accordance with the Corporations Act 2001, either in person or by proxy, at a meeting of either WRT1 and WRT2 (as the case may be). The stapled securities have no par value.

	30 Jun 13 \$million	31 Dec 12 \$million
13(b) Amount of contributed equity		
Westfield Retail Trust 1	9,066.6	9,212.4
Westfield Retail Trust 2	11.3	11.6
Westfield Retail Trust	9,077.9	9,224.0

Movements in contributed equity attributable to Westfield Retail Trust

	30 Jun 13 \$million	31 Dec 12 \$million
Balance at the beginning of the period	9,224.0	9,248.0
Buy-back and cancellation of stapled securities	(146.0)	(24.0)
Cost associated with the buy-back of stapled securities	(0.1)	-
Balance at the end of the period	9,077.9	9,224.0

	30 Jun 13 \$million	30 Jun 12 \$million
14 Distributions		
14(a) Interim distributions		
Westfield Retail Trust 1: 9.925 cents per unit (30 June 2012: 9.25 cents per unit) ¹	297.3	282.5
Westfield Retail Trust 2: nil cents per unit (30 June 2012: nil cents per unit)	-	-
Westfield Retail Trust: 9.925 cents per stapled security (30 June 2012: 9.25 cents)	297.3	282.5

¹ The distribution in respect of WRT1 units is estimated to be approximately 20% tax deferred (30 June 2012: 5%).

Interim distributions are to be paid on 30 August 2013. The record date for the entitlement to these distributions was 5pm, 15 August 2013.

14(b) Distributions paid during the period

Distributions in respect of the period from 1 July 2012 to 31 December 2012 paid on 28 February 2013

	30 Jun 13 \$million	30 Jun 12 \$million
Westfield Retail Trust 1: 9.50 cents per unit, 5.0% tax deferred and 3.6% capital gains tax concession	289.4	-
Westfield Retail Trust 2: nil cents per unit	-	-
Westfield Retail Trust: 9.50 cents per stapled security	289.4	-

Distributions in respect of the period from 1 July 2011 to 31 December 2011 paid on 29 February 2012

	30 Jun 13 \$million	30 Jun 12 \$million
Westfield Retail Trust 1: 8.25 cents per unit, 28% tax deferred	-	252.0
Westfield Retail Trust 2: 0.15 cents per unit, 11% franked	-	4.5
Westfield Retail Trust: 8.40 cents per stapled security	-	256.5

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS
for the half-year ended 30 June 2013

	30 Jun 13	31 Dec 12
	\$	\$
15 Net tangible asset backing		
Net tangible asset backing per stapled security	3.47	3.42

Net tangible asset backing per stapled security is calculated by dividing total equity attributable to securityholders of the Trust by the number of stapled securities on issue. The number of stapled securities used in the calculation of net tangible asset backing is 2,998,089,863 (31 December 2012: 3,046,106,477).

	30 Jun 13	31 Dec 12
	\$million	\$million
16 Capital expenditure commitments		
Estimated capital expenditure committed at balance date but not provided for in relation to development projects:		
Due within one year	68.5	34.4
Due between one and five years	47.0	-
	115.5	34.4

17 Contingent liabilities		
Performance guarantees and other ¹	1.6	1.6
	1.6	1.6

¹ Contingent liabilities in respect of equity accounted entities are set out in Note 10(f).

The Trust's obligation in respect of performance guarantees may be called on at any time dependant upon the performance or non performance of certain third parties.

From time to time, in the normal course of business, the Trust is involved in lawsuits. The Directors believe that the ultimate outcome of such pending litigation will not materially affect the results of operations or the financial position of the Trust.

18 Segment reporting

Geographic segments

The Trust has investments in a portfolio of shopping centres across Australia and New Zealand.

The Trust's income and expenses as well as the details of segment assets and liabilities have been prepared on a proportionate format on a geographic basis. The proportionate format presents the net income from and net assets in equity accounted properties on a gross format whereby the underlying components of net income and net assets are disclosed separately as revenues, expenses, assets and liabilities.

The proportionate format is used by management in assessing and understanding the performance and results of operations of the Trust, as it allows management to observe and analyse revenue and expense results and trends on a portfolio-wide basis. Management of the Trust considers that, given the assets underlying both the consolidated and the equity accounted components of the statutory income statement are similar, and that most of the centres are under common management, and therefore, the drivers of their results are similar, the proportionate format income statement provides a more useful way to understand the performance of the portfolio as a whole than the statutory format. This is because the proportionate format aggregates both revenue and expense items across the whole portfolio, rather than netting the income and expense items for equity accounted centres and only reflecting their performance as a single item of profit or loss, as the statutory format requires.

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

18 Segment reporting (continued)

18(a) Income and expenses - current period

For the period from 1 January 2013 to 30 June 2013	Australia \$million	New Zealand \$million	Total \$million
Revenue			
Property revenue	489.8	59.8	549.6
	489.8	59.8	549.6
Expenses			
Property expenses, outgoing and other costs	(131.2)	(16.2)	(147.4)
Corporate costs	(18.3)	-	(18.3)
	(149.5)	(16.2)	(165.7)
Segment result	340.3	43.6	383.9
Segment revaluations			
Property revaluations - consolidated	35.0	-	35.0
Property revaluations - equity accounted	46.2	13.9	60.1
	81.2	13.9	95.1
	421.5	57.5	479.0
Interest income			1.3
Currency derivatives			(0.7)
Financing costs			(67.3)
Tax expense - current - underlying tax			(9.1)
Tax expense - deferred tax			(1.9)
Capital transactions and related costs			0.8
Profit after tax for the period attributable to securityholders of Westfield Retail Trust			402.1

18(b) Assets and liabilities - current period

30 June 2013	Australia \$million	New Zealand \$million	Total \$million
Cash and cash equivalents	44.4	1.7	46.1
Trade debtors and receivables	42.0	-	42.0
Shopping centre investments	12,344.2	1,138.7	13,482.9
Development projects and construction in progress	143.9	48.5	192.4
Deferred tax assets	0.5	0.1	0.6
Other assets	20.5	1.0	21.5
Total segment assets	12,595.5	1,190.0	13,785.5
Trade creditors, payables and other creditors	(178.9)	(33.9)	(212.8)
Interest bearing liabilities	(2,565.2)	(441.2)	(3,006.4)
Finance lease liabilities	(12.0)	(14.2)	(26.2)
Deferred tax liabilities	-	(94.1)	(94.1)
Other liabilities	(35.6)	(3.1)	(38.7)
Total segment liabilities	(2,791.7)	(586.5)	(3,378.2)
Total segment net assets	9,803.8	603.5	10,407.3
Equity accounted entities' assets included in segment assets	5,975.7	1,188.8	7,164.5
Equity accounted entities' liabilities included in segment liabilities	(75.2)	(142.3)	(217.5)
Additions to segment non current assets	71.4	4.3	75.7

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

18 Segment reporting (continued)

18(c) Reconciliation of segment results - current period

The segment income and expenses as well as details of segment assets and liabilities have been prepared on a proportionate format. The composition of consolidated and equity accounted details is provided below:

	Consolidated \$million	Equity accounted \$million	Total \$million
For the period from 1 January 2013 to 30 June 2013			
Revenue			
Property revenue	267.4	282.2	549.6
	267.4	282.2	549.6
Expenses			
Property expenses, outgoings and other costs	(71.8)	(75.6)	(147.4)
Corporate costs	(18.3)	-	(18.3)
	(90.1)	(75.6)	(165.7)
Segment result	177.3	206.6	383.9
Segment revaluations			
Property revaluations	35.0	60.1	95.1
	35.0	60.1	95.1
	212.3	266.7	479.0
Interest income	0.7	0.6	1.3
Currency derivatives	(0.7)	-	(0.7)
Financing costs	(66.9)	(0.4)	(67.3)
Tax expense - current - underlying tax	(0.9)	(8.2)	(9.1)
Tax expense - deferred tax	-	(1.9)	(1.9)
Capital transactions and related costs	-	0.8	0.8
Profit after tax for the period attributable to securityholders of Westfield Retail Trust	144.5	257.6	402.1
30 June 2013			
	Consolidated \$million	Equity accounted \$million	Total \$million
Cash and cash equivalents	23.2	22.9	46.1
Trade debtors and receivables	30.6	11.4	42.0
Shopping centre investments	6,455.5	7,027.4	13,482.9
Development projects and construction in progress	94.0	98.4	192.4
Deferred tax assets	0.6	-	0.6
Other assets	17.1	4.4	21.5
Total segment assets	6,621.0	7,164.5	13,785.5
Trade creditors, payables and other creditors	(113.7)	(99.1)	(212.8)
Interest bearing liabilities	(3,006.4)	-	(3,006.4)
Finance lease liabilities	(5.0)	(21.2)	(26.2)
Deferred tax liabilities	-	(94.1)	(94.1)
Other liabilities	(35.6)	(3.1)	(38.7)
Total segment liabilities	(3,160.7)	(217.5)	(3,378.2)
Total segment net assets	3,460.3	6,947.0	10,407.3

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS
for the half-year ended 30 June 2013

18 Segment reporting (continued)

18(d) Income and expenses - prior period

For the period from 1 January 2012 to 30 June 2012	Australia \$million	New Zealand \$million	Total \$million
Revenue			
Property revenue	468.4	63.3	531.7
	468.4	63.3	531.7
Expenses			
Property expenses, outgoings and other costs	(125.4)	(17.4)	(142.8)
Corporate costs	(18.6)	-	(18.6)
	(144.0)	(17.4)	(161.4)
Segment result	324.4	45.9	370.3
Segment revaluations			
Property revaluations - consolidated	74.0	-	74.0
Property revaluations - equity accounted	82.2	0.8	83.0
	156.2	0.8	157.0
	480.6	46.7	527.3
Interest income			1.1
Financing costs			(102.6)
Tax expense - current - underlying tax			(9.1)
Tax expense - deferred tax benefit			0.4
Capital transactions and related costs			(0.2)
Profit after tax for the period attributable to securityholders of Westfield Retail Trust			416.9

18(e) Assets and liabilities - prior period

31 December 2012	Australia \$million	New Zealand \$million	Total \$million
Cash and cash equivalents	38.3	3.2	41.5
Trade debtors and receivables	34.8	-	34.8
Shopping centre investments	12,235.2	1,061.6	13,296.8
Development projects and construction in progress	100.3	44.1	144.4
Deferred tax assets	0.6	-	0.6
Other assets	24.5	3.0	27.5
Total segment assets	12,433.7	1,111.9	13,545.6
Trade creditors, payables and other creditors	(169.4)	(35.8)	(205.2)
Interest bearing liabilities	(2,330.3)	(439.0)	(2,769.3)
Finance lease liabilities	(9.6)	(13.3)	(22.9)
Deferred tax liabilities	-	(87.2)	(87.2)
Other liabilities	(50.2)	(5.6)	(55.8)
Total segment liabilities	(2,559.5)	(580.9)	(3,140.4)
Total segment net assets	9,874.2	531.0	10,405.2
Equity accounted entities' assets included in segment assets	5,889.1	1,109.1	6,998.2
Equity accounted entities' liabilities included in segment liabilities	(70.3)	(136.2)	(206.5)
Additions to segment non current assets	673.1	8.7	681.8

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS

for the half-year ended 30 June 2013

18 Segment reporting (continued)

18(f) Reconciliation of segment results - prior period

The segment income and expenses as well as details of segment assets and liabilities have been prepared on a proportionate format. The composition of consolidated and equity accounted details is provided below:

For the period from 1 January 2012 to 30 June 2012	Consolidated \$million	Equity accounted \$million	Total \$million
Revenue			
Property revenue	251.0	280.7	531.7
	251.0	280.7	531.7
Expenses			
Property expenses, outgoings and other costs	(68.5)	(74.3)	(142.8)
Corporate costs	(18.6)	-	(18.6)
	(87.1)	(74.3)	(161.4)
Segment result	163.9	206.4	370.3
Segment revaluations			
Property revaluations	74.0	83.0	157.0
	74.0	83.0	157.0
	237.9	289.4	527.3
Interest income	0.7	0.4	1.1
Financing costs	(101.4)	(1.2)	(102.6)
Tax expense - current - underlying tax	(0.6)	(8.5)	(9.1)
Tax expense - deferred tax benefit	-	0.4	0.4
Capital transactions and related costs	-	(0.2)	(0.2)
Profit after tax for the period attributable to securityholders of Westfield Retail Trust	136.6	280.3	416.9
31 December 2012			
	Consolidated \$million	Equity accounted \$million	Total \$million
Cash and cash equivalents	17.1	24.4	41.5
Trade debtors and receivables	26.7	8.1	34.8
Shopping centre investments	6,405.4	6,891.4	13,296.8
Development projects and construction in progress	76.7	67.7	144.4
Deferred tax assets	0.6	-	0.6
Other assets	20.9	6.6	27.5
Total segment assets	6,547.4	6,998.2	13,545.6
Trade creditors, payables and other creditors	(111.3)	(93.9)	(205.2)
Interest bearing liabilities	(2,769.3)	-	(2,769.3)
Finance lease liabilities	(3.1)	(19.8)	(22.9)
Deferred tax liabilities	-	(87.2)	(87.2)
Other liabilities	(50.2)	(5.6)	(55.8)
Total segment liabilities	(2,933.9)	(206.5)	(3,140.4)
Total segment net assets	3,613.5	6,791.7	10,405.2

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS
for the half-year ended 30 June 2013

19 Fair value of financial assets and liabilities

Set out below is a comparison by category of fair values and carrying amounts of all the Trust's financial instruments:

	Fair value		Carrying amount	
	30 Jun 13 \$million	31 Dec 12 \$million	30 Jun 13 \$million	31 Dec 12 \$million
Consolidated assets				
Cash and cash equivalents	23.2	17.1	23.2	17.1
Trade debtors ¹	6.2	5.6	6.2	5.6
Receivables ¹	24.4	21.1	24.4	21.1
Derivative assets ²	4.1	-	4.1	-
Consolidated liabilities				
Trade creditors ¹	39.6	45.6	39.6	45.6
Payables and other creditors ¹	74.1	65.7	74.1	65.7
Interest and non interest bearing liabilities ²				
- Fixed rate debt	1,039.8	1,054.2	980.0	980.0
- Floating rate debt	2,031.4	1,792.4	2,031.4	1,792.4
Derivative liabilities ²	35.1	48.1	35.1	48.1

¹ These financial assets and liabilities are not subject to interest rate risk and the fair value approximates carrying amount.

² These financial assets and liabilities are subjected to interest rate and market risks; the basis of determining the fair value is set out in the fair value hierarchy below.

Determination of fair value

The Trust uses the following hierarchy for determining and disclosing the fair value of a financial instrument. The valuation techniques comprise:

Level 1: the fair value is calculated using quoted (unadjusted) prices in active markets for identical assets or liabilities;

Level 2: the fair value is estimated using inputs other than quoted prices that are observable, either directly (as prices) or indirectly (derived from prices); and

Level 3: the fair value is estimated using inputs that are not based on observable market data.

	30 Jun 13 \$million	Level 1 \$million	Level 2 \$million	Level 3 \$million
Consolidated assets measured at fair value				
Derivative assets				
- Interest rate derivatives	4.1	-	4.1	-
Consolidated liabilities measured at fair value				
Interest and non interest bearing liabilities				
- Fixed rate debt	1,039.8	-	1,039.8	-
- Floating rate debt	2,031.4	-	2,031.4	-
Derivative liabilities				
- Interest rate and currency derivatives	35.1	-	35.1	-

During the period, there were no transfers between Level 1, Level 2 and Level 3 fair value measurements.

	31 Dec 12 \$million	Level 1 \$million	Level 2 \$million	Level 3 \$million
Consolidated assets measured at fair value				
Derivative assets				
- Interest rate derivatives	-	-	-	-
Consolidated liabilities measured at fair value				
Interest and non interest bearing liabilities				
- Fixed rate debt	1,054.2	-	1,054.2	-
- Floating rate debt	1,792.4	-	1,792.4	-
Derivative liabilities				
- Interest rate derivatives	48.1	-	48.1	-

During the period, there were no transfers between Level 1, Level 2 and Level 3 fair value measurements.

WESTFIELD RETAIL TRUST
NOTES TO THE FINANCIAL STATEMENTS
for the half-year ended 30 June 2013

20 Subsequent events

Since 30 June 2013, the Trust has bought back and cancelled 2,144,063 stapled securities. Following the cancellation there are 2,995,945,800 stapled securities on issue.

WESTFIELD RETAIL TRUST DIRECTORS' DECLARATION

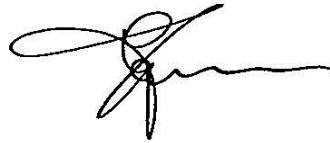
The Directors of RE1 Limited, the Responsible Entity of Westfield Retail Trust 1 declare that:

- (a) in the Directors' opinion, there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable; and
- (b) in the Directors' opinion, the Financial Statements and Notes of the consolidated entity:
 - (i) comply with Accounting Standard AASB 134 *Interim Financial Reporting* and the Corporations Regulations 2001; and
 - (ii) give a true and fair view of the financial position as at 30 June 2013 and the performance for the half-year ended on that date.

Made on 29 August 2013 in accordance with a resolution of the Board of Directors.



Richard F E Warburton AO, LVO
Chairman



Domenic E Panaccio
Managing Director

Independent auditor's review report to the members of Westfield Retail Trust

Report on the Interim Financial Report

We have reviewed the accompanying interim financial report of Westfield Retail Trust (the Trust), which comprises the balance sheet as at 30 June 2013, the income statement, the statement of comprehensive income, statement of changes in equity and cash flow statement for the period 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 Westfield Retail Trust 1 and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' Responsibility for the Interim Financial Report

The directors of RE1 Limited, the Responsible Entity of Westfield Retail Trust 1, are responsible for the preparation of the interim financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal controls as the directors determine are necessary to enable the preparation of the interim 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 interim 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 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 30 June 2013 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 Westfield Retail Trust and the entities it controlled during the period, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of an interim 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.

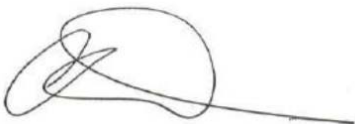
Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. We have given to the directors of RE1 Limited a written Auditor's Independence Declaration, a copy of which is included in the Directors' 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 interim financial report of Westfield Retail Trust 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 30 June 2013 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.



Chris Lawton
Partner
Sydney
29 August 2013



Ernst & Young

WESTFIELD RETAIL TRUST

DIRECTORS' REPORT

Westfield Retail Trust 1 was registered with Australian Securities and Investments Commission (**ASIC**) as a managed investment scheme on 2 November 2010 and commenced trading on 21 December 2010.

The Directors of RE1 Limited, the Responsible Entity of Westfield Retail Trust 1 (**Trust**) submit the following report for the half-year ended 30 June 2013 (**Financial Period**).

Directors

The names of the Trust's Directors in office during the half-year and until the date of this report are as below. The Directors were in office for this entire period unless otherwise stated.

Richard F E Warburton AO, LVO	Chairman
Peter K Allen	Non-Executive Director
Laurence R Brindle	Non-Executive Director
Andrew W Harmos	Non-Executive Director
Michael F Ihlein	Non-Executive Director
Steven M Lowy AM	Non-Executive Director
Sandra V McPhee AM	Non-Executive Director
Domenic E Panaccio	Managing Director

Review and results of operations

Westfield Retail Trust's A-IFRS profit after tax for the half year to 30 June 2013 was \$402.1 million (30 June 2012 : \$416.9 million).

Funds from operations for the six months were \$300.5 million (30 June 2012 : \$292.0 million) or 9.929 cents (30 June 2012: 9.561 cents) per stapled security, after adjusting for property revaluations of \$95.1 million (30 June 2012: \$157.0 million), amortisation of tenant allowances of \$9.6 million (30 June 2012: \$9.3 million), gain on mark to market of derivatives of \$17.2 million (30 June 2012: \$23.0 million loss), deferred tax expense of \$1.9 million (30 June 2012: \$0.4 million deferred tax benefit) and gain on capital transactions of \$0.8 million (30 June 2012: \$0.2 million loss).

The distribution of 9.925 cents (30 June 2012: 9.25 cents) per stapled security for the six month period represents 100% (30 June 2012: 97%) of funds from operations per stapled security and will be paid to securityholders on 30 August 2013.

Key highlights for the period include:

Operational

- Comparable net operating income growth of 1.8% for the six months to 30 June 2013;
- High productivity with annual specialty sales per square metre of A\$9,840 per square metre in Australia and NZ\$8,570 per square metre in New Zealand;
- Comparable specialty retail sales grew by 0.9% in Australia and 0.8% in New Zealand for the six months to 30 June 2013.

Development

- Commencement of two major redevelopments;
 - \$200 million redevelopment at Westfield Garden City at Upper Mt Gravatt (Qld) in April 2013
 - \$109 million redevelopment at Westfield Miranda (NSW) in May 2013
- Stage 1 of the Westfield West Lakes \$23 million redevelopment opened on 27 June 2013 with final project completion on track for late 2013;
- \$1 billion pipeline of identified development opportunities over the next 5 to 7 years.

Financial

- Funds from operations of \$300.5 million with distribution of \$297.3 million for the six month period from 1 January to 30 June 2013;
- Distribution of 9.925 cents per security for the six month period;
- Property revaluations of \$95.1 million since 31 December 2012 driven by growth in net operating income;
- As at 30 June 2013, property investments of \$13.5 billion with net tangible assets of \$3.47 per stapled security.

Capital Management

- A+ credit rating assigned by Standard and Poor's;
- Low gearing of 22.1%;
- \$3.5 billion of non-current debt facilities in place comprising \$2.4 billion in bank facilities and \$1.1 billion Medium Term Notes.

WESTFIELD RETAIL TRUST

DIRECTORS' REPORT (continued)

Principal Activity

The Trust has investments in a portfolio of shopping centres across Australia and New Zealand.

Subsequent Events

Since 30 June 2013, the Trust has bought back and cancelled 2,144,063 stapled securities. Following the cancellation there are 2,995,945,800 stapled securities on issue.

Rounding

The Trust is of a kind referred to in the Australian Securities and Investments Commission Class Order 98/100 dated 10 July 1998. Accordingly, amounts in the Directors' Report, the Financial Statements and the Notes thereto have been rounded to the nearest tenth of a million dollars.

Auditor's independence declaration

The Directors have obtained the following independence declaration from the auditors, Ernst & Young.



Ernst & Young
680 George Street
Sydney NSW 2000 Australia
GPO Box 2646 Sydney NSW 2001

Tel: +61 2 9248 5555
Fax: +61 2 9248 5959
ey.com/au

Auditor's Independence Declaration to the Directors of RE1 Limited as responsible entity of Westfield Retail Trust 1

In relation to our review of the financial report of Westfield Retail Trust for the interim period ended 30 June 2013, to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the Corporations Act 2001 or any applicable code of professional conduct.

Chris Lawton
Partner
29 August 2013

Ernst & Young

A member firm of Ernst & Young Global Limited
Liability limited by a scheme approved under Professional Standards Legislation

This Report is made on 29 August 2013 in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors.

Richard F E Warburton AO, LVO
Chairman

Domenic E Panaccio
Managing Director

CORPORATE DIRECTORY

Westfield Retail Trust

Westfield Retail Trust 1

ABN 66 744 282 872

ARSN 146 934 536

(responsible entity RE1 Limited

ABN 80 145 743 862, AFS Licence No 380202)

Westfield Retail Trust 2

ABN 11 517 229 138

ARSN 146 934 652

(responsible entity RE2 Limited

ABN 41 145 744 065, AFS Licence No 380203)

Registered office

Level 8

77 Castlereagh Street

Sydney NSW 2000, Australia

Telephone: +61 2 9333 4800

Facsimile: +61 2 9333 4848

New Zealand office

Level 2, Office Tower

277 Broadway

Newmarket, Auckland 1023, New Zealand

Telephone: +64 9 978 5050

Facsimile: +64 9 978 5070

Secretary

Katherine Grace

Auditors

Ernst & Young

Ernst & Young Centre

680 George Street

Sydney NSW 2000, Australia

Investor information

Westfield Retail Trust

Level 8

77 Castlereagh Street

Sydney NSW 2000, Australia

Telephone: +61 2 9333 4800

Facsimile: +61 2 9333 4848

Email: investor@westfieldrt.com

Principal securities registry

Computershare Investor Services Pty Limited

Level 4

60 Carrington Street

Sydney NSW 2000, Australia

GPO Box 2975

Melbourne VIC 3001, Australia

Telephone (Australia only): 1300 730 458

International: +61 3 9946 4471

Facsimile: +61 3 9473 2500

Email: web.queries@computershare.com.au

Website: www.computershare.com

Listing

Australian Securities Exchange – WRT

Website

www.westfieldretailtrust.com

WESTFIELD RETAIL TRUST

ADDITIONAL INFORMATION

for the half-year ended 30 June 2013

Details of earnings, net assets and distribution by entity

	Earnings		Net assets		
	Total	per unit/stapled security	Total	per unit/stapled security	%
	\$million	cents	\$million	\$	
Westfield Retail Trust 1	399.7	13.21	10,387.7	3.464	99.83
Westfield Retail Trust 2	2.4	0.08	19.6	0.006	0.17
Westfield Retail Trust	402.1	13.29	10,407.3	3.470	100.00

Distribution for the 6 months to 30 June 2013

	ASX code:	per
	WRT	unit/stapled security
	\$million	cents
Westfield Retail Trust 1	297.3	9.925
Westfield Retail Trust 2	nil	nil
Westfield Retail Trust	297.3	9.925

PROPERTY PORTFOLIO

for the half-year ended 30 June 2013

	Appendix	30 Jun 13 \$million	31 Dec 12 \$million
DETAILS OF PROPERTY PORTFOLIO			
Australian shopping centres	1A	12,344.2	12,235.2
New Zealand shopping centres	1B	1,138.7	1,061.6
Total consolidated and equity accounted shopping centres		13,482.9	13,296.8
Total shopping centres represented by:			
Consolidated		6,455.5	6,405.4
Equity accounted		7,027.4	6,891.4
Total consolidated and equity accounted shopping centres		13,482.9	13,296.8

PROPERTY PORTFOLIO - AUSTRALIA

for the half-year ended 30 June 2013

Australian shopping centres	State	Consolidated	Consolidated	Fair value 30 Jun 13 \$million	Estimated	Fair value 31 Dec 12 \$million	Estimated
		or equity accounted interest 30 Jun 13 %	or equity accounted interest 31 Dec 12 %		yield 30 Jun 13 %		yield 31 Dec 12 %
Airport West	Victoria	25.0	25.0	85.2	7.00	84.5	7.00
Belconnen	ACT	50.0	50.0	395.0	6.13	390.0	6.13
Bondi Junction	New South Wales	50.0	50.0	1,107.0	5.25	1,091.9	5.25
Burwood	New South Wales	50.0	50.0	412.6	6.00	402.6	6.00
Carousel	Western Australia	50.0	50.0	475.0	5.75	463.5	5.75
Chatswood	New South Wales	50.0	50.0	452.9	6.00	452.9	6.00
Chermside	Queensland	50.0	50.0	805.0	5.50	784.0	5.50
Doncaster	Victoria	25.0	25.0	402.5	5.50	393.7	5.50
Figtree	New South Wales	50.0	50.0	77.5	7.50	77.5	7.50
Fountain Gate	Victoria	50.0	50.0	725.0	5.75	715.0	5.75
Geelong	Victoria	25.0	25.0	118.7	6.25	125.0	6.25
Helensvale	Queensland	25.0	25.0	96.2	6.50	95.0	6.50
Hornsby	New South Wales	50.0	50.0	447.1	6.00	442.7	6.00
Hurstville	New South Wales	25.0	25.0	140.0	7.00	145.0	7.00
Innaloo	Western Australia	50.0	50.0	133.9	7.00	133.5	7.00
Karrinyup	Western Australia	16.7	16.7	103.8	6.00	103.3	6.00
Knox	Victoria	25.0	25.0	257.5	6.50	257.5	6.50
Kotara	New South Wales	50.0	50.0	355.0	6.25	354.0	6.25
Liverpool	New South Wales	25.0	25.0	222.6	6.25	220.0	6.25
Marion	South Australia	25.0	25.0	290.0	5.90	287.5	5.90
Miranda ¹	New South Wales	25.0	25.0	346.2	5.75	345.7	5.75
Mt Druitt	New South Wales	25.0	25.0	116.3	7.00	116.2	7.00
Mt Gravatt ¹	Queensland	50.0	50.0	458.2	6.00	457.5	6.00
North Lakes	Queensland	25.0	25.0	112.5	6.25	108.8	6.25
North Rocks	New South Wales	50.0	50.0	60.5	7.50	59.2	7.50
Parramatta	New South Wales	25.0	25.0	400.7	5.75	396.8	5.75
Penrith	New South Wales	25.0	25.0	272.5	6.00	272.0	6.00
Plenty Valley	Victoria	25.0	25.0	76.2	6.50	76.3	6.50
Southland	Victoria	25.0	25.0	338.0	5.85	332.5	5.85
Strathpine	Queensland	50.0	50.0	137.5	7.25	141.0	7.25
Tea Tree Plaza	South Australia	18.8	18.8	127.9	6.13	127.6	6.13
Tuggerah	New South Wales	50.0	50.0	332.5	6.25	327.5	6.25
Warrawong	New South Wales	50.0	50.0	95.0	8.00	95.0	8.00
Warringah Mall	New South Wales	25.0	25.0	287.0	6.00	280.8	6.00
West Lakes ¹	South Australia	25.0	25.0	104.2	6.38	104.0	6.38
Westfield Sydney ²	New South Wales	50.0	50.0	1,666.5	5.29	1,662.2	5.29
Whitford City	Western Australia	25.0	25.0	150.0	6.75	150.5	6.75
Woden	ACT	25.0	25.0	160.0	6.25	162.5	6.25
Total Australian portfolio				12,344.2	5.9	12,235.2	5.9

¹ Centre currently under redevelopment² Westfield Sydney comprises Sydney Central Plaza, the Sydney City retail complex and office towers. The estimated yield on Westfield Sydney is 5.59%, comprising retail 5.29% (Sydney City 5.13% and Sydney Central Plaza 5.75%) and office 6.46%.

PROPERTY PORTFOLIO - NEW ZEALAND

for the half-year ended 30 June 2013

New Zealand shopping centres	Location	Consolidated	Consolidated	Fair value 30 Jun 13 NZ\$million	Estimated	Fair value 31 Dec 12 NZ\$million	Estimated
		or equity accounted interest 30 Jun 13 %	or equity accounted interest 31 Dec 12 %		yield 30 Jun 13 %		yield 31 Dec 12 %
Albany	Auckland	50.0	50.0	208.5	6.75	207.5	6.75
Chartwell	Hamilton	50.0	50.0	87.0	8.50	87.0	8.50
Glenfield	Auckland	50.0	50.0	52.5	8.50	52.5	8.50
Manukau	Auckland	50.0	50.0	169.3	7.63	168.8	7.63
Newmarket	Auckland	50.0	50.0	124.5	7.13	122.5	7.25
Queensgate	Wellington	50.0	50.0	156.0	7.25	157.5	7.25
Riccarton	Christchurch	50.0	50.0	234.0	7.50	215.0	8.00
St Lukes	Auckland	50.0	50.0	226.5	6.88	236.1	6.88
West City	Auckland	50.0	50.0	90.5	8.38	92.0	8.38
Total New Zealand portfolio				1,348.8	7.4	1,338.9	7.5
Exchange rate				1.1845		1.2613	
Total New Zealand portfolio in A\$million				1,138.7		1,061.6	