

15 August 2014
The Manager
Company Announcements Office
Australian Securities Exchange
Dear Sir / Madam,
APPENDIX 4E – PRELIMINARY FINAL REPORT AND 2014 FULL YEAR RESULTS
In accordance with ASX Listing Rules, the following documents are attached for release to the market;
<ul> <li>Appendix 4E – Preliminary Final Report; and</li> <li>2014 Full Year Results Announcement and Presentation</li> </ul>
Yours faithfully,
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D ROWLAND
COMPANY SECRETARY
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# Appendix 4E — Preliminary Final Report FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

ABN 35 111 470 038

#### Report for the year ended 30 June 2014

This statement includes the results for Automotive Holdings Group Limited and its controlled entities, for the year ended 30 June 2014 (current period) compared with the year ended 30 June 2013 (prior period). The financial results of Automotive Holdings Group Limited and its Australian controlled entities are prepared in accordance with Australian International Financial Reporting Standards (AIFRS), whilst the Group's New Zealand controlled entities local financial statements are prepared in accordance with New Zealand International Financial Reporting Standards (NZIFRS) and converted to AIFRS on consolidation.

This report is based on financial accounts which are in the process of being audited.

#### **Results for Announcement to the Market**

		\$A'000's		\$A'000's
Revenues from ordinary activities	Up	422,352	9.8% to	4,734,760
Profit after tax from ordinary activities attributable to members	Up	8,121	12.5% to	72,924
Net profit after tax from continuing operations attributable to members	Up	8,121	12.5% to	72,924

DIVIDENDS	Amount per security	Franked amount per security
Final dividend	12.5 cents	12.5 cents
Record date for determining entitlement to the final dividend		12/09/2014
Date the final dividend is payable		2/10/2014

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES ABN 35 111 470 038

#### Commentary on results for the year

Net profit after tax attributable to members for the year ended 30 June 2014 was \$72.92 million (2013: \$64.80 million). Net profit after tax excluding unusual items (costs and fees in relation to integration and acquisition-related activities, asset divestments and sale of properties - detailed below) attributable to members for the year ended 30 June 2014 was \$78.51 million (2013: \$70.76 million).

	Consolidat	ed
	2014	2013
	\$'000	\$'000
		Restated
Statutory IFRS Profit (net of tax) attributable to members	72,924	64,802
<u>Unusual items</u> Add-back:		
- Net costs in relation to integration and acquisition-related activities and asset divestments (net of tax)	5,588	5,960
Operating Non-IFRS Profit (net of tax) attributable to members	78,512	70,762
	Consolidat	ed
	2014	2013
	\$'000	\$'000
		Restated
Statutory IFRS EBITDA	170,631	153,335
<u>Unusual items</u> Add-back:		
- Net costs in relation to integration and acquisition-related activities and asset divestments (gross of tax)	7,983	8,327
Operating Non-IFRS EBITDA	178,614	161,662

#### 2014:

The Group incurred costs and fees (including stamp duty) totalling \$5.59 million (after tax) during the current year in relation to integration and acquisition-related activities and asset divestments. These activities included the business acquisitions of Jason Mazda, Davie Motors, Husqvarna and Scott's Refrigerated Freightways / JAT Refrigerated Road Services ('SRF/JAT') and non-recurring integration-related costs in relation to the above acquisitions (e.g. redundancy, technology, occupancy related costs in transitioning acquisitions to AHG practices and procedures). Refer to Note 7 for further details in relation to the above individual acquisitions.

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES ABN 35 111 470 038

#### 2013:

The prior year statutory profit included the following unusual item:

#### Sale of Properties:

On 1 July 2012 Australasian Property Investments (API) exercised its option to purchase five of AHG's automotive dealership sites located in Perth and Sydney. The sale of the properties was completed on 17 August 2012, comprising \$47.00 million for the five properties and \$19.00 million for development costs. Full disclosure of the properties was provided in Note 35 of AHG's FY12 Annual Report.

The financial effect of this property transaction was a one-off profit on sale of \$2.76 million (net of tax) on the disposal of these properties to API.

In addition to the above unusual item, the Group incurred costs and fees (including stamp duty) totalling \$8.72 million (after tax) during the current year in relation to integration and acquisition-related activities and asset divestments. These activities included the business acquisitions of Toll Refrigerated, Coffey Ford, Newcastle and Brisbane Trucks, Bayside/Peninsula Group and McMillan Toyota, the divestment of the Gold Coast dealerships, final closure of the Coopers Plains parts distribution operation in Queensland and non-recurring integration-related costs in relation to the above acquisitions (e.g. redundancy, technology, occupancy related costs in transitioning acquisitions to AHG practices and procedures).

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES ABN 35 111 470 038

Performance by Segment Overview

	Consolidated				
	2014 \$'000	2013 \$'000	Movement %		
Automotive Retail		Restated			
Revenue	3,883,323	3,540,793	9.7%		
Statutory IFRS Performance EBITDA EBITDA %	130,027 3.3%	114,397 3.2%	13.7%		
ЕВІТ	114,338	100,186	14.1%		
Profit before Tax	92,934	79,314	17.2%		
Operating* Non-IFRS Performance EBITDA EBITDA %	132,541 3.4%	116,653 3.3%	13.6%		
ЕВІТ	116,852	102,442	14.1%		
Profit before Tax	95,448	81,570	17.0%		
<u>Logistics</u>	2014 \$'000	2013 \$'000 Restated	Movement %		
Revenue	851,131	771,128	10.4%		
Statutory IFRS Performance EBITDA EBITDA %	41,311 4.9%	36,865 4.8%	12.1%		
ЕВІТ	26,649	22,520	18.3%		
Profit before Tax	22,587	18,953	19.2%		
Operating* Non-IFRS Performance EBITDA EBITDA %	46,780 5.5%	46,874 6.1%	-0.2%		
ЕВІТ	32,118	32,529	-1.3%		
Profit before Tax	28,055	28,961	-3.1%		

<sup>\*</sup> excludes costs and fees in relation to integration and acquisition-related activities, asset divestments, impairment and sale of properties (refer to page 2 for a reconciliation of Non-IFRS profit to IFRS profit).

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES ABN 35 111 470 038

Group revenues from continuing operations were \$4.73 billion (2013: \$4.31 billion), representing a 9.8% increase over the previous year's revenue.

The Automotive Retail division contributed revenues of \$3.88 billion (2013: \$3.54 billion) and an Operating Non-IFRS EBITDA result of \$132.54 million (2013: \$116.65 million) before unusual items\* totalling \$2.51 million before tax. These represented growth rates of 9.7% and 13.6% respectively. Operating Non-IFRS Profit before tax (before unusual items\* of \$2.51 million before tax), was \$95.45 million (2013: \$81.57 million), an increase of 17.0%.

These Automotive Retail results were driven by a combination of organic growth across existing core operations and acquisitions executed in late FY13 and during FY14. AHG's Victorian operations have grown their presence substantially as Greenfield developments continue to be developed and mature, providing upside to AHG's performance outlook.

The Logistics division contributed revenues of \$0.85 billion (2013: \$0.77 billion) and a Operating Non-IFRS EBITDA result of \$46.78 million (2013: \$46.87 million) before unusual items\* totalling \$5.47 million before tax. These represented growth rates of 10.4% and (0.2%) respectively. Operating Non-IFRS Profit before tax (before unusual items\* of \$5.47 million before tax) was \$28.06 million (2013: \$28.96 million), a decrease of 3.1%.

AHG's Logistics divisional focus in FY14 included the acquisition of SRF/JAT. Rand Transport experienced a challenging second half to FY14 through relatively weak volumes and disruption caused by flooding in NSW and Queensland and drought in the Riverina which negatively impacted its performance. In addition, occupation of new premises in WA and SA occurred during FY14 which encountered transition costs associated with transferring operations and building up utilisation and capacity levels. FY14 saw AHG acquire the Husqvarna distribution rights, which has opened the business up to a wider range of motorcycle dealerships and will continue to grow in FY15 and beyond.

<sup>\*</sup>Unusual items: costs and fees in relation to integration and acquisition-related activities, asset divestments, impairment and sale of properties (refer to page 2 for a reconciliation of Non-IFRS profit to IFRS profit).

# Statement of Profit and Loss and Other Comprehensive Income

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

		Consolida	ated
		2014	2013
	Notes	\$'000	\$'000
			Restated
Revenue from continuing operations	8	4,734,760	4,312,408
Profit on sale of assets	8	-	3,044
Raw materials and inventory expense		(3,647,985)	(3,339,649)
Employee benefits expense	8	(559,645)	(503,124)
Depreciation and amortisation expense	8	(30,350)	(28,557)
Finance costs	8	(33,332)	(35,324)
Advertising and promotion		(40,017)	(33,988)
Occupancy costs		(126,238)	(106,345)
Vehicle preparation and service		(38,582)	(35,139)
Supplies and outside services		(43,227)	(36,492)
Motor vehicle expense		(13,647)	(12,411)
Equipment rental	8	(15,241)	(15,274)
Professional services		(9,316)	(6,290)
Other expenses		(66,449)	(67,025)
Loss on sale of assets	8	(1,547)	-
Share of net profit of joint venture partnership accounted for using equity method	12	360	446
Profit before income tax		109,544	96,280
Income tax expense		(33,255)	(30,150)
Profit for the year before other comprehensive income		76,289	66,130
Profit attributable to:			
Owners of Automotive Holdings Group Limited	3	72,924	64,802
Non-controlling interest		3,365	1,328
		76,289	66,130
Other Comprehensive Income  Items that may be reclassified to profit or loss			
Unrealised changes in the fair value of cash flow hedges		(1,916)	3,513
Exchange differences on translation of foreign operations		685	615
Total comprehensive income for the year (net of tax)		75,058	70,258
Total comprehensive income attributable to:			
Owners of Automotive Holdings Group Limited		71,693	68,931
Non-controlling interest		3,365	1,327
-		75,058	70,258
			, -

# Statement of Financial Position

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

	- -	Consolidated	
		2014	2013
	Notes	\$'000	\$'000
	NOICS	ΨΟΟΟ	Restated
CURRENT ASSETS			riodialou
Cash and cash equivalents	9	99,495	97,430
Trade and other receivables		293,035	289,082
Inventories		671,920	689,556
Other current assets	_	26,852	18,336
TOTAL CURRENT ASSETS	-	1,091,302	1,094,404
NON CURRENT ASSETS			
Investments accounted for using the equity method		1,020	860
Available-for-sale financial assets		6,450	6,750
Property, plant and equipment	10	303,944	186,723
Intangible assets	7	323,590	252,047
Deferred tax assets	_	42,613	31,516
TOTAL NON CURRENT ASSETS		677,617	477,896
TOTAL ASSETS	-	1,768,919	1,572,300
CURRENT LIABILITIES			
Trade and other payables		237,216	249,110
Interest-bearing loans and borrowings		590,419	593,269
Income tax payable		4,431	8,976
Provisions	_	57,154	50,807
TOTAL CURRENT LIABILITIES	-	889,220	902,162
NON CURRENT LIABILITIES			
Interest-bearing loans and borrowings		192,113	173,405
Deferred tax liabilities		6,049	610
Provisions	_	17,159	15,103
TOTAL NON CURRENT LIABILITIES	_	215,321	189,118
TOTAL LIABILITIES	_	1,104,541	1,091,280
NET ASSETS	-	664,378	481,020
EQUITY			
Contributed equity	6	541,532	384,112
Reserves		1,446	2,210
Retained earnings	3	107,090	87,605
Capital and reserves attributable to the owners of Automotive Holdings Group Limited		650,068	473,927
Non-controlling interest	<u>-</u>	14,310	7,093
TOTAL EQUITY	-	664,378	481,020

# Statement of Cash Flows

FOR THE YEAR ENDED 30 JUNE 2014 - AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

	_	Consolidated	
		2014	2013
	Notes	\$'000	\$'000
			Restated
Cash flow from operating activities			
Receipts from customers (inclusive of GST)		5,232,832	4,698,491
Payments to suppliers and employees (inclusive of GST)		(5,063,978)	(4,543,656)
Interest paid and costs of finance		(33,332)	(36,826)
Interest received		2,595	5,841
Income tax paid		(35,933)	(32,085)
Net cash inflow from operating activities	9	102,184	91,765
Cash flow from investing activities			
Payment for purchase of business, net of cash acquired		(83,152)	(54,686)
Payment for property plant and equipment		(111,378)	(66,964)
Dividends and distributions received		604	728
Proceeds of sale of property, plant and equipment		9,175	9,026
Proceeds of sale of investments		300	64,688
Payment for purchase of investment (net)		-	(5,000)
Net cash outflow from investing activities	_	(184,451)	(52,208)
Cash flows from financing activities			
Net proceeds from borrowings		(474)	28,005
Proceeds from issue of shares, net of transaction costs		141,294	-
Dividends paid to members	3	(53,440)	(49,530)
Dividends paid to non-controlling interest		(3,048)	(2,613)
Net cash inflow/(outflow) from financing activities	_	84,332	(24,138)
Net increase / (decrease) in cash and cash equivalents		2,065	15,419
Cash and cash equivalents at the beginning of the year		97,430	82,011
Cash and cash equivalents at the end of the year	9	99,495	97,430

### Non-cash financing and investing activities

During the period the consolidated entity acquired plant and equipment with a fair value of \$4,730,494 (2013: \$5,741,829) by means of finance lease and hire purchase (excluding those assumed in acquisitions – refer note 7). These acquisitions are not reflected in the Statement of Cash Flows.

# Statement of Changes in Equity

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

	Contributed Equity	Reserves	Retained Earnings	Total	Non- Controlling Interest	Total Equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 July 2012 (Restated)	382,282	(2,155)	72,333	452,460	3,782	456,242
Profit for the year (after tax) Changes in fair value of cash flow	-	- 5,019	64,802	64,802 5,019	1,328	66,130 5,019
hedges Exchange differences on translation of foreign operations	-	615	-	615	-	615
Income tax relating to components of other comprehensive income	-	(1,506)	-	(1,506)	-	(1,506)
Total comprehensive income for the year	_	4,128	64,802	68,930	1,328	70,258
Transactions with owners in their capacity as equity holders:						
Contributions of equity, net of transaction costs	1,830	-	-	1,830	4,596	6,426
Dividends provided for or paid	-	-	(49,530)	(49,530)	(2,613)	(52,143)
Employee share scheme		237	-	237	-	237
44 00 June 0040 (Decetete II)	1,830 384,112	237 2,210	(49,530)	(47,463)	1,983	(45,480)
At 30 June 2013 (Restated)	304,112	2,210	87,605	473,927	7,093	481,020
At 1 July 2013 (Restated)	384,112	2,210	87,605	473,927	7,093	481,020
Profit for the year (after tax)	-	-	72,924	72,924	3,365	76,289
Changes in fair value of cash flow hedges	-	(2,737)	-	(2,737)	-	(2,737)
Exchange differences on translation of foreign operations	-	685	-	685	-	685
Income tax relating to components of other comprehensive income	-	821	-	821	-	821
Total comprehensive income for the year	-	(1,231)	72,924	71,693	3,365	75,058
Transactions with owners in their capacity as equity holders:						
Contributions of equity, net of transaction costs	157,420	-	-	157,420	6,900	164,320
Dividends provided for or paid	-	-	(53,440)	(53,440)	(3,048)	(56,488)
Employee share scheme		467	-	467	-	467
44 00 June 004 4	157,420	467	(53,440)	104,447	3,852	108,299
At 30 June 2014	541,532	1,446	107,090	650,068	14,310	664,378

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

### 1. Segment Information

Segment Reporting June 2014	Automotive Retail	Refrigerated Logistics	Other Logistics	Logistics	Property	Consolidated
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Statutory IFRS Financial Performance Analysis						
Gross revenue	4,333,670	435,191	476,894	912,085	306	5,246,061
Less: intercompany sales	(452,495)	(5,580)	(55,821)	(61,401)	-	(513,896)
Segment revenue	3,881,175	429,611	421,073	850,684	306	4,732,165
Interest earned	2,147	111	336	447	-	2,595
Total revenue						4,734,760
EBITDA	130,027	24,712	16,599	41,311	(707)	170,631
Depreciation and amortisation	(15,689)	(11,377)	(3,285)	(14,662)	-	(30,350)
EBIT	114,338	13,335	13,314	26,649	(707)	140,281
Interest expense (net)	(21,404)	(4,134)	71	(4,063)	(5,270)	(30,737)
Profit before tax Income tax expense Reportable segment profit after tax						109,544 (33,255) 76,289
Operating Non-IFRS Financial Performance Analysis						
Total revenue	3,883,323	429,722	421,409	851,131	306	4,734,760
EBITDA before unusual items	132,541	29,690	17,089	46,780	(707)	178,614
EBIT before unusual items	116,852	18,313	13,805	32,118	(707)	148,264
Segment result before unusual items	95,448	14,179	13,876	28,055	(5,977)	117,527
Unusual items*	(2,514)	(4,978)	(491)	(5,469)	-	(7,983)
Reportable segment result after unusual items	92,934	9,201	13,386	22,587	(5,977)	109,544
Statutory Financial Position Analysis Segment assets	1,289,061	295,103	150,905	446,008	33,850	1,768,919
Total consolidated assets	1,209,001	290,103	150,903	440,000	JJ,00U	1,768,919
Segment liabilities	628,117	278,205	153,217	431,423	45,003	1,104,542
Total consolidated liabilities  Acquisition of property, plant, equipment and intangibles	71,841	81,551	8,073	89,624	21,965	1,104,542 183,430
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<sup>\*</sup>Unusual items - excludes costs and fees in relation to integration and acquisition-related activities, asset divestments, impairment and sale of properties (refer to page 2 for a reconciliation of Non-IFRS profit to IFRS profit).

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

### 1. Segment Information (continued)

Segment Reporting June 2013	Automotive Retail	Refrigerated Logistics	Other Logistics	Logistics	Property	Consolidated
	\$'000	\$'000	\$'000 Restated	\$'000 Restated	\$'000	\$'000 Restated
Statutory IFRS Financial Performance Analysis			Nesialeu	Nesialeu		Nesialeu
Gross revenue	3,950,580	389,905	431,324	821,229	488	4,772,297
Less: intercompany sales	(413,463)	-	(50,764)	(50,764)	-	(464,227)
Segment revenue	3,537,117	389,905	380,560	770,465	488	4,308,070
Interest earned	3,676	105	558	663	-	4,338
Total revenue	,					4,312,408
EBITDA	114,397	29,605	7,260	36,865	2,073	153,335
Depreciation and amortisation	(14,211)	(11,676)	(2,669)	(14,345)	(1)	(28,557)
EBIT	100,186	17,929	4,591	22,520	2,072	124,778
Interest expense (net)	(20,872)	(4,051)	483	(3,568)	(4,058)	(28,498)
, , ,	(20,012)	(1,001)	100	(0,000)	(1,000)	
Profit before tax						96,280
Income tax expense						(30,150)
Reportable segment profit after tax						66,130
Operating Non-IFRS Financial Performance Analysis						
Total revenue	3,540,793	390,010	381,118	771,128	488	4,312,408
EBITDA before unusual items	116,653	31,872	15,001	46,874	(1,865)	161,662
EBIT before unusual items	102,442	20,196	12,333	32,529	(1,865)	133,105
	04 570	16,145	12,816	28,961	/E 024\	104,607
Segment result before unusual items	81,570	10,143	12,010	,	(5,924)	104,007
-		<u>,                                      </u>	<u> </u>	<u> </u>		, , <u>, , , , , , , , , , , , , , , , , </u>
Unusual items*  Reportable segment result after unusual items	(2,256) <b>79,314</b>	(2,267) <b>13,878</b>	(7,741) <b>5,074</b>	(10,008) <b>18,953</b>	3,937 (1,986)	(8,327) <b>96,280</b>
Unusual items* Reportable segment result after unusual items	(2,256)	(2,267)	(7,741)	(10,008)	3,937	(8,327)
Unusual items* Reportable segment result after unusual items  Statutory Financial Position Analysis	(2,256) <b>79,314</b>	(2,267) <b>13,878</b>	(7,741) <b>5,074</b>	(10,008) <b>18,953</b>	3,937 <b>(1,986)</b>	(8,327) <b>96,280</b>
Unusual items* Reportable segment result after unusual items  Statutory Financial Position Analysis Segment assets	(2,256)	(2,267)	(7,741)	(10,008)	3,937	(8,327) <b>96,280</b> 1,572,299
Unusual items* Reportable segment result after unusual items  Statutory Financial Position Analysis Segment assets Total consolidated assets	(2,256) <b>79,314</b> 1,265,507	(2,267) 13,878 145,605	(7,741) <b>5,074</b> 147,883	(10,008) 18,953 293,488	3,937 (1,986)	(8,327) <b>96,280</b> 1,572,299 <b>1,572,299</b>
Unusual items* Reportable segment result after unusual items  Statutory Financial Position Analysis Segment assets	(2,256) <b>79,314</b>	(2,267) <b>13,878</b>	(7,741) <b>5,074</b>	(10,008) <b>18,953</b>	3,937 <b>(1,986)</b>	(8,327) <b>96,280</b> 1,572,299

<sup>\*</sup>Unusual items - excludes costs and fees in relation to integration and acquisition-related activities, asset divestments, impairment and sale of properties (refer to page 2 for a reconciliation of Non-IFRS profit to IFRS profit).

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

### 2. Earnings per Share

	Consolidated	
	2014	2013
	cents	cents
		Restated
IFRS Earnings per share for profit attributable to the ordinary equity holders of the Company:		
Basic earnings per share	26.9	24.9
Diluted earnings per share	26.9	24.9
Non-IFRS Earnings per share for profit before unusual items		
attributable to the ordinary equity holders of the Company:		
Basic earnings per share	29.0	27.1
Diluted earnings per share	29.0	27.1

<sup>\*</sup>Unusual items - excludes costs and fees in relation to integration and acquisition-related activities, asset divestments, impairment and sale of properties (refer to page 2 for a reconciliation of Non-IFRS profit to IFRS profit).

### 3. Retained Earnings

	Consolidated	
	2014	2013
	\$'000	\$'000
		Restated
Opening balance at 1 July	87,605	72,333
Net profit for the year attributable to members	72,924	64,802
Dividends paid to members	(53,440)	(49,530)
Closing balance at 30 June	107,090	87,605

### 4. Dividends Paid and Proposed

	Date paid / payable	Amount per security (fully franked at 30%)	Total Dividends \$'000
Declared and paid during the period ended June 2013			_
Final franked dividend for 2012	02/10/12	10.0 cents	28,675
Interim franked dividend for 2013	03/04/13	8.0 cents	20,855
Declared and paid during the period ended June 2014			
Final franked dividend for 2013	02/10/13	12.0 cents	31,282
Interim franked dividend for 2014	03/04/14	8.5 cents	22,158
Proposed and not recognised as a liability			
Final franked dividend for 2014	02/10/14	12.5 cents	38,318

FOR THE YEAR ENDED 30 JUNE 2014 - AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

### 5. NTA Backing

	Consolidated	
	2014	2013
	Cents	Cents Restated
,	111.2	87.8

### 6. Contributed Equity

<b>Ordinary</b>	<b>Shares</b>
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		No. of Shares	Issue Price	\$'000
01/07/12	Balance at 1 July 2012	260,683,178		384,112
30/06/13	Balance at 30 June 2013	260,683,178		384,112
01/04/14	Institutional Placement	32,951,290	\$ 3.49	115,000
30/04/14	Share issued as part of purchase consideration	4,297,994	\$ 3.49	15,000
08/05/14	Share Purchase Plan	8,608,975	\$ 3.49	30,045
	Less: transaction costs arising on issue of			
	equity			(3,750)
	Deferred Tax Credit recognised directly in			,
	equity			1,125
30/06/14	Balance at 30 June 2014	306,541,437		541,532
Treasury	Shares			
-		No. of Shares	Issue Price	\$'000

01/07/12	Balance at 1 July 2012	(843,882)	(1,830)
16/11/12	AHG Employee Share Plan Trust Distribution	843,882	1,830
30/06/13	Balance at 30 June 2013	-	
30/06/14	Balance at 30 June 2014	<del>.</del>	

# **Total Contributed Equity**

30/06/14	Balance at 30 June 2014	306,541,437	541,532

No. of Shares

\$'000

FOR THE YEAR ENDED 30 JUNE 2014 - AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

#### 7. Business Combinations

#### A. Jason Mazda

On 26 July 2013 Automotive Holdings Group Limited ('AHG') acquired certain business assets and liabilities of Jason Mazda, an automotive retail operation in Osborne Park, Perth for consideration of \$12.616 million. The acquisition expands AHG's automotive retail operations in Western Australia.

The business contributed revenues of \$44.894 million and net profit before tax of \$3.219 million for the year ended 30 June 2014 before acquisition and integration costs. It is expected that AHG would have reported \$4,740.81 billion in consolidated revenues and \$72.989 million consolidated net profit after tax attributable to members, for the year ended 30 June 2014, had the acquisition occurred at the beginning of the reporting period.

Details of the purchase consideration, the net assets acquired and goodwill are as follows:

	\$'000
Purchase consideration	
Cash paid	12,616
Total purchase consideration	12,616
	Fair Value
	\$'000
Vehicle inventories (net of bailment)	(38)
Parts inventories	44
Other assets	710
Deferred tax assets	172
	888
Trade and other payables	(53)
Employee entitlements	(420)
	(473)
Net identifiable assets acquired	415
Add: goodwill	4,067
Add: franchise rights	8,134
Net assets acquired	12,616

#### i. Goodwill

The goodwill is attributable to synergistic benefits through combined economies of scale of the acquired business with AHG's existing automotive retail operations. It is only deductible for tax purposes upon any future sale of this business.

#### ii. Contingent consideration, contingent liabilities, non-controlling interests and acquisition costs

There is no contingent consideration associated with the acquisition, nor any contingent liabilities or non-controlling interests to be accounted for.

Integration-related costs (technology, personnel, occupancy) and acquisition-related costs (stamp duty, professional services) of \$0.74 million are included in the statement of profit or loss and other comprehensive income in the reporting year ended 30 June 2014.

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#### **B. Davie Motors**

On 2 September 2013 Automotive Holdings Group Limited ('AHG') acquired certain business assets and liabilities of Davie Motors, an automotive retail operation in Manukau, Auckland for consideration of \$2.248 million. The acquisition expands AHG's automotive retail operations in New Zealand.

The business contributed revenues of \$54.014 million and net profit before tax of \$0.790 million for the year ended 30 June 2014 before acquisition and integration costs. It is expected that AHG would have reported \$4,748.63 billion in consolidated revenues and \$73.106 million consolidated net profit after tax attributable to members, for the year ended 30 June 2014, had the acquisition occurred at the beginning of the reporting period.

Details of the purchase consideration, the net assets acquired and goodwill are as follows:

	\$'000
Purchase consideration	
Cash paid	2,248
Total purchase consideration	2,248
	Fair Value
	\$'000
Vehicle inventories (net of bailment)	673
Parts inventories	347
Other current assets	37
Property, plant and equipment	551
	1,608
Trade and other payables	(100)
Employee entitlements	(199)
	(299)
Net identifiable assets acquired	1,309
Add: goodwill	313
Add: franchise rights	626
Net assets acquired	2,248

#### i. Goodwill

The goodwill is attributable to the workforce, profitability of the acquired business and the synergistic opportunities it offers with AHG's existing automotive retail operations. It is only deductible for tax purposes upon any future sale of this business.

#### ii. Contingent consideration, contingent liabilities, non-controlling interests and acquisition costs

There is no contingent consideration associated with the acquisition, nor any contingent liabilities or non-controlling interests to be accounted for.

Integration-related costs (technology, personnel, occupancy) and acquisition-related costs (stamp duty, professional services) of \$0.15 million are included in the statement of profit or loss and other comprehensive income in the reporting year ended 30 June 2014.

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#### C. Husqvarna

On 1 January 2014 Automotive Holdings Group Limited ('AHG') acquired the distribution rights to exclusively distribute Husqvarna motorcycles in Australia and New Zealand for consideration of \$3.000 million. The acquisition expands AHG's motorcycle distribution operations in Australia and New Zealand.

The business contributed revenues of \$9.815 million and net profit before tax of \$0.027 million for the year ended 30 June 2014 before acquisition and integration costs. It is expected that AHG would have reported \$4,747.18 billion in consolidated revenues and \$73.006 million consolidated net profit after tax attributable to members, for the year ended 30 June 2014, had the acquisition occurred at the beginning of the reporting period.

Details of the purchase consideration, the net assets acquired and intangible assets identified are as follows:

	\$'000
Purchase consideration	
Cash paid	3,000
Total purchase consideration	3,000
	Fair Value
	\$'000
Franchise rights	3,000

#### i. Goodwill

There is no goodwill is attributable to this acquisition.

ii. Contingent consideration, contingent liabilities, non-controlling interests and acquisition costs

There is no contingent consideration associated with the acquisition, nor any contingent liabilities or non-controlling interests to be accounted for.

Integration-related costs (technology, personnel, occupancy) and acquisition-related costs (stamp duty, professional services) of \$0.01 million are included in the statement of profit or loss and other comprehensive income in the reporting year ended 30 June 2014.

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#### D. Scott's Refrigerated Freightways / JAT Refrigerated Road Services

On 30 April 2014 Automotive Holdings Group Limited ('AHG') acquired certain business assets and liabilities of Scott's Refigerated Freightways ('SRF') and JAT Refigerated Road Services ('JAT'), transport and cold storage (logistics) operations in New South Wales and Queensland for consideration of \$109.680 million, less assumed debt of \$28.676 million for net purchase consideration of \$81.004 million. The acquisition expands AHG's refrigerated logistics (transport and cold storage) operations in Australia.

The business contributed revenues of \$39.757 million and net profit before tax of \$2.290 million for the year ended 30 June 2014 before acquisition and integration costs. It is expected that AHG would have reported \$4,936.15 billion in consolidated revenues and \$84.437 million consolidated net profit after tax attributable to members, for the year ended 30 June 2014, had the acquisition occurred at the beginning of the reporting period.

Details of the purchase consideration, the net assets acquired and intangible assets identified are as follows:

	\$.000
Purchase consideration	
Cash paid	66,010
Fair Value of Shares Issued (4,297,994 @ \$3.49)	15,000
Asset finance liabilities assumed	28,676
Less: balances acquired Cash	(6)
Total purchase consideration	109,680

As part of the consideration for the pruchase of SRF /JAT, shares in AHG were issued to the vendors. The shares are subject to a Voluntary Escrow agreement commencing 30 April 2014, with 1.4 million shares being escrowed for 4 months and the remainder for 12 months.

	Fair Value \$'000
Trade and other Debtors	30,367
Other inventory	1,128
Property, plant and equipment	45,937
Deferred tax assets	1,849
	79,281
Trade and other payables	(18,132)
Employee entitlements	(5,514)
	(23,646)
Net identifiable assets acquired	55,635
Add: goodwill	54,045
Net assets acquired	109,680

FOR THE YEAR ENDED 30 JUNE 2014 - AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

#### D. Scott's Refrigerated Freightways / JAT Refrigerated Road Services (Continued)

#### i. Goodwill

The goodwill is attributable to the workforce, profitability of the acquired business and the synergistic opportunities it offers with AHG's Refrigerated Logistics operations. It is only deductible for tax purposes upon any future sale of this business.

ii. Contingent consideration, contingent liabilities, non-controlling interests and acquisition costs

There is no contingent consideration associated with the acquisition, nor any contingent liabilities or non-controlling interests to be accounted for.

Integration-related costs (technology, personnel, occupancy) and acquisition-related costs (stamp duty, professional services) of \$4.87 million are included in the statement of profit or loss and other comprehensive income in the reporting year ended 30 June 2014.

iii. Information not disclosed as not yet available

The Group has reported provisional amounts for goodwill and property plant and equipment acquired as part of the purchase of SRF / JAT (see above). The amount proportionally attributed to goodwill is consistent with the Group's treatment of like amounts previously acquired in relation to Refrigerated Logistics acquisitions.

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

### 8. Revenue and Expenses

	Consolida	nted
	2014	2013
	\$'000	\$'000
		Restated
Sales revenue		
Sale of goods	3,962,844	3,626,590
Rendering of services	747,951	668,189
	4,710,795	4,294,779
Other revenue		
Interest	2,595	4,338
Other revenue	21,370	13,291
	23,965	17,629
Total Revenue	4,734,760	4,312,408
	Consolida	ited
	2014	2013
	\$'000	\$'000
		Restated
Other Income		
Net gain on disposal of assets	<u> </u>	3,044

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

### 8. Revenue and Expenses (continued)

	Consolidat	ted
	2014	2013
	\$'000	\$'000
	•	Restated
Depreciation		
Vehicles, plant, furniture and equipment	21,786	20,824
Buildings	<u>-</u>	29
	21,786	20,853
Amortisation		
Capitalised leased assets	4,168	3,510
Leasehold improvements	4,396	4,194
	8,564	7,704
Finance costs (for financial liabilities not at fair value		
through profit and loss)		
Interest paid - other	4,526	6,698
Interest paid - finance leases	1,587	1,657
Interest paid - hire purchase	2,766	2,363
Interest paid - floor plan	24,453	24,606
	33,332	35,324
Lease payments		
Rental expenses relating to property operating leases	98,927	82,643
Rental expenses relating to equipment operating leases	15,241	15,274
	114,168	97,917
Employee benefits expense		
Wages, salaries and employee benefits	522,874	471,231
Superannuation	36,304	31,656
Share-based payments expense	467	237
	559,645	503,124
Other expenses		
Bad debts written off	1,558	565
Net loss on sale of assets	1,547	-
	3,105	565

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

#### 9. Reconciliation to Statement of Cash Flows

	Canadida	4 a d
	Consolida	
	2014	2013
	\$'000	\$'000
		Restated
Cash at bank and on hand	73,975	71,910
Deposits at call	25,520	25,520
	99,495	97,430
	Consolidat	ted
	2014	2013
	\$'000	\$'000
		Restated
Profit after tax	76,289	66,130
Non Operating Activity Cash flowin profit		
- Distributions received	(604)	(428)
- Profit on sale of assets	, , -	(232)
- Loss on sale of assets	1,547	-
- Profit on sale of investments	(785)	(3,472)
- Direct costs relating to divestments	1,023	(4)
Non Cash flow in profit		
- Depreciation	21,787	20,853
- Amortisation	8,564	7,704
Changes in operating assets and liabilities		
Decrease / (increase) in trade debtors	29,283	(23,593)
Decrease / (increase) in inventories	8,255	(15,047)
Decrease in other current assets	(159)	(312)
(Increase) in prepayments	(5,656)	(4,527)
(Increase) / decrease in deferred tax assets	(6,501)	513
(Decrease) in current tax payable	(4,545)	(3,911)
(Decrease) / increase in trade creditors	(26,697)	37,705
(Decrease) / increase in accruals	(3,082)	9,457
Increase in employee entitlements	2,006	4,290
(Decrease) in other provisions	(3,982)	(2,730)
Increase / (decrease) in deferred tax liabilities	5,441	(631)
Net cash inflow from operating activities	102,184	91,765
	<u> </u>	

FOR THE YEAR ENDED 30 JUNE 2014 – AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

## 10. Property, Plant & Equipment

	Consolidat	ed
	2014	2013
	\$'000	\$'000
		Restated
Land and buildings	40,469	23,057
Accumulated depreciation	-	-
	40,469	23,057
Plant and equipment at cost	233,924	157,953
Accumulated depreciation	(96,843)	(81,861)
	137,081	76,092
Capitalised leased assets	35,766	31,970
Accumulated amortisation	(12,049)	(9,724)
	23,717	22,246
Leasehold improvements at cost	68,531	61,728
Accumulated amortisation	(20,477)	(17,154)
	48,054	44,574
Assets under construction	54,623	20,754
Total property, plant & equipment	303,944	186,723

FOR THE YEAR ENDED 30 JUNE 2014 - AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

#### 10. Property, Plant & Equipment (continued)

Consolidated June 2014	Land and buildings	Plant and equipment	Capitalised leased assets	Leasehold improve- ments	Assets under construction	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Carrying amount at 1 July 2013	23,057	76,092	22,246	44,574	20,754	186,723
Translation adjustment	-	137	-	43	5	185
Additions	18,742	45,872	4,730	8,127	33,864	111,335
Acquisitions through business combinations	-	43,918	1,962	300	-	46,180
Disposals	(1,330)	(8,214)	-	(585)	-	(10,129)
Transfers	-	1,063	(1,053)	(10)	-	-
Depreciation / amortisation	-	(21,787)	(4,168)	(4,395)	-	(30,350)
Carrying amount at 30 June 2014	40,469	137,081	23,717	48,054	54,623	303,944

Consolidated June 2013	Land and buildings	Plant and equipment	Capitalised leased assets	Leasehold improve- ments	Assets under construction	Total
		Restated		Restated		Restated
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Carrying amount at 1 July 2012	23,097	67,296	20,801	39,653	7,730	158,577
Translation adjustment	-	87	-	29	12	128
Additions	-	31,736	5,742	3,854.47	25,902	67,234
Acquisitions through business combination	-	4,927	-	163	48	5,138
Disposals	19	(8,898)	388	(145)	(7,161)	(15,797)
Transfers	(30)	1,768	(1,175)	5,214	(5,777)	-
Depreciation / amortisation	(29)	(20,824)	(3,510)	(4,194)	<u> </u>	(28,557)
Carrying amount at 30 June 2013	23,057	76,092	22,246	44,574	20,754	186,723

#### 11. Events after the Balance Date

In July 2014 Automotive Holdings Group ('AHG') extended its commercial debt facilities by a further \$45 million with two of its financiers. The extension expands AHG's financial capacity to undertake further acquisitions and support ongoing investment in its existing operations.

No other material events have occurred since 30 June 2014 requiring disclosure.

FOR THE YEAR ENDED 30 JUNE 2014 - AUTOMOTIVE HOLDINGS GROUP LIMITED AND ITS CONTROLLED ENTITIES

#### 12. Change in Accounting Policies - Restatement

As a result of the initial application (effective 1/7/2013) of AASB 10 Consolidated Financial Statements and of AASB 11 Joint Arrangements the Group has reviewed the accounting for its investments in other entities. In accordance with the transitional provisions of AASB 10 and AASB 11, these Standards have been applied retrospectively and the comparative period has been restated.

In prior years, the consolidated group of White Motor Corporation entities ('WMC') were not required to be consolidated by AHG in accordance with the applicable Accounting Standards in effect at that time. While AHG does not hold an equity interest in WMC, the new standards broaden the definition of control and therefore require WMC to be consolidated.

AASB 10 introduced a single 'control model' for all entities, and the Group has determined that the WMC entities that were previously not consolidated under AASB 127 will now be retrospectively consolidated under AASB 10 from the date that control was obtained. This resulted in a decrease of \$1.68 million in retained earnings at the beginning of the comparative period (1/7/2012). Comparative FY13 figures have also been restated to reflect the consolidation of AHG's WMC interests. This retrospective application does not have a material effect on the statement of financial position at the beginning of the comparative period, as disclosed in more detail in the table below.

Under AASB 11 Joint Arrangements, investments in Joint Arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. In accordance with AASB 11, the Group has determined that a jointly controlled entity, Vehicle Parts (WA) Pty Ltd that was previously accounted for using the proportionate consolidation method, will now be retrospectively equity accounted for under AASB 11. This has resulted in the Group's proportionate share of assets and liabilities of Vehicle Parts (WA) Pty Ltd being derecognised on 1 July 2012 and \$0.55 million being recognised as the initial investment being equity accounted. Comparative figures have been restated accordingly. This retrospective application does not have a material effect on the statement of financial position at the beginning of the comparative period.

	2013	Impost of	Impost of	2013	Net Movement	Net Movement
	Reported	Impact of AASB 10	Impact of AASB 11	Restated	_	wovement %
	\$'000	\$'000	\$'000	\$'000	\$'000	
Investments accounted for using the equity method	_	_	860	860	860	
Total Assets	1,580,995	(8,438)	(257)	1,572,300	(8,695)	-0.5%
Total Liabilities	1,094,520	(2,983)	(257)	1,091,280	(3,240)	-0.3%
Net Assets	486,475	(5,455)	(0)	481,020	(5,455)	-1.1%
Retained Earnings	91,258	(3,650)	-	87,608	(3,650)	
Non-Controlling Interests	8,897	(1,805)	-	7,092	(1,805)	
Total Equity	486,475	(5,455)	-	481,020	(5,455)	-1.1%