# PYNE GOULD CORPORATION LIMITED CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2009

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# **DIRECTORS' RESPONSIBILITY STATEMENT**

The directors are responsible for ensuring that the interim financial statements give a true and fair view of the financial position of the Group as at 31 December 2009 and the financial performance and cash flows for the period ended on that date.

The directors consider that the interim financial statements of the Group have been prepared using appropriate accounting policies consistently applied and supported by reasonable judgements and estimates and that all the relevant financial reporting and accounting standards have been followed.

The directors believe that proper accounting records have been kept which enable, with reasonable accuracy, the determination of the financial position of the Group and facilitate compliance of the interim financial statements with the Financial Reporting Act 1993.

The Board of Directors of Pyne Gould Corporation Limited authorised the interim financial statements set out on pages 3 to 17 for issue on 26 February 2010.

For and on behalf of the Board

Director

Director

# PYNE GOULD CORPORATION LIMITED INTERIM STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 DECEMBER 2009

Continuing operations	Note	Unaudited 6 months Dec 2009 \$000	Unaudited 6 months Dec 2008 \$000	Audited 12 months Jun 2009 \$000
Interest revenue		79,194	90,858	174.070
Interest and funding expense		50,507	62,313	174,070 116,640
Net Interest income		28,687	28,545	57,430
Operating lease revenue		8,187	8,722	16,344
Operating lease expense		5,379	6,687	11,591
Net operating lease income		2,808	2,035	4,753
Gain on sale of property		4,100	_	
Fee and other revenue		13,926	10,435	21,464
Net operating income	·	49,521	41,015	83,647
Selling and administration expenses	•			
Impaired asset expense	6	24,382	21,184	43,218
Operating profit / (loss)	5	12,584	34,336	98,634
Transfer of the second	THE STATE OF THE S	12,555	(14,505)	(58,205)
Share of Associate Company's profit / (loss)	10	737	(6,949)	(13,793)
Profit / (loss) before income tax		13,292	(3,345) (21,454)	(71,998)
Income toy everyone / /h cm - (lb)				
Income tax expense / (benefit)		3,189	(4,410)	(17,643)
Profit / (loss) for the period	5	10,103	(17,044)	(54,355)
Other comprehensive income / (expense) Cash flow hedges:				
Effective portion of changes in fair value, before income tax		4,763	(10,296)	(6,328)
ncome tax expense / (benefit) on the effective portion of changes in fair value		1,429	(3,089)	(1,898)
Effective portion of changes in fair value, after income tax		3,334	(7,207)	(4,430)
Share of other comprehensive expense of equity accounted Associate Company, net of income tax		(4.070)	(0.4.1.0)	
Other comprehensive expense for the period, net of income tax		(1,279) (1,270)	(2,110)	(2,281)
The state of the s		(1,279)	(2,110)	(2,281)
Total comprehensive income / (expense) for the period		12,158	(26,361)	(61,066)
Profit / (loss) attributable to:				
Owners of the Company		10,103	(17,044)	(54,355)
Profit / (loss) for the period		10,103	(17,044)	(54,355)
otal comprehensive income / (expense) attributable to:		4-4-5-5-5-5-5-5-5-5-5-5-5-5-5-5-5-5-5-5		(0.5)
otal comprehensive income / (expense) for the period		12,158	(26,361)	(61,066)
otal comprehensive income / (expense) for the period	\$\$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	12,158	(26,361)	(61,066)
arnings per share from continuing operations				
asic earnings per share	7	3c	-17c	-55c
iluted earnings per share	7	3c	-17c	-55c
	-	00	170	้ออน



# PYNE GOULD CORPORATION LIMITED INTERIM STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER 2009

Dec 2009	Note	Share Capital \$000	Hedging Reserve \$000	Retained Earnings \$000	Total Equity \$000
Balance at 1 July 2009		87,225	(6,198)	103,234	184,261
Total comprehensive income for the period Profit for the period			-	10.103	10,103
Share of other comprehensive expense of equity accounted Associate Company, net of income tax Effective portion of changes in fair value of cash flow	10	-	-	(1,279)	(1,279)
hedges, net of income tax		-	3,334	-	3,334
Total comprehensive income for the period		P	3,334	8,824	12,158
Transactions with owners, recorded directly in equity Capital raising proceeds	14	272,531		_	272,531
Transaction costs associated with capital raising	14	(14,567)	-	_	(14,567)
Total transactions with owners		257,964	ю	\$45	257,964
Balance at 31 December 2009	White control was	345,189	(2,864)	112,058	454,383
Dec 2008					
Balance at 1 July 2008		85,885	(1,768)	177,558	261,675
Total comprehensive income for the period Loss for the period		_		(17.044)	/47 O44\
Share of other comprehensive expense of equity accounted Associate Company, net of income tax	10	-	_	(17,044)	(17,044)
Effective portion of changes in fair value of cash flow		-	-	(2,110)	(2,110)
hedges, net of income tax		-	(7,207)	-	(7,207)
Total comprehensive income for the period	<del>220 - 2002   10</del> 0 - 100	24	(7,207)	(19,154)	(26,361)
Transactions with owners, recorded directly in equity Dividends to shareholders				(40.700)	(48 WAS)
Staff share issues	14	326	_	(12,763)	(12,763) 326
Dividend Reinvestment Plan	14	802	_	-	320 802
Total transactions with owners	400	1,128		(12,763)	(11,635)
Balance at 31 December 2008		87,013	(8,975)	145,641	223,679



# PYNE GOULD CORPORATION LIMITED INTERIM STATEMENT OF CHANGES IN EQUITY (continued) FOR THE PERIOD ENDED 31 DECEMBER 2009

Jun 2009	Note	Share Capital \$000	Hedging Reserve \$000	Retained Earnings \$000	Total Equity \$000
Balance at 1 July 2008		85,885	(1,768)	177,558	261,675
Total comprehensive income for the period  Loss for the period  Share of other comprehensive expense of equity accounted		-	_	(54,355)	(54,355)
Associate Company, net of income tax	10	-	-	(2,281)	(2,281)
Effective portion of changes in fair value of cash flow hedges, net of income tax		_	(4,430)	· .	(4,430)
Total comprehensive income for the period	Water the same of	tal	(4,430)	(56,636)	(61,066)
Contributions by and distributions to owners		•			
Dividends to shareholders		<b></b>	_	(17,688)	(17,688)
Staff share issues	14	326	_	(17,000)	326
Dividend Reinvestment Plan	14	1,014	_	_	1,014
Total transactions with owners		1,340	<b></b>	(17,688)	(16,348)
Balance at 30 June 2009		87,225	(6,198)	103,234	184,261



# PYNE GOULD CORPORATION LIMITED INTERIM STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2009

Assets	Note	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
Cash and cash equivalents		102,657	28,994	62,342
Finance receivables	9	1,203,100	1,288,101	1,211,217
Operating lease vehicles	_	37,878	42,810	36,209
Investment in Associate Company	10	110,689	85,532	78,517
Other assets	11	99,762	68,611	79,704
Total assets		1,554,086	1,514,048	1,467,989
Liabilities Borrowings Other liabilities Total liabilities	13	1,054,595 45,108 <b>1,099,703</b>	1,249,532 40,837 <b>1,290,369</b>	1,238,709 45,019 1,283,728
Equity				
Share capital	14	345,189	87,013	87,225
Retained earnings and reserves		109,194	136,666	97,036
Total equity		454,383	223,679	184,261
Total equity and liabilities		1,554,086	1,514,048	1,467,989



# PYNE GOULD CORPORATION LIMITED INTERIM STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31 DECEMBER 2009

One to the same to	Note	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
Cash flows from operating activities			•	•
Cash was provided from: Interest and dividends received				
		68,003	83,746	138,827
Proceeds from sale of operating lease vehicles Dividends received from Associate Company		5,996	6,693	14,373
Operating lease revenue received		-	6,869	6,869
Fees and other income received		7,491	8,829	16,103
Total cash provided from operating activities		13,926	10,849	21,464
	Approximately, southern the second of the se	95,416	116,986	197,636
Cash was applied to:				
Payments to suppliers and employees		23,250	30,238	46,723
Interest paid		51,613	62,910	118,662
Purchase of operating lease vehicles		11,913	3,693	9,176
Taxation paid		-	4,295	5,971
Total cash applied to operating activities		86,776	101,136	180,532
Net cash flows from operating activities	8	8,640	15,850	17,104
Cash flows from investing activities				
Cash was provided from:				
Proceeds from sale of property		7,775	_	_
Net decrease in investments			5	11
Net decrease in finance receivables		6,008	53,306	98,614
Total cash provided from investing activities		13,783	53,311	98,625
Cash was applied to:				
Net increase in investment in associate		33,074		
Net increase in investments		-	-	_
Advance to staff share purchase schemes		15,499	-	-
Purchase of property, plant, equipment and intangible assets		0.746	323	138
otal cash applied to investing activities		8,746 <b>57,319</b>	948 <b>1,27</b> 1	2,123 <b>2,261</b>
Net cash flows (to) / from investing activities				
3		(43,536)	52,040	96,364
Cash flows from financing activities				
Cash was provided from:				
ncrease in share capital		272,531	1 100	1.040
otal cash provided from financing activities		272,531	1,128 1,128	1,340 1 <b>,340</b>
Cook were conflict to			-,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1 90 20
Cash was applied to:				
ransaction costs associated with capital raising iividends pald		14,567	-	-
		-	12,763	17,688
et decrease in borrowings		182,753	35,212	42,729
otal cash applied to financing activities		197,320	47,975	60,417
et cash flows from / (to) financing activities		75,211	(46,847)	(59,077)
				The state of the s
et increase in cash held		40,315	21,043	54,391
pening cash balance		62,342	7,951	7,951
losing cash balance		102,657	28,994	62,342



# NOTES TO THE INTERIM FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2009

#### 1 Reporting entity

The interim financial statements presented are the consolidated interim financial statements comprising Pyne Gould Corporation Limited (the "Company") and its subsidiaries and associate Company (the "Group"). Reliance is placed on the Group continuing as a going concern.

All entities within the Group offer financial services, they all operate and are domiciled in New Zealand. The registered office address is 233 Cambridge Terrace, Christchurch.

#### 2 Basis of preparation

The interim financial statements presented here are for the following periods:

At 31 December 2009: 6 month period - Unaudited

At 31 December 2008: 6 month period - Unaudited

At 30 June 2009: 12 month period - Audited

#### (a) Statement of compliance

These condensed interim financial statements have been prepared in accordance with generally accepted accounting practice in New Zealand and NZ IAS 34 Interim Financial Statements. They do not include all of the information required for full annual financial statements, and should be read in conjunction with the financial statements of the Group as at and for the year ended 30 June 2009. By complying with NZ IAS 34 the Group is also in compliance with IAS 34.

The Company is a profit-oriented entity. The Company is a reporting entity and an issuer for the purposes of the Financial Reporting Act 1993 and its interim financial statements comply with that Act. The interim financial statements have been prepared in accordance with the requirements of the Companies Act 1993 and the Securities Regulations 2009.

#### (b) Basis of measurement

The interim financial statements have been prepared on the basis of historical cost, unless stated otherwise.

# (c) Functional and presentation currency

These interim financial statements are presented in New Zealand dollars which is the Group's functional currency. Unless otherwise indicated, amounts are rounded to the nearest thousand.

#### (d) Estimates and judgements

The preparation of interim financial statements requires the use of management judgement, estimates and assumptions that effect reported amounts. Actual results may differ from these judgements.

#### (e) Going concern

The interim financial statements have been prepared on a going concern basis after considering the Company's and Group's funding and liquidity position.

## 3 Significant accounting policies

#### (a) Associate companies

Associate companies are accounted for at cost in the Company with dividends received recorded in the Interim Statement of Comprehensive Income. Associate companies are equity accounted in the Group.

#### (b) Investments in subsidiary companies

Investments in subsidiary companies are recorded at cost in the Company. Subsidiaries are consolidated in the Group.



#### NOTES TO THE INTERIM FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2009

# 3 Significant accounting policies (continued)

#### (c) Interest

Interest income and expense is recognised using the effective interest method in the Interim Statement of Comprehensive Income. The effective interest rate is established on initial recognition of the financial assets and liabilities and is not revised subsequently. The calculation of the effective interest rate includes all yield related fees and commissions paid or received that are an integral part of the effective interest rate.

Interest on the effective portion of a derivative designated as a cash flow hedge is initially recognised in the hedging reserve. It is released to the Interim Statement of Comprehensive Income at the same time as the hedged item.

#### (d) Operating lease revenue and expense

Revenue from operating lease vehicles is apportioned over the term of the operating lease on a straight line basis.

Operating lease vehicles are depreciated on a straight line basis over their expected life after allowing for any residual values. The estimated lives of operating lease vehicles vary up to 5 years. Vehicles held for sale are not depreciated but are tested for impairment.

#### (e) Fee and commission revenue

Fee revenue that is integral to the effective interest rate of a financial asset or liability is included in the measurement of the effective interest rate. Other fee revenue is recognised as the related services are rendered.

#### (f) Property, plant, equipment and depreciation

Land and buildings are recorded at cost less accumulated depreciation. Plant and equipment are recorded at cost less accumulated depreciation.

Property, plant and equipment other than land are depreciated on a straight line basis, at rates which will write off cost less estimated residual values over their estimated economic lives as follows:

**Buildings** 

50 years

Plant and equipment

1 - 13 years

#### (g) Cash and cash equivalents

Cash and cash equivalents include notes and coins on hand and unrestricted balances held with banks. Cash and cash equivalents are carried at amortised cost in the Interim Statement of Financial Position.

#### (h) Management of capital

Some members of the Group have minimum capital requirements which they are required to maintain in accordance with its Trust deeds and borrowing facilities. Each of these companies maintains an appropriate buffer above these ratios and reports these to its Board monthly.

#### (i) Tax

Income tax expense for the period comprises current and deferred tax. Income tax expense is recognised in the Interim Statement of Comprehensive Income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the balance date, and any adjustment to tax payable in respect of previous periods.

Deferred tax is accounted for using the balance sheet method, providing for temporary differences between the financial reporting carrying amount of assets and liabilities and the amounts used for tax purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse.

A deferred tax asset is only recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.



#### NOTES TO THE INTERIM FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2009

## Significant accounting policies (continued)

#### (j) Derivative financial instruments

Derivative financial instruments are contracts entered into to reduce the exposure to fluctuations in interest rates on variable rate borrowings. The financial instruments are subject to the risk that market values may change subsequent to their acquisition, however such changes would be offset by corresponding, but opposite, effects on the variable rate borrowings being hedged. Derivatives are initially valued at fair value and subsequently remeasured at fair value. Fair value movements of derivatives that are not designated in a qualifying hedge relationship, are recognised in the Interim Statement of Comprehensive Income.

Fair value movements of the effective portion of a qualifying hedge derivative are recognised directly in equity. The amount recognised in equity is transferred to the Interim Statement of Comprehensive Income in the same period as the hedged cash flow affects the Interim Statement of Comprehensive Income, disclosed in the same line as the hedged item. Any ineffective portion of changes in fair value of the derivative are recognised immediately in the Interim Statement of Comprehensive Income. Fair value movements of a derivative designated as a fair value hedge are recognised directly in the Interim Statement of Comprehensive Income together with the hedged item.

#### (k) Finance receivables

Finance receivables are initially recognised at fair value plus incremental direct transaction costs and are subsequently measured at amortised cost using the effective interest method, less any impairment loss.

#### (I) Financial assets and liabilities

#### Recognition

The Group initially recognises loans and advances, deposits, debt securities issued and subordinated liabilities on the date that they are originated. All other financial assets and liabilities (including assets and liabilities designated at fair value through the Interim Statement of Comprehensive Income) are initially recognised on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

#### Derecognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The Group enters into transactions whereby it transfers assets recognised on its Interim Statement of Financial Position, but retains either all risks and rewards of the transferred assets or a portion of them. If all or substantially all risks and rewards are retained, then the transferred assets are not derecognised from the Interim Statement of Financial Position. Transfers of assets with the retention of all or substantially all risks and rewards include, for example, securitised assets and repurchase transactions.

#### Classification

Financial assets and liabilities are classified in the following accounting categories:

Financial Assets/Liabilities **Accounting Category** Finance receivables Loans and Receivables

Other financial assets Loans and Receivables

**Borrowings** Other liabilities at amortised cost Other financial liabilities Other liabilities at amortised cost

Derivatives Held for trading

#### (m) Intangible assets

Software acquired by the Group is stated at cost less accumulated amortisation and any accumulated impairment losses. Subsequent expenditure on software assets is capitalised only when it increases the future economic value of that asset. Amortisation of software is on a straight line basis, at rates which will write off cost over their estimated economic lives of 3 to 4 years.



# PYNE GOULD CORPORATION LIMITED NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2009

## 3 Significant accounting policies (continued)

#### (n) Operating lease vehicles

Operating lease vehicles are stated at cost less accumulated depreciation. Current period depreciation and profits or losses on the sale of operating lease vehicles are included as part of the operating lease expense. Depreciation is on a straight line basis, at rates which will write the vehicles down to residual value over their economic lives of up to 5 years.

#### (o) Impaired assets and past due assets

Impaired assets are those loans for which the Group has evidence that it has incurred a loss, and will be unable to collect all principal and interest due according to the contractual terms of the loan.

The term collectively impaired asset refers to an asset where an event has occurred which past history indicates that there is an increased possibility that the Group will not collect all its principal and interest as it falls due. No losses have yet been identified on these individual loans within the collectively impaired asset grouping, and history would indicate that only a small portion of these loans will eventually not be recovered. The Group provides fully for its expected losses.

Restructured assets are assets where the Group expects to recover all amounts owing although the original terms have been changed due to the counterparty's difficulty in complying with the original terms of the contract and the amended terms are not comparable with similar new lending.

In order to be classified as a restructured asset, following restructuring, the return under the revised terms is expected to be equal to or greater than the entity's average cost of funds, or a loss is not otherwise expected to be incurred.

Past due but not impaired assets are any assets which have not been operated by the counterparty within its key terms but are not considered to be impaired by the Group.

Bad debts provided for are written off against individual or collective provisions. Amounts required to bring the provisions to their assessed levels are recognised in the Interim Statement of Comprehensive Income. Any future recoveries of amounts provided for are taken to the Interim Statement of Comprehensive Income.

The Company maintained an underwriting deed with its subsidiary MARAC Finance Limited to provide security for certain identified and not yet identified losses arising on impaired assets.

Where MARAC Finance Limited identified that a provision was required in relation to a particular loan or a group of loans, the existence of the Company's underwrite was taken into account in determining the value of the provision.

#### (p) Employee benefits

Annual leave entitlements are accrued at amounts expected to be paid. Long service leave is accrued by calculating the probable future value of entitlements and discounting back to present value. Obligations to defined contribution superannuation schemes are recognised as an expense when the contribution is paid.

#### (g) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.



#### NOTES TO THE INTERIM FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2009

## 3 Significant accounting policies (continued)

#### (r) Share schemes

The Company provides benefits to staff in the form of share based payments, whereby staff provide services in exchange for shares. Currently the Company has the following schemes:

#### General staff share purchase scheme

Under this scheme the Company makes available an interest free loan to all staff to enable them to purchase Company shares, with the loan repayable over three years. The shares are issued at a price agreed by the directors and held in trust until the end of the loan term and the loan is repaid. As the fair value of the shares approximates the issue price, no expense is recognised.

#### Discretionary share schemes

Under these schemes the Company undertakes to transfer a specific number of shares to various key staff at a specified future date on that staff member achieving certain criteria. The shares are issued at a price agreed by the directors and held in trust until all the conditions are satisfied. The expected benefit is expensed over the period over which any conditions are required to be met.

## Directors' retirement share scheme

Under this scheme the Company undertakes to transfer a specific number of shares to certain directors upon their retirement. The shares were issued at a price approved by the shareholders and held in trust until the conditions are satisfied. The expected benefit is expensed over the period over which any conditions are required to be met.

#### (s) Borrowings

Bank borrowings and debenture stock are initially recognised at fair value including incremental direct transaction costs. They are subsequently measured at amortised cost using the effective interest method.

#### (t) Financial guarantees

Financial guarantees (underwrites) written are accounted for as insurance contracts. The guarantee payment received is initially capitalised and is subsequently amortised on a straight line basis over the life of the guarantee. A liability is recognised when a payment under the guarantee becomes payable.

#### (u) GS1

As the Group is predominantly involved in providing financial services, only a proportion of GST paid on inputs is recoverable. The non-recoverable proportion of GST is treated as an expense.

#### (v) Statement of Cash Flows

The Statement of Cash Flows has been prepared using the direct method modified by the netting of certain cash flows, in order to provide more meaningful disclosure. Cash and cash equivalents consist of cash and liquid assets used in the day to day cash management of the Group.

#### (w) Comparative balances

Where necessary comparative amounts have been reclassified so that the information corresponds to the classification presented for the current period.

# (x) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are not yet effective for the period ended 31 December 2009, and have not been applied in preparing these interim financial statements. None of these will have an effect on the financial statements of the Group, except for:

- NZ IAS 24 Related party disclosures (revised 2009), which simplifies the definition of a related party, clarifying its intended meaning and eliminating inconsistencies from the definition, effective 1 January 2011.
- NZ IFRS 9 Financial Instruments, specifies how an entity should classify and measure financial assets, effective 1 Jan 2013. These standards are not likely to have a significant impact on the financial statements of the Group.

#### (y) Changes in accounting policies

The Group has adopted NZ IAS 1 Presentation of Financial Statements (revised 2007) effective as of 1 July 2009. Since the change in accounting policy only affects presentation aspects, there is no impact on any of the amounts recorded in the current or comparative financial periods in the financial statements. There have been no other changes in accounting policies in the current period.



# PYNE GOULD CORPORATION LIMITED NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2009

#### 4 Segmental analysis

Segment information is presented in respect of the Group's business segments which are those used for the Group's management and internal reporting structure. All income received is from external sources.

#### **Business segments**

The Group operates predominantly within New Zealand and comprises the following main business segments:

Financial services Motor vehicle, commer

Motor vehicle, commercial plant, equipment and business, marine and

leisure financing and insurance service.

Trustee services
Portfolio management

5

Personal trust, estate and asset administration and corporate trustee services. Provider of portfolio management services. Provision of asset management,

particularly specialised asset funds.

Rural services Rural and horticultural supplies, livestock sales, irrigation and pumping, seeds

nutrition, real estate, funds management and rural finance.

Portfolio management is a new business segment, which covers the operations of the newly established entity, Perpetual Asset Management Limited ("PAM"). PAM is a wholly owned subsidiary of the Company.

	Note	Dec 2009 \$000	Dec 2008	Jun 2009
Profit / (loss) for the period		φυυυ	\$000	\$000
Financial Services		5,112	(9,715)	/20 0E7\
Trustee services		1,267	1,647	(39,957) 3,314
Portfolio management		1,105	- 1,0-77	0,014 -
Rural Services	10	377	(6,949)	(13,793)
Unallocated		2,242	(2,027)	(3,919)
Total Group profit / (loss) for the period		10,103	(17,044)	(54,355)
Operating revenue		30 Table 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
Financial Services				
Trustee services		87,229	101,833	195,213
Portfolio management		7,718	7,912	16,197
Rural Services	10	5,349	(0.040)	(40 700)
Unallocated	10	377 5,471	(6,949)	(13,793)
Total Group operating revenue		106,144	270 1 <b>03,066</b>	468 1 <b>98,085</b>
		100,112	100,000	130,000
Total Assets				
Financial Services		1,274,229	1,415,689	1,358,123
Trustee services		3,435	4,611	3,955
Portfolio management		130,887	_	-,
Rural Services	10	110,689	85,532	78,517
Unallocated		34,846	8,216	27,394
Total Group assets		1,554,086	1,514,048	1,467,989
Impaired asset expense				
Property finance receivables individual impairment		1 007	40 502	00.400
Property finance receivables collective impairment		1,227 5,747	16,527	90,108
Other assets individually assessed for impairment		3,747 3,657	14,770 652	(2,330)
Assets assessed for impairment on a collective basis		3,657 1,953		5,740 5 110
Total impaired asset expense		12,584	2,387 <b>34,33</b> 6	5,116
		16,704	34,330	98,634



# PYNE GOULD CORPORATION LIMITED NOTES TO THE INTERIM FINANCIAL STATEMENTS

# FOR THE PERIOD ENDED 31 DECEMBER 2009

6 Selling and administration expenses	Dec 2009	Dec 2008	Jun 2009
	\$000	\$000	\$000
Personnel expenses Superannuation Directors fees Audit fees Other audit related fees paid to auditors Depreciation - property Depreciation - plant and equipment Amortisation - intangible assets Rental costs	13,506	12,202	23,216
	232	178	330
	322	326	664
	141	143	252
	44	30	87
	49	61	145
	185	351	620
	430	278	637
	92	90	101
Loss on disposal of assets Operating lease expense as a lessee Other operating expenses Total selling and administration expenses	3 668 8,710 <b>24,382</b>	- 614 6,911 <b>21,184</b>	1,318 15,848 <b>43,218</b>

#### 7 Earnings per share

9

The calculation of basic and diluted earnings per share at 31 December 2009 is based on the profit for the period of \$10,103k (Dec 2008: loss of \$17,044k; Jun 2009: loss of \$54,355k), and a weighted average number of shares on issue of 323,602k (Dec 2008: 98,263k; Jun 2009: 98,397k).

The earnings per share calculated based on the closing number of shares (refer Note 14) rather than the weighted average number of shares, results in basic and diluted earnings per share of 1c at 31 December 2009 (Dec 2008: -17c; Jun 2009: -55c).

# 8 Reconciliation of profit / (loss) after income tax to net cash flows from operating activities

Profit / (loss) for the period	10,103	(17,044)	(54,355)
Add / (less) non-cash items:			
Depreciation	5,608	6,401	11.865
Impaired asset expense	12,584	34,336	98,634
Share of Associate Company's earnings	(737)		•
Deferred tax	93	(12,331)	20,662
Accruals, capitalised interest and prepaid items	(7,285)	, , ,	(,,
Total non-cash items	10,263	(1,121) <b>41,103</b>	(34,807) <b>66,347</b>
Add / (less) movements in working capital items:	-		
Other assets	(40.407)	(F 674)	
Insurance policy liabilities	(13,197) 35	(5,374)	3,730
Current tax		199	283
Other liabilities	2,615	537	2,397
Total movements in working capital items	2,918 <b>(7,629)</b>	(3,571) ( <b>8,209</b> )	(1,298) <b>5,112</b>
	11 1000	(0,200)	V,116
Less items classified as investing activities:			
Profit on sale of assets	(4,097)	_	_
Total items classified as investing activities	(4,097)		-
Net cash flows from operating activities	D.P.H.O.	J.P. O.P.O.	451.40.6
The season with the season of	8,640	15,850	17,104
Finance receivables			
Gross finance receivables	1,223,436	1 227 125	1 200 272
Less allowance for impairment	(20,336)	1,327,125	1,309,273
Total finance receivables	· · · · · ·	(39,024)	(98,056)
	1,203,100	1,288,101	<u>1,211,217</u>



# NOTES TO THE INTERIM FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2009

10	Investment in Associate Company	Note	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
	Carrying amount at beginning of period Dilution of investment in Associate Company Equity accounted earnings of Associate Company Net expense of Associate Company recognised directly to equity Additional investment in Associate Company Bonus issue dividend from Associate Company Dividends from Associate Company Carrying amount at end of period		78,517 (360) 737 (1,279) 33,074 - - 110,689	101,460 - (6,949) (2,110) - - (6,869) <b>85,532</b>	101,460 - (13,793) (2,281) - 3,122 (9,991) <b>78,517</b>
	Goodwill included in carrying amount of Associate Company Total assets of Associate Company Total liabilities of Associate Company Total revenue of Associate Company Total net profit / (loss) after tax of Associate Company		49,977 1,590,125 993,812 583,252 4,059	49,977 1,561,017 1,147,343 754,445 (32,761)	49,977 1,544,146 1,153,225 1,280,741 (66,444)

During the period the Company participated in the PGG Wrightson Limited capital raising, contributing \$33.1m of new capital. The capital raising resulted in the Company's investment being diluted to 18.3% (value of dilution \$360k).

The carrying amount has been tested for impairment at December 2009 using a value in use calculation. The exercise confirmed there were no impairment issues necessitating a write down.

#### 11 Other assets

Derivative financial assets				
		3,986	10,706	7,704
Staff share purchase schemes		494	681	496
Trade receivables		9,908	8,542	5,603
Prepayments		4,461	5,712	4,798
Investments in other companies		10	10	10
Property		-	2,855	3,407
Plant and equipment		1,518	2,000 1,780	•
Intangible assets	12	•	•	1,561
Investments	16	32,685	24,701	24,831
Deferred tax		16,531	1,038	1,032
		30,169	12,586	30,262
Total other assets	The state of the s	99,762	68,611	79,704
12 Intangible assets				
Computer software		810	653	783
Statutory right and brands at cost		12,901	12,901	12,901
Goodwill		18,974	11,147	11,147
Total intangible assets		32.685	24.701	24.831

On the 17 August 2009, the Group acquired 100% of Equity Partners Asset Management Limited ("EPAM"). As part of this acquisition, an additional \$7,827k of goodwill has been recognised during the period. This goodwill includes the EPAM brand, and the value of the management contracts held by that company.

#### impairment of intangible assets

The Statutory right and brands are considered to have an indefinite life. During the period they continued to be used in the Company's business and the Company invested further in them to maintain their value. They have been tested for impairment at December 2009 on a value in use basis. There was no indication that there had been impairment necessitating a write down.

Goodwill has also been tested for impairment at December 2009. The exercise confirmed there were no impairment issues necessitating a write down.



# PYNE GOULD CORPORATION LIMITED NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2009

13	Borrowings	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
	Bank borrowings sourced from New Zealand	8.300	253,412	171.750
	Debenture stock sourced from New Zealand	864.905	769.069	886,921
	Debenture stock sourced from overseas	32,077	25.013	29,310
	Securitised borrowings from New Zealand	149,313	202,038	150,728
	Total borrowings	1,054,595	1,249,532	1.238.709

The Group has bank facilities totalling \$352.5 million (Dec 2008: \$596.3m; June 2009: \$357.5 million). There is no significant concentration of debenture funding to any particular region within New Zealand.

MARAC Finance Limited's bank borrowings and debenture stock borrowings (which include secured bonds) rank equally and are secured over MARAC Finance Limited's non-securitised assets in terms of its Trust Deed dated 9 March 1984 in favour of The New Zealand Guardian Trust Company Limited as trustee for the stockholders. Other bank borrowings are secured by a general security interest over the assets of the Holding Company and specific subsidiary companies.

Investors in MARAC ABCP Trust 1 rank equally with each other and are secured over the securitised assets of the Trust.

#### 14 Share capital

	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
Opening balance	87,225	85,885	85,885
Capital raising proceeds	272,531		· -
Transaction costs associated with capital raising	(14,567)	-	-
Director and staff share issues		326	326
Dividend Reinvestment Plan	-	802	1.014
Closing share capital balance	345,189	87,013	87,225

	Hold	Holding Company		
	Dec 2009 Number of shares 000	Dec 2008 Number of shares 000	Jun 2009 Number of shares 000	
Issued shares				
Opening balance	98,597	98,147	98,147	
Shares issued during the period	674,925	315	450	
Closing balance	773,522	98,462	98,597	

The shares have equal voting rights and rights to dividends and distributions and do not have a par value.

During the period the Company issued 591,577,740 new shares at 40 cents per share to existing shareholders, placed 69,627,907 new shares at 43 cents per share to institutions and new investors, and issued 13,719,904 to existing shareholders under a Share Purchase Plan. The total new capital raised totalled \$272.5m.

### 15 Special purpose entities

# MARAC Retirement Bonds Superannuation Fund and MARAC PIE Fund

The Group controls the operations of the MARAC Retirement Bonds Superannuation Fund, a superannuation scheme that invests in MARAC Finance Limited debenture stock and of the MARAC PIE Fund, a portfolio investment fund that invests in MARAC Finance Limited. Investments by these funds are represented in debenture stock borrowings as follows:

	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
MARAC Retirement Bonds Superannuation Fund	9,857	23,365	21,348
MARAC PIE Fund	11,870	2,186	14,718



## NOTES TO THE INTERIM FINANCIAL STATEMENTS

#### FOR THE PERIOD ENDED 31 DECEMBER 2009

#### 15 Special purpose entities (continued)

#### **MARAC ABCP Trust 1 Securitisation**

The Group has securitised a pool of receivables comprising commercial, motor vehicle and marine loans to MARAC ABCP Trust 1 (the "Trust"). The Group substantially retains the credit risks and rewards associated with the securitised assets, and continues to recognise these assets and associated borrowings on the Interim Statement of Financial Position. Despite this presentation in the interim financial statements, the loans sold to the Trust are set aside for the benefit of investors in the Trust and no longer form part of the Group's assets.

	Dec 2009 \$000	Dec 2008 \$000	Jun 2009 \$000
Bank balance - Securitised	6,624	16,506	5,223
Finance receivables - Securitised	157,946	196,372	157,941
Borrowings - Securitised	(149,313)	(202,038)	(150,728)

#### 16 Related party transactions

#### Transactions with key management personnel

Key management personnel, being directors of the Group and staff reporting directly to the managing director, and the immediate relatives of key management personnel transacted with the Group during the period as follows:

Maximum balance	3,510	3,331	5,314
Closing balance	2,511	3,074	1,997
Key management personnel compensation is as follows:			
Short-term employee benefits	2,037	1,693	4,166
Share-based payments	36	95	222
Total	2,073	1,788	4.388

During the period the Group acquired 100% of an established New Zealand based asset management firm, Equity Partners Asset Management Limited ("EPAM"). EPAM was formerly controlled by George Kerr, one of the Company's directors and the largest shareholder.

#### 17 Staff share ownership arrangements

#### General staff share purchase scheme

During the period the Trustees transferred 3,600 shares to staff on satisfaction of the conditions of the scheme. The Trustees sold the rights to the Company's capital raising, realising \$683.

At 31 December 2009 the Trustees held 22,215 unallocated shares.

## Discretionary staff share schemes

During the period 96,357 shares were transferred to participants on the scheme's terms being satisfied. The Trustees, acting on behalf of participants sold 469,728 rights and subscribed for 372,197 new shares in the Company's capital raising. Of these new shares, 223,182 were transferred to participants.

At 31 December 2009 the Trustees held 285,460 shares on behalf of participants.

#### Directors retirement share scheme

During the period the Trustees transferred 109,326 shares to a director on his retirement. The Trustees, acting on behalf of participants sold 179,088 rights and subscribed for 370,688 new shares in the Company's capital raising.

At 31 December 2009 the Trustees held 352,968 shares on behalf of directors.

#### 18 Subsequent events

There have been no material events subsequent to balance date that would affect the interpretation of the interim financial statements or the performance of the Group.





# Auditor's review report

# To the shareholders of Pyne Gould Corporation

We have reviewed the attached interim financial statements in accordance with the Review Engagement Standards issued by the Institute of Chartered Accountants of New Zealand. The financial statements provide information about the past financial performance of the Company and Group as at 31 December 2009.

#### Directors' responsibilities

The Directors are responsible for the preparation of interim financial statements which give a true and fair view of the financial position of the Group as at 31 December 2009 and the results of their operations and cash flows for the six month period ended on that date.

### Reviewer's responsibilities

It is our responsibility to express an independent opinion on the interim financial statements presented by the Directors and report our opinion to you.

#### **Basis of opinion**

A review is limited primarily to enquiries of Group personnel and analytical review procedures applied to the financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

Our firm has also provided other audit related services to the Company and certain of its subsidiaries. Partners and employees of our firm may also deal with the Group on normal terms within the ordinary course of trading activities of the business of the Group. There are, however, certain restrictions on borrowings which the partners and employees of our firm can have with the Group. These matters have not impaired our independence as auditor of the Company and Group. The firm has no other relationship with, or interest in, the Company or any of its subsidiaries.

#### Review opinion

Based on our review, nothing has come to our attention that causes us to believe that the attached interim financial statements do not give a true and fair view of the financial position of the Group as at 31 December 2009, the results of their operations and cash flows for the period ended on that date in accordance with NZ IAS 34 *Interim Financial Reporting*.

Our review was completed on 26 February 2010 and our opinion is expressed as at that date.

KIML KPMG