

Folkestone Limited  
ABN 21 004 715 226

Half Year Report  
31 December 2006

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# **Folkestone Limited**

## **Directors' Report**

### **For the half-year ended 31 December 2006**

The directors present their report together with the financial report of Folkestone Limited ('the Company') and of the consolidated entity, being the Company and its controlled entities, for the half-year ended 31 December 2006 and the auditor's report thereon.

#### **Directors**

The following persons were directors of Folkestone Limited during the whole of the half-year and up to the date of this report:

- ❑ ATL Maitland (*BCom, FAICD, FAIM, SF Fin*) (Chairman)
- ❑ BR Kean AM (*Dip ChemEng, FIE Aust, FTS, FAICD*)
- ❑ DCJ Scarf (*BEcon*)
- ❑ MW Parkinson CBE (*MA, MBA (Stanford), FAICD*)

Mr Allan Davison (*BBlgd, AAPI*) was the Managing Director and he retired from this position on 3 July 2006.

Mr Oscar Guglielmi was appointed as a Chief Executive Officer and Managing Director of the company on 28 August 2006 and continues in office to the date of this report.

#### **Financial Results**

The net profit after tax for the six months ending 31 December 2006 is \$495 thousand compared to \$547 thousand in the corresponding period in 2005. This represents a basic earnings per share of 1.64 cents, compared with 1.84 cents in the corresponding period in 2005.

#### **Dividends**

The Board has resolved to maintain the interim dividend at 2.5 cents per ordinary share, fully franked. The dividend will have a record date of 19 March 2007 and will be paid on 3 April 2007. Shareholders will be able to participate in the company's Dividend Re-Investment Plan which offers a 5% discount.

#### **Cash Position**

The company has adequate cash reserves, bank lines of credit and future anticipated cash inflows to fund current overheads, development projects and committed expenditure on future acquisitions.

#### **Asset Backing**

Net tangible asset backing was steady at 64 cents per share.

### **REVIEW OF OPERATIONS**

#### **Development division**

##### ***Projects under development***

As foreshadowed at the AGM, the development division's performance for the half year was impacted by a \$970 thousand pre-tax loss relating to the sale of the remaining two strata levels at our 530 Lonsdale Street project.

The remaining four terrace houses at 'Jolimont Square' were sold during the half-year with two settled prior to Christmas and the other two due to settle in the first quarter of 2007, which will mark the completion of this project.

Development of Parcel B (Bertie & Bridge Streets, Port Melbourne) at the toyotagreen Business Park in Port Melbourne continues with Stage 1, comprising five units, now fully constructed. To date one unit, Unit 5, has been leased which commenced in August 2006. Three of the remaining four units have been recently secured under a Heads of Agreement with the lease expected to commence in May 2007.

**Folkestone Limited**  
**Directors' Report**  
**For the half-year ended 31 December 2006**

Construction of Stage 2, comprising three units and a multi-deck car park, was one third complete at balance date. Ericsson has signed an agreement to lease Unit 6 (2985 m<sup>2</sup>) which is due to commence in May 2007. Site planning for Stage 3, comprising a further five units, is underway and construction is expected to commence later in 2007.

***New Acquisitions***

The company has acquired three new developments sites in the current half-year

- 720-808 Kororoit Creek Rd, Altona
- 135, 225 & 285 Donnybrook Rd, Mickleham
- 108 Ocean Beach Rd, Sorrento

Further details on these acquisitions can be found in the shareholder update.

In respect of the Altona project, whilst not recognised in the financial statements, the directors believe its value has increased due to the strong demand for industrial land and scarcity of large parcels of land in the locality. It is also believed that the value of the land will be further enhanced through the planning process.

**Construction division**

Access Constructions Pty Ltd had another strong half-year to 31 December 2006 with a pre-tax contribution of \$1.960m compared with \$1.908m last half year. The value of uncompleted work on hand at 31 December 2006 was approximately \$24.5 million. Directors believe that the consistent earnings being delivered by Access justifies a market valuation of the business substantially in excess of the current carrying value of the investment in the parent company's financial statements.

**Company strategy**

At the company's 2006 AGM, the company outlined that its strategy would be to identify and control parcels of land that can support multi-year development programs and to co-invest with like – minded investors as a partner in the development. The strategy will enable the company to generate recurring fee income through the project planning, approval, pre-development and development phases of the project in addition to its share of the development profits of the project. Fee income is intended to become a major profit contributor and will reduce the volatility that has been a feature of Folkestone's performance in recent years.

Further details on the company's strategy can be found in the shareholder update.

**Earnings Outlook**

The Directors' expectation for current year earnings remains unchanged with a similar full year result expected to that of last year. The Board is confident that the strategy being implemented will provide a platform for sustainable earnings growth.

**ROUNDING OF AMOUNTS TO NEAREST THOUSAND DOLLARS**

The economic entity has applied the relief available to it in ASIC Class Order 98/100 and accordingly certain amounts in the financial report and the directors' report have been rounded off to the nearest \$1,000.

**AUDITOR'S INDEPENDENCE DECLARATION**

The auditor's independence declaration is included on page 4 of the half-year report.

**Folkestone Limited**  
**Directors' Report**  
**For the half-year ended 31 December 2006**

This report is signed in accordance with a resolution of the Board of Directors made pursuant to S.306(3) of the Corporations Act 2001.

**On behalf of the Directors**



**ATL Maitland**  
**Chairman**

Melbourne

21 February 2007



**O Guglielmi**  
**Managing Director &**  
**Chief Executive Officer**

The Board of Directors  
Folekstone Limited  
Level 24, 360 Collins Street  
MELBOURNE VIC 3000

21 February 2007

Dear Board Members

### **Independence Declaration to the directors of Folkestone Limited**

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Folkestone Limited.

As lead audit partner for the review of the financial statements of Folkestone Limited for the half-year ended 31 December 2006, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours sincerely



DELOITTE TOUCHE TOHMATSU



**R D D Collie**  
Partner  
Chartered Accountants

**Folkestone Limited**  
**Condensed consolidated income statement**  
**For the half-year ended 31 December 2006**

	<b>Consolidated</b>	
	<b>Half-year ended</b>	<b>Half-year ended</b>
	<b>31 December 2006</b>	<b>31 December 2005</b>
	<b>\$000</b>	<b>\$000</b>
Revenue	47,417	32,949
Changes in inventories of finished goods and work in progress	-	43
Development expenses	<b>(16,020)</b>	(12,531)
Construction expenses	<b>(27,347)</b>	(17,067)
Impairment of investment in associate	<b>(160)</b>	-
Employee benefits expense	<b>(2,536)</b>	(2,285)
Depreciation and amortisation expense	<b>(38)</b>	(51)
Rental expense on operating leases	<b>(130)</b>	(132)
Other expenses	<b>(355)</b>	(420)
Finance costs	<b>(5)</b>	(1)
Share of net profits of associates and joint ventures	<b>1</b>	288
Profit before income tax	<b>827</b>	793
Income tax expense	<b>(299)</b>	(246)
Profit from continuing operations	<b>528</b>	547
Profit for the half-year	<b>528</b>	547
Attributable to:		
Equity holders of the parent	<b>495</b>	547
Minority Interest	<b>33</b>	-
	<b>528</b>	547
<b>Overall Operations</b>		
Basic earnings per share (cents per share)	<b>1.64</b>	1.84
Diluted earnings per share (cents per share)	<b>1.64</b>	1.84

The above condensed consolidated income statement is to be read in conjunction with the notes of the financial statements set out on pages 9 to 13.

**Folkestone Limited**  
**Condensed consolidated balance sheet**  
**as at 31 December 2006**

	<b>Consolidated</b>	
	<b>31 December 2006</b>	<b>30 June 2006</b>
	<b>\$000</b>	<b>\$000</b>
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	13,118	6,518
Trade and other receivables	8,779	9,866
Inventories	20,356	11,928
Current tax asset	194	-
Other current assets	50	798
<b>TOTAL CURRENT ASSETS</b>	<b>42,497</b>	<b>29,110</b>
<b>NON-CURRENT ASSETS</b>		
Investment accounted for using the equity method	11	-
Property, plant and equipment	250	220
Deferred tax assets	549	210
Goodwill	2,120	2,120
<b>TOTAL NON-CURRENT ASSETS</b>	<b>2,930</b>	<b>2,550</b>
<b>TOTAL ASSETS</b>	<b>45,427</b>	<b>31,660</b>
<b>CURRENT LIABILITIES</b>		
Trade and other payables	23,646	4,702
Borrowings	15	4,308
Current tax liabilities	24	174
Provisions	134	497
<b>TOTAL CURRENT LIABILITIES</b>	<b>23,819</b>	<b>9,681</b>
<b>NON-CURRENT LIABILITIES</b>		
Borrowings	16	23
Provisions	161	159
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>177</b>	<b>182</b>
<b>TOTAL LIABILITIES</b>	<b>23,996</b>	<b>9,863</b>
<b>NET ASSETS</b>	<b>21,431</b>	<b>21,797</b>
<b>EQUITY</b>		
Issued capital	18,392	18,235
Retained earnings	3,006	3,562
Parent entity interest	21,398	21,797
Minority interest	33	-
<b>TOTAL EQUITY</b>	<b>21,431</b>	<b>21,797</b>

The above condensed consolidated balance sheet is to be read in conjunction with the notes of the financial statements set out on pages 9 to 13.



**Folkestone Limited**  
**Condensed consolidated statement of changes in equity**  
For the half-year ended 31 December 2006

	Issued Capital	Retained Earnings	Attributable to holders of the parent	Minority Interest	Total
CONSOLIDATED	\$000	\$000	\$000	\$000	\$000
<b>Balance at 1 July 2005</b>	18,023	3,516	21,539	-	21,539
Profit for the period	-	547	547	-	547
Total recognised income and expense	-	547	547	-	547
Issue of share capital	125	-	125	-	125
Dividends paid	-	(1,039)	(1,039)	-	(1,039)
<b>Balance at 31 December 2005</b>	<b>18,148</b>	<b>3,024</b>	<b>21,172</b>	<b>-</b>	<b>21,172</b>
Profit for the period	-	1,284	1,284	-	1,284
Total recognised income and expense	-	1,284	1,284	-	1,284
Issue of share capital	87	-	87	-	87
Dividends paid	-	(746)	(746)	-	(746)
<b>Balance at 30 June 2006</b>	<b>18,235</b>	<b>3,562</b>	<b>21,797</b>	<b>-</b>	<b>21,797</b>
Profit for the period	-	495	495	33	528
Total recognised income and expense	-	495	495	33	528
Issue of share capital	157	-	157	-	157
Dividends paid	-	(1,051)	(1,051)	-	(1,051)
<b>Balance at 31 December 2006</b>	<b>18,392</b>	<b>3,006</b>	<b>21,398</b>	<b>33</b>	<b>21,431</b>

The above condensed consolidated statement of changes in equity is to be read in conjunction with the notes of the financial statements set out on pages 9 to 13.

**Folkestone Limited**  
**Condensed consolidated cash flow statement**  
**For the half-year ended 31 December 2006**

	<b>Consolidated</b>	
	<b>Half-year ended 31 December 2006 \$000</b>	<b>Half-year ended 31 December 2005 \$000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Receipts from customers	53,362	34,375
Payments to suppliers and employees	(38,591)	(36,246)
Trust distributions from associate entities	170	200
Interest received	250	114
Finance costs	(5)	(4)
Other taxes paid	(1,387)	39
Income tax paid	(980)	(483)
Net cash provided by (used in) operating activities	<b>12,819</b>	<b>(2,005)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from sale of property, plant and equipment	-	31
Purchase of property, plant and equipment	(70)	(57)
Loans from (provided to) associated entities	(785)	125
Payment for investment in associate	(170)	-
Net cash provided by (used in) investing activities	<b>(1,025)</b>	<b>99</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from borrowings	-	5,795
Repayment of borrowings	(4,300)	(3,935)
Dividends paid to members of the parent entity	(1,051)	(1,039)
Proceeds from issue of shares	157	125
Net cash provided by (used in) financing activities	<b>(5,194)</b>	<b>946</b>
Net increase (decrease) in cash held	<b>6,600</b>	<b>(960)</b>
Cash and cash equivalents at beginning of financial year	<b>6,518</b>	<b>5,317</b>
Cash and cash equivalents at end of financial year	<b>13,118</b>	<b>4,357</b>

The above condensed consolidated cash flow statement is to be read in conjunction with the notes of the financial statements set out on pages 9 to 13.

**Folkestone Limited**  
**Notes to the condensed consolidated financial statements**  
**For the half-year ended 31 December 2006**

**NOTE 1. SIGNIFICANT ACCOUNTING POLICIES**

**Statement of Compliance**

The half-year financial report is a general purpose financial report which has been prepared in accordance with the Corporations Act 2001 and AASB 134 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 "Interim Financial Reporting". The half-year report does not include notes of the type normally included in an annual financial report and should be read in conjunction with the most recent annual financial report.

**Basis of Preparation**

The condensed financial statements have been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars unless otherwise noted.

The company is a company of the kind referred to in ASIC Class Order 98/100, dated 10 July 1998, and in accordance with that Class Order amounts in the directors' report and the half-year financial report are rounded off to the nearest thousand dollars, unless otherwise indicated.

The accounting policies and methods of computation adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the company's 2006 annual financial report for the financial year ended 30 June 2006, other than as detailed below.

**Adoption of new and revised accounting standards**

In the current year, the Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to its operations and effective for annual reporting periods beginning on or after 1 July 2006. The adoption of these new and revised Standards and Interpretations has resulted in changes to the Group's accounting policies in the following areas that have affected the amounts reported for the current or prior years:

- Investments as "at fair value through profit or loss" (AASB 2005-04 "Amendments to Australian Accounting Standards");
- Financial guarantee contracts (AASB 2005-09 "Amendments to Australian Accounting Standards");
- Business combinations (AASB 2005-6 "Amendments to Australian Accounting Standards").

The impact of the adoption of these new and revised accounting standards on the Group's accounting policies is detailed below:

***Limitation of ability to designate financial assets and financial liabilities through profit or loss***

The AASB released AASB 2005-4 'Amendments to Australian Accounting Standards' in June 2005. AASB 2005-4 amends AASB 139 'Financial Instruments: Recognition and Measurement' by limiting the ability of entities to designate any financial asset or financial liability as 'at fair value through profit or loss'

Financial assets that can no longer be designated as 'at fair value through profit or loss' shall be classified into either loans and receivables, held to maturity investments or available for sale investments, as appropriate, and measured at amortised cost or at fair value with changes in fair value recognized in equity, depending on classification. Financial liabilities that can no longer be designated as "at fair value through profit or loss" shall be classified as 'other' financial liabilities and measured at amortised cost. Although ordinarily the designation of a financial asset as available for sale is made on initial recognition, the transitional provisions of the Standard allow such designation to be made on the date of de-designation (1 July 2005).

**Folkestone Limited**  
**Notes to the condensed consolidated financial statements**  
**For the half-year ended 31 December 2006**

The changes introduced by AASB 2005-4 are applied by the Group with effect from the beginning of the comparative reporting period presented in this financial report (i.e with effect from 1 July 2005). Financial assets and financial liabilities designated by the Group as "at fair value through profit or loss" continue to meet the revised designation rules and, accordingly, the application of these amendments has no impact on the financial statements.

***Accounting for financial guarantee contracts***

The AASB released AASB 2005-9 'Amendments to Australian Accounting Standards' in September 2005. AASB 2005-9 amends AASB 139 'Financial Instruments: Recognition and Measurement' to require certain financial guarantee contracts to be recognized in accordance with AASB 139 and measured initially at their fair values, and subsequently measured at the higher of the amount recognized as a provision and the amount initially recognized less cumulative amortization in accordance with the Group's revenue recognition policies.

The changes introduced by AASB 2005-9 are applied by the Group with effect from the beginning of the comparative reporting period presented in this financial report (i.e with effect from 1 July 2005). The Group is a party to a financial guarantee contract where an entity in the Group has provided a financial guarantee to a third party in respect of an entity external to the Folkestone Group. The application of these amendments results in such financial guarantee contracts now being recognized and measured at the higher of the best estimate of the expenditure required to settle the obligation and the amount initially recognized less, where appropriate, cumulative amortization.

There is no impact to the consolidated financial statements at the beginning of the comparative period as a result of this change in accounting policy. Profit for the half-year ended 31 December 2005 is the same under the new policy and financial liabilities as at 31 December 2005 were the same as was reported in the 2005 half-year financial report. There is no impact on the profits for the half-year ended 31 December 2006 under the new accounting policy as a result of movements in the fair value of the financial liabilities recognized.

***Accounting for business combinations involving entities or businesses under common control***

The AASB released AASB 2005-6 'Amendments to Australian Accounting Standards' in June 2006. AASB 2005-6 amends AASB 3 'Business Combinations' by removing business combinations involving entities or business under common control from its scope. The effect of the scope amendment is that there is no longer any explicit guidance under Accounting Standards as to how to account for these types of business combinations.

Due to the requirements of AASB 1 'First-time Adoption of Australian Equivalents to International Financial Reporting Standards' permitting the non-restatement of pre-transition business combinations, the amendment has no effect on the financial statements of the company or Group for the current or prior reporting periods. However, future transactions involving entities under common control will be affected because the entity will effectively have an accounting policy choice as to how to account for these transactions.

A number of accounting policy choices are available to the Consolidated Entity for the accounting of business combinations involving entities or businesses under common control. The Consolidated Entity has not yet experienced such business combinations and consequently has not yet decided on the accounting policy that will be adopted.

**Folkestone Limited**  
**Notes to the condensed consolidated financial statements**  
For the half-year ended 31 December 2006

**NOTE 2: SEGMENT REPORTING**

**Primary Reporting – Business Segments**

<i>In thousands of dollars</i>	<b>Property Development</b>		<b>Construction</b>		<b>Property Investments</b>		<b>Eliminations/ Unallocated</b>		<b>Consolidated</b>	
	<b>31 Dec 2006</b>	31 Dec 2005	<b>31 Dec 2006</b>	31 Dec 2005	<b>31 Dec 2006</b>	31 Dec 2005	<b>31 Dec 2006</b>	31 Dec 2005	<b>31 Dec 2006</b>	31 Dec 2005
Total segment revenue	<b>15,891</b>	12,291	<b>31,277</b>	20,869	-	-	<b>250</b>	120	<b>47,418</b>	33,280
Intersegment Sales										
Total revenue	<b>15,891</b>	12,291	<b>31,277</b>	20,869	-	-	<b>250</b>	120	<b>47,418</b>	33,280
Share of net profit of associates included in segment revenues above									-	-
Revenue									<b>47,418</b>	33,280
Segment Result	<b>(302)</b>	(235)	<b>1,960</b>	1,908	-	-	-	-	<b>1,658</b>	1,673
Unallocated expenses									<b>(831)</b>	(880)
Profit before income tax									<b>827</b>	793

**NOTE 3: DIVIDENDS**

<b>Recognised amounts</b>	<b>Half-Year ended 31 December</b>	
	<b>2006</b>	<b>2005</b>
	<b>\$000</b>	<b>\$000</b>
Dividends paid		
Final dividend for the year ended 30 June 2006 of 3.5 cents (2005: 3.5) cents per share paid on 23 October 2006 (2005: 28 October 2005)	<b>1,051</b>	1,038
	<b>1,051</b>	1,038

**Dividends not recognised at the end of the half-year**

Since the end of the half-year, the directors have recommended a payment of an interim dividend amounting to \$757 thousand representing a fully franked dividend of 2.5 cents per fully paid ordinary share (2005: \$747 thousand (2.5 cents)). The dividend has not been provided for in the half-year interim financial report.

**NOTE 4: ISSUED CAPITAL**

	<b>Half-year ended 31 December 2006</b>		<b>Half-year ended 31 December 2005</b>	
	<b>Shares</b>	<b>\$000</b>	Shares	\$000
Opening balance of equity securities	<b>30,040,647</b>	<b>18,235</b>	29,668,337	18,023
Shares issued during the year				
- Dividend reinvestment plan	<b>249,671</b>	<b>157</b>	207,868	125
<b>At reporting date</b>	<b>30,290,318</b>	<b>18,392</b>	29,876,205	18,148

**Folkestone Limited**  
**Notes to the condensed consolidated financial statements**  
**For the half-year ended 31 December 2006**

**NOTE: 5: CONTINGENT LIABILITIES**

- a) Folkestone Limited has guaranteed the performance of certain controlled entities in relation to development agreements. These include:
- Folkestone (Bayside) Pty Ltd - Folkestone Limited owns 20% of the share capital of Folkestone (Bayside) Pty Ltd and has provided a guarantee in favour of Capital Finance Australia Limited in relation to a loan facility for \$43.250m (drawn \$4.250m) for the acquisition of Donnybrook Rd, Mickleham. The guarantee provided is several from the other shareholder of Folkestone (Bayside) Pty Ltd and is limited to 20% of the loan facility only.
  - Access Constructions Pty Ltd - Folkestone Limited has provided a parent company guarantee in favour of ING Industrial Custodian Pty Ltd in relation to the due and punctual performance by Access Constructions Pty Ltd of its obligations under the design and construct contracts with ING Industrial Custodian Pty Ltd for the following projects:
    - Park West Industrial Estate Café (construction completed, defects liability period expiring on in June 2007)
    - Abaris Printing, Stage 1 (construction completed, defects liability period expiring in July 2007)
    - Parkwest: SignorIno Tiles Warehouse and Building B (construction in progress)
  - Bertie Bridge Pty Ltd – Folkestone Limited owns 75% of the share capital in Bertie Bridge Pty Ltd. Folkestone Limited has provided a several guarantee in favour of Trust Company of Australia Limited in relation to the due and punctual performance by Bertie Bridge Pty Ltd of its obligations under the Development Agreement for Toyota Business Park (Block B).
  - Bertie Bridge Pty Ltd - Folkestone Limited owns 75% of the share capital in Bertie Bridge Pty Ltd. Folkestone Limited has provided a several guarantee in favour of Ericsson Australia Pty in relation to the due and punctual performance by Bertie Bridge Pty Ltd of its obligations under the Agreement for Lease of 6/153 Bertie Street, Port Melbourne.
  - Kororoit Creek Road Pty Ltd – Folkestone Limited owns 50% of the share capital in Kororoit Creek Road Pty Ltd. Folkestone Limited has provided a guarantee in favour of Dow Chemical (Australia) Limited in relation to the due and punctual performance by Kororoit Creek Road Pty Ltd of its obligations under the Contract of Sale for 720 Kororoit Creek Road, Altona, Victoria.

Guarantees previously provided in relation to loan facilities provided by St George Bank to Folkestone EMT Pty Ltd and Folkestone Developments Pty Ltd are no longer contingent liabilities as the loan facilities have been fully repaid by the applicable controlled entities in the current period.

- b) Folkestone Limited has obtained from the ANZ Banking Group Ltd bank guarantees totalling \$25 thousand. These guarantees have been cash securitised.
- c) Access Constructions Pty Ltd has a \$4m surety bond facility with QBE Insurance. As at balance date, QBE had issued \$1.6m in surety bonds to clients of Access Constructions. The surety bond facility expires on 30 November 2007 and is able to be reviewed for a further period of 12 months annually.

The maximum bond value for any one contract must not exceed 50% of the \$4m facility limit and the maximum term of each bond is 24 months plus 12 months maintenance.

**Folkestone Limited**  
**Notes to the condensed consolidated financial statements**  
**For the half-year ended 31 December 2006**

**NOTE: 5: CONTINGENT LIABILITIES CONTINUED**

The following entities within the Folkestone consolidated group have provided a Deed of Indemnity of Guarantee securing the performance of Access Constructions under the surety bond facility with QBE:

Access Constructions Pty Ltd	Folkestone Freeholds Pty Ltd
Folkestone Developments Pty Ltd	Folkestone Project Management Pty Ltd
Fenchurch Pty Ltd	Folkestone (EMT) Pty Ltd in its own right and as trustee for the Folkestone East Melbourne Trust
Folkestone (PMD) Pty Ltd	Ceres House Pty Ltd
Folkestone Limited	
Sorrento (Vic) Pty Ltd	

No material losses are anticipated in respect of any of the above contingent liabilities.

At the date of this report, the directors are not aware of any liability in relation to the guarantees mentioned above that has not been provided for in the financial statements.

**Folkestone Limited**  
**Directors' Declaration**  
**For the half-year ended 31 December 2006**

## Directors' Declaration

The directors' of Folkestone Limited ('the company') declare that:

- (a) the financial statements, comprising the Condensed consolidated income statement, condensed consolidated balance sheet, condensed consolidated statement of changes in equity and condensed consolidated cash flow statement and accompanying notes are in accordance with the Corporations Act 2001, and:
  - (i) give a true and fair view of the financial position of the economic entity as at 31 December 2006 and of their performance for the half-year ended on that date; and
  - (ii) comply with Australian Accounting Standards and the Corporations Regulations 2001; and
- (b) the Chief Executive Officer and Chief Financial Officer have declared that:
  - (i) the financial records of the company for the half-year have been properly maintained in accordance with section 286 of the Corporations Act 2001;
  - (ii) the financial statements and notes for the half-year comply with the Accounting Standards; and
  - (iii) the financial statements and notes for the half-year give a true and fair view.
- (c) in the directors' opinion, there are reasonable grounds to believe that the company will be able to pay their debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors



**ATL Maitland**  
Director



**O Guglielmi**  
Director

Melbourne  
21 February 2007



## Independent Auditor's Review Report to the members of Folkestone Limited

### Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Folkestone Limited, which comprises the condensed consolidated balance sheet as at 31 December 2006, and the condensed consolidated income statement, condensed consolidated cash flow statement, condensed consolidated statement of changes in equity for the half-year ended on that date, selected explanatory notes and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the end of the half-year or from time to time during the half-year as set out on pages 5 to 14.

#### *Directors' Responsibility for the Half-Year Financial Report*

The directors of the company are responsible for the preparation and fair presentation of the half-year financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

#### *Auditor's Responsibility*

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of an Interim 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 31 December 2006 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 Folkestone Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

*Auditor's Independence Declaration*

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

*Conclusion*

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Folkestone Limited 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 31 December 2006 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*.

*Deloitte Touche Tohmatsu*

**Deloitte Touche Tohmatsu**

Chartered Accountants

*R D D Collie*

**R D D COLLIE**

Partner

Melbourne, 21 February 2007