

BBX HOLDINGS LTD

ACN 089 221 634

APPENDIX 4D

Half year report **6 Months Ended 31st December, 2008**

1. This report is in respect of the 6 months from 1st July, 2007 to 31st December, 2008.
Previous corresponding period 1st July, 2006 to 31st December, 2007.
2. RESULTS FOR ANNOUNCEMENT TO THE MARKET:
 - 2.1 Revenue from ordinary activities for the period \$2,625,000.
Percentage change from previous corresponding period (45.8%)
 - 2.2 Loss from ordinary activities after income tax attributable to members was \$1,601,000. Previous corresponding period Profit was \$112,000.
 - 2.3 Net Loss after income tax attributable to members was \$3,882,000.
Profit attributable to the prior year was \$112,000.
 - 2.4 A final dividend will not be paid on 30th April, 2009.
 - 2.5 Not applicable.
 - 2.6 Not applicable.
3. Net tangible assets per share as at 31st December, 2008 was \$0.032
For the previous corresponding period the figure was \$0.056
4. Entities over which control has been gained or lost during the period: N/A.
5. Details of Dividends declared: N/A.
6. Details of Dividend reinvestment plans: Not applicable as no dividend declared.
7. This item is not applicable.
8. This item is not applicable.
9. The audit review is attached.

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities Interim Financial Report

DIRECTORS' REPORT

Your directors submit the financial report of the consolidated group for the half-year ended 31 December 2008.

Directors

The names of directors who held office during or since the end of the half-year:

Michael Touma	Tim Creasy (resigned 28 November 2008)
Hector Vieira	Peter O'Mara (resigned 18 August 2008)
Carolin Macdonald	

Review of Operations

The consolidated loss of the consolidated group for the half year after providing for income tax and eliminating minority equity interests amounted to \$3,881,837.

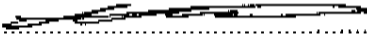
Rounding of Amounts

The consolidated group 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 Declaration

The lead auditor's independence declaration under section 307C of the *Corporations Act 2001* is set out on page 2 for the half-year ended 31 December 2008.

This report is signed in accordance with a resolution of the Board of Directors.

Director 

Michael Touma

Dated this *27th* day *February*, 2009

robertnielsonpartners

ABN 24 216 690 404
chartered accountant
business advisors

rnp

Level 7 280 George Street
Sydney NSW 2000 Australia
Box R176 Royal Exchange
NSW 1225 Australia
T 61 2 9235 0299
F 61 2 9222 1065
E enq@robertnielsonpartners.com.au

**AUDITORS INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF BBX HOLDING LIMITED**

I declare that to the best of my knowledge and belief, during the 6 months ended 31 December 2008, there have been:

1. no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
2. no contraventions of any applicable code of professional conduct in relation to the review.

Robert Nielson Partners



Robert Nielson

Date 27 February 2009

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities

Interim Financial Report

CONSOLIDATED INCOME STATEMENT FOR HALF-YEAR ENDED 31 DECEMBER 2008

	Consolidated Group	
	31.12.2008	31.12.2007
	\$000	\$000
Revenue	2,626	4,841
Revaluation of investment property	-	91
Changes in inventories of finished goods and work in progress	(30)	(459)
Employee benefits expense	(1,385)	(1,182)
Depreciation and amortisation expense	(237)	(107)
Impairment of goodwill	(2,281)	-
Occupancy costs	(334)	(269)
Bad debts written off	(568)	(126)
Advertising & sponsorship	(556)	(676)
Finance costs	(81)	(58)
Other expenses	(1,036)	(2,063)
Profit before income tax	(3,882)	(8)
Income tax expense	-	120
Profit/(loss) from continuing operations	(3,882)	112
Profit/(loss) from discontinued operations	-	-
Profit for the period	(3,882)	112
Profit attributable to minority equity interest	16	(52)
Profit attributable to members of the parent entity	(3,866)	60
Overall Operations		
Basic earnings per share (cents per share)	(34.57)	0.54
Diluted earnings per share (cents per share)	(37.57)	0.54

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities

Interim Financial Report

CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2008

	Consolidated Group		
	Note	31.12.2008	30.06.2008
		\$000	\$000
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		16	15
Trade and other receivables		983	3,640
Inventories		54	80
Financial Assets		-	531
Current tax assets		-	21
Other current assets		71	100
TOTAL CURRENT ASSETS		<u>1,124</u>	<u>4,387</u>
NON-CURRENT ASSETS			
Trade and other receivables		187	137
Land held for sale		459	459
Investment stock		421	403
Financial assets		3,147	482
Other financial assets	8	-	837
Property, plant and equipment		930	1,081
Intangible assets		3,431	5,385
TOTAL NON-CURRENT ASSETS		<u>8,575</u>	<u>8,784</u>
TOTAL ASSETS		<u>9,699</u>	<u>13,171</u>
CURRENT LIABILITIES			
Trade and other payables		1,713	1,555
Short-term financial liabilities		849	771
Short-term provisions		178	177
TOTAL CURRENT LIABILITIES		<u>2,740</u>	<u>2,503</u>
NON-CURRENT LIABILITIES			
Trade and other payables		433	465
Long-term financial liabilities		356	420
Other financial liabilities	8	235	-
Long-term provisions		91	95
TOTAL NON-CURRENT LIABILITIES		<u>1,115</u>	<u>980</u>
TOTAL LIABILITIES		<u>3,855</u>	<u>3,483</u>
NET ASSETS		<u>5,844</u>	<u>9,688</u>
EQUITY			
Issued capital		11,183	11,183
Reserves		(41)	(78)
Accumulated losses		(5,282)	(1,416)
Parent interest		5,860	9,689
Minority equity interest		(16)	-
TOTAL EQUITY		<u>5,844</u>	<u>9,698</u>

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities

Interim Financial Report

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

	Share Capital Ordinary	Retained Profits	Foreign Exchange Reserve	Option Reserve	Minority Equity Interest	Total
	\$000	\$000	\$000	\$000	\$000	\$000
Balance at 1.7.2007	11,530	(361)	117	83	-	11,369
Shares cancelled during the period	(336)					(338)
Profit attributable to members of parent entity		61				61
Profit attributable to minority shareholders					52	52
Adjustment from transaction of foreign controlled entity			(48)			(48)
Subtotal	11,192	(300)	69	83	52	11,096
Dividend paid or provided for						
Balance at 31.12.2007	11,192	(300)	69	83	52	11,096
Balance at 1.7.2008	11,183	(1,416)	(161)	83	-	9,689
Profit attributable to members of parent entity		(3,866)				(3,866)
Profit attributable to minority shareholders					(16)	(16)
Adjustment from transaction of foreign controlled entity			37			37
Subtotal	11,183	(5,282)	(124)	83	(16)	5,844
Dividend paid or provided for						
Balance at 31.12.2008	11,183	(5,282)	(124)	83	(16)	5,844

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities

Interim Financial Report

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2008

	Consolidated Group	
	31.12.2008	31.12.2007
	\$000	\$000
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers	2,118	2,727
Payments to suppliers and employees	(2,170)	(3,230)
Interest received	1	1
Finance costs	(55)	(83)
Net cash (provided)/used by operating activities	<u>(106)</u>	<u>(585)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of non-current assets	14	4
Purchase of non-current assets	(3)	(160)
Purchase of intangibles	-	57
Sale of shares	29	471
Net cash provided by investing activities	<u>40</u>	<u>372</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue of shares	-	(338)
Proceeds from borrowings	5	57
Repayment of borrowings	(21)	(22)
Net cash (provided)/used by operating activities	<u>(16)</u>	<u>(303)</u>
Net increase/(decrease) in cash held	(82)	(516)
Cash at beginning of period	<u>(488)</u>	<u>106</u>
Cash at end of period	<u>(570)</u>	<u>(410)</u>

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities**Interim Financial Report****NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2008****NOTE 1: BASIS OF PREPARATION**

The half-year consolidated financial statements are a general purpose financial report prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standard AASB 134: Interim Financial Reporting, Urgent Issues Group Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board.

It is recommended that this financial report be read in conjunction with the annual financial report for the year ended 30 June 2008 and any public announcements made by BBX Holdings Limited and its controlled entities during the half-year in accordance with continuous disclosure requirements arising under the *Corporations Act 2001*.

The half-year report does not include full disclosures of the type normally included in an annual financial report.

Reporting Basis and Conventions

The half-year report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

NOTE 2: ACQUISITION AND DISPOSAL OF SUBSIDIARIES

There are no acquisitions or disposals during the period.

NOTE 3: PROFIT FROM ORDINARY ACTIVITIES

All significant revenue and expense items for the periods are disclosed on the face of the income statement.

NOTE 4: SEGMENT INFORMATION

The consolidated entity operates in one business segment, being the barter trade exchange and in one geographical segment, being Australia and New Zealand.

NOTE 5: CONTINGENT LIABILITIES

There are no contingent liabilities at 31 December 2008

NOTE 6: CONSOLIDATED CASH FLOW STATEMENT

The consolidated cash flow statement shows only net cash dollar increases (decreases) in the financial period and does not include BBX Trade dollar movements.

NOTE 7: EVENTS SUBSEQUENT TO REPORTING DATE

No significant matters have arisen since the end of the half-year.

NOTE 8: BBX TRADE DOLLAR ACCOUNTS

The following balances are denominated in BBX Trade dollars:

- Other Financial Liabilities \$234,927

BBX Holdings Limited ABN 82 089 221 634 and Controlled Entities**Interim Financial Report****DIRECTORS' DECLARATION**

The directors of the company declare that:

1. The financial statements and notes, as set out on pages 3 to 8:
 - a. comply with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations; and
 - b. give a true and fair view of the consolidated group's financial position as at 31 December 2008 and of its performance for the half-year ended on that date.
2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

Director



Michael Touma

Dated this 27th day of Feb., 2009

robertnielsonpartners

ABN 24 216 690 404
chartered accountant
business advisors



Level 7 280 George Street
Sydney NSW 2000 Australia
Box R176 Royal Exchange
NSW 1225 Australia
T 61 2 9235 0299
F 61 2 9222 1065
E enq@robertnielsonpartners.com.au

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
BBX HOLDINGS LIMITED**

Report on the Half-Year Financial Report

We have reviewed the accompanying half year consolidated financial report of BBX Holdings Limited ('the company'), which comprises the condensed balance sheet as at 31 December 2008, condensed income statement, condensed statement of changes in equity and condensed cash flow statement for the half-year ended on that date, notes to the financial statements, other selected explanatory notes and the directors' declaration.

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 misstatements, 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 Australian 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 2007 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 the company, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Independence

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

Basis for Qualified Review Opinion

The company holds a quantity on investment stock at 31 December 2008 consisting of gold and silver jewellery for a total value of \$420,639. This inventory is currently held at cost.

We have requested that an independent valuation of the jewellery be obtained but this valuation was not been completed due to cost constraints. Accordingly we are unable satisfy ourselves that the value of investment inventory at 31 December 2008 is fairly stated.

Conclusion

Based on our review, which is not an audit, and except for the effect on the financial statements of the matter referred to in the preceding paragraph, we have not become aware of any matter that makes us believe that the half-year consolidated financial report of BBX Holdings Limited is not in accordance with the *Corporations Act 2001* including:

- i. giving a true and fair view of the company's financial position as at 31 December 2008 and of its performance for the half-year ended on that date; and
- ii. complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporation Regulations 2001.

Robert Nielson Partners**Robert Nielson**

Dated this 27 day of February 2009