

Qube Logistics Holding Limited
(ABN 14 149 723 053)

APPENDIX 4D Half Year Report 31 December 2011

Results for Announcement to the Market

Statutory Information

Set out below are the statutory results for Qube Logistics Holdings Limited (Qube) and its controlled entities for the half year ended 31 December 2011.

	H1 FY 2012 \$'000	H1 FY 2011 \$'000	Movement
Income from ordinary activities	347,419	69,715	+398.3%
Profit from ordinary activities after tax attributable to members	8,180	36,733	-77.7%
Net profit after tax attributable to members	8,180	36,733	-77.7%
Interim dividend per share	2.0 cents fully franked	1.9 cents fully franked	+5.3%

The statutory results for the current period are not comparable and include:

- \$47,480,000 non-recurring costs associated with the previous trust structure (with external management) and the restructure that was completed on 1 September 2011.
- 4 months consolidated earnings from certain controlled entities and 4 months equity accounted profits from associates being the four months from the completion of the restructure to 31 December 2011.
- The comparative FY11 figures are that of the Qube Trust as managed investment scheme which fair valued its investments through the profit and loss.

Pro-forma Information*

Qube Logistics Holdings Limited (Qube) delivered strong pro-forma revenue and earnings growth in the six months to 31 December 2011.

Pro-forma information	H1 FY 2012 \$'000	H1 FY 2011 \$'000	Movement
Income from ordinary activities	397,509	290,773	+36.7%
EBITDA	54,351	30,505	+78.2%
Profit before income tax	42,138	29,021	+45.2%

A reconciliation between the statutory results and the pro-forma Information follows this table.

* References to 'pro-forma' information are to non-IFRS financial information prepared in accordance with ASIC Regulatory Guide 230 (Disclosing non-IFRS financial information) issued in December 2011. Non-IFRS financial information has not been subject to audit or review.

Further commentary on the Pro-forma performance of Qube and its operating businesses is set out in the financial statements and ASX announcement issued with this Appendix 4D. A reconciliation of the statutory results to the Pro-forma results is presented below:

Reconciliation of Statutory Profit to Pro-forma Profit	H1 FY 2012 \$'000
Net profit after tax attributable to members	8,180
Add: Non-controlling interest share of profit	<u>740</u>
Profit after income tax	8,920
Reverse Income tax benefit	<u>(22,732)</u>
Loss before income tax	(13,812)
Add: One-off restructure costs and other non-recurring items	47,480
Add: Earnings for 2 months to 31 August 2011	7,506
Add: Other adjustments	<u>964</u>
Pro-forma profit before income tax	42,138

Basis of Preparation

Statutory Accounts

On 30 August 2011, Qube Trust restructured from a trust to a company whereby unitholders were given one ordinary share in the Company (Qube) for each unit they held in the Qube Trust immediately prior to the restructure. The consolidated financial statements of Qube have been prepared as a continuation of the consolidated financial statements of Qube Trust.

Qube's statutory results for the period are reported on the basis of a managed investment scheme for the two months to 31 August 2011 and as a corporate entity from 1 September 2011. The primary impact of this is that, as a corporate entity, Qube no longer accounts for its investments in associate entities on the basis of fair value taking the gain or loss through the income statement, but rather equity accounts its share of the associates profit after tax.

The comparative information from 1 July 2010 to 31 December 2010 presented in the consolidated financial statements is that of Qube Trust which was a managed investment scheme fair valuing its investments in associates. Changes resulting from the Qube restructure such as the reporting basis (noted above) and acquisitions made since 1 July 2010 mean that the prior year figures are not directly comparable.

Pro-forma information

The Pro-forma financial performance of Qube adjusts the statutory results to provide an indication of the financial performance of Qube and its businesses for the six month period as if:

- Qube operated as a company for the entire reporting and comparative period;
- Qube owned its current interest in each of the logistics businesses for the entire reporting and comparative period;
- The one-off costs relating to the restructure have been excluded; and
- Other non-recurring items relating to the two month period prior to the restructure have been excluded.

Share of profit of associates

Details of Qube's associates names, percentage holdings and contributions to net profit are set out below:

Statutory share of profit of associates	Dec-11	Dec-10	H1 FY 2012	H1 FY 2011
	%	%	\$'000	\$'000
Australian Amalgamated Terminals Pty Ltd	50.0%	38.6%	2,286	n/a
Northern Stevedoring Services Pty Ltd	50.0%	38.3%	2,190	n/a
Prixcar Services Pty Ltd	25.0%	19.4%	470	n/a
Moorebank Industrial Property Trust	30.0%	30.0%	1,595	n/a
Other	50.0%	0.0%	141	n/a
Total share of profit of associates			6,682	-

Notes:

- Qube as a managed investment scheme fair valued its investments through the profit and loss. As such there are no comparative equity accounted profit figures FY11.
- Equity accounted profits for FY12 are for the 4 months from 1 September to 31 December 2011.
- Qube equity accounts its share of the pre-tax profit of the Moorebank Industrial Property Trust.
- Prixcar investment held through Qube's 50% interest in "K" Line Auto Logistics (Australia) Pty Ltd

The following table shows Qube's pro-forma share of equity accounted profits of associates for a full 6 months assuming Qube held its 31 December 2011 ownership percentage for the whole period, with FY11 prepared on the same basis.

Pro-forma share of profit of associates	Dec-11	H1 FY 2012	H1 FY 2011	Change
	%	\$'000	\$'000	%
Australian Amalgamated Terminals Pty Ltd	50.0%	3,647	3,458	5.5%
Northern Stevedoring Services Pty Ltd	50.0%	3,266	2,603	25.5%
Prixcar Services Pty Ltd	25.0%	770	863	-10.8%
Moorebank Industrial Property Trust	30.0%	2,322	2,331	-0.4%
Other	50.0%	141	-	
Total pro-forma share of profit of associates		10,146	9,255	9.6%

Dividend Information

	Amount	Record Date
	(cents per share)	
Interim dividend - fully franked	2.0	9 March 2012
Payment date	4 April 2012	

Qube Trust paid a fully franked interim distribution of 1.9 cents per unit for the half year ended 31 December 2010.

Dividend Reinvestment Plan

Qube operates a dividend reinvestment plan (DRP) that enables shareholders to elect to reinvest all, or a portion of, their dividends into additional shares in Qube. The DRP is available for the interim dividend payable on 4 April 2012. Shares will be issued at a discount of 2.5% to the volume weighted average market price of shares sold on the ASX over the 10 trading days immediately following the record date for payment of the dividend. Lodgement of the election notice for participation in the DRP is due by 5:00pm on 9 March 2012.

Net Tangible Asset Backing per Share/Unit

The net tangible asset backing per share is \$0.57 (2010:\$0.97 per unit).

Control Gained Over Entities in the Financial Year

Name of entity where control was gained	Date control gained
Mackenzie Intermodal Pty Ltd	6 July 2011
K-POAGS Pty Ltd	18 August 2011
K-AATerminals Pty Ltd	18 August 2011
Minto Properties Pty Ltd	18 August 2011

Contribution to profit after tax of these entities was \$11,421,000.

Additional Information

Additional Appendix 4D disclosures can be found in the notes to the Interim Financial Report.

This Appendix 4D report is based on the 31 December 2011 Interim Financial Report which has been subject to a review by PricewaterhouseCoopers.