GUD Holdings Limited
A.B.N. 99 004 400 891

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Altona North, Vic 3025
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22 January 2013

Manager, Company Announcements
ASX Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

Dear Sir

Interim Results

Attached please find Half Year Report Appendix 4D, together with media release and statement of accounts, Directors' Report and Declaration, and Independent Auditor's Review Report relating to the results for the half year ended 31 December 2012.

Yours faithfully

Malcolm G Tyler
Company Secretary

Att:

Appendix 4D - Half-Year Report

GUD Holdings Limited
(ABN 99 004 400 891)

Half-Year Ended 31 December 2012
(Previous corresponding period: Half-Year ended 31 December 2011)

Results for announcement to the market

For the half-year ended 31 December 2012

Results	**Percentage Change**			**$'000**
Revenue	**Up**	**0.2%**	**to**	**311,776**
Reported net profit for the period attributable to members	**Down**	**21.0%**	**to**	**18,194**
Add back: acquisition, integration and restructuring costs (net of tax)				**3,553**
Underlying profit after tax*	**Down**	**8.7%**	**to**	**21,747**
Reported operating profit before interest and tax	**Down**	**27.1%**	**to**	**27,734**
Add back: acquisition, integration and restructuring costs (before tax)				**5,010**
Underlying profit before interest and tax*	**Down**	**16.3%**	**to**	**32,744**

*** Underlying profit after tax and underlying profit before interest and tax are non-IFRS measures that have not been subject to audit or review.**

Dividends	**Amount per security**	**Percentage franked**
Interim dividend	**26 cents**	**100%**
Date the dividend is payable:		**March 6, 2013**
Record date for determining entitlements to the dividend:		**February 20, 2013**
Trading ex-dividend		**February 14, 2013**
Special dividend	**10 cents**	**100%**
Date the dividend is payable:		**March 6, 2013**
Record date for determining entitlements to the dividend:		**February 20, 2013**
Trading ex-dividend		**February 14, 2013**
Amount of dividend per security	**Amount per security**	**Percentage franked**
Interim Dividends		
In respect of the 2013 financial year as at 31 December 2012	**26 cents**	**100%**
In respect of the 2012 financial year as at 31 December 2011	**30 cents**	**100%**
Final Dividends		
In respect of the 2012 financial year as at 30 June 2012	**35 cents**	**100%**
In respect of the 2011 financial year as at 30 June 2011	**35 cents**	**100%**
Special Dividends		
Announced on 22 January 2013	**10 cents**	**100%**
Announced on 26 July 2012	**35 cents**	**100%**

Net Tangible Assets Per Security	
As at 31 December 2012	**$1.02**
As at 31 December 2011	**$1.18**

This half year report is based on financial statements which have been subject to an independent review.

Refer to the media release for a brief explanation of the figures reported above.

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22nd January 2013

GUD Holdings Limited results for half year ended 31 December 2012

Reported net profit $18.2 million and 36 cents of dividends declared

GUD Holdings Limited today announced a reported net profit after tax of $18.2 million for the half year ended 31 December 2012.

Whilst this result was down 21% on the same period last year it included $3.6 million after tax of integration and restructuring costs for the Dexion Commercial business.

Underlying net profit after tax was down 9% to $21.7 million. A major contributor to this came from the absence of the Breville dividend of $1.8 million received in the previous corresponding period. The underlying net profit after tax also included lower interest and tax expenses, largely offsetting a decline in the underlying EBIT.

Underlying EBIT was down 16% to $32.7 million, in line with guidance provided at the Annual General Meeting in November 2012. This reflected a weak operational result in the Consumer Products segment which was partially compensated by strong growth from the Dexion business in the Industrial Products segment. The Automotive and Water businesses traded slightly down on last year's levels.

Total group sales grew by 1% to $311.8 million and total revenue was in line with last year due to the prior year effect of the Breville dividend. The sales result consisted of strong growth in Industrial Products, while sales in the Consumer Products declined.

An interim dividend of 26 cents per share fully franked (30 cents previously) was declared and this will be paid on 6th March 2013 together with the previously announced special cash dividend of 10 cents per share fully franked. The interim dividend represents a payout of 85% on basic underlying earnings per share of 30.6 cents, which was down from last year's 34.2 cents. The Dividend Reinvestment Plan has been suspended.

Net debt declined to $85.4 million from $123.7 million at December 2011.

In the past six months $45 million was paid out in cash dividends and at the end of the period the gearing position (net debt/equity) was 35% compared to 49% at the end of the first half in FY12. Net interest cover (EBITA/Net finance expense) increased to 12.2 times compared with 6.8 times, due to the 58% reduction in the net finance expense.

"During the half we experienced challenging trading conditions in our consumer businesses. The collapse of Retravision, proliferation of brands and the further growth of trade and house brands have all contributed to the Consumer Product's disappointing result," Managing Director Ian Campbell said.

"The results from the Automotive business were solid, there was strong growth coming from Dexion and evidence of a demand recovery in the Davey water business late in the half," he said.

"The group's strong financial position has allowed us to provide a healthy dividend, plus the 10 cent special," Mr Campbell said.

Segment Summary - for the half year to 31 December

	Revenue			Underlying EBIT		
$ million	**FY12**	**FY13**	**% change**	**FY12**	**FY13**	**% change**
Consumer	117.6	100.0	-15%	19.3	11.9	-38%
Water	52.9	53.2	0%	5.2	4.9	-5%
Automotive	43.2	43.9	2%	14.2	13.9	-2%
Industrial	95.7	114.7	20%	2.8	5.6	103%
Unallocated	1.8	0.0	-100%	(2.3)	(3.6)	
TOTALS	**311.1**	**311.8**	**0%**	**39.1**	**32.7**	**-16%**

Notes: Minor differences are due to rounding.
Underlying EBIT is before acquisition, integration and restructuring costs.
For a full reconciliation of the above refer to Note 4: Segment Information in Appendix 4D – Half Year Report.
Unallocated in prior year includes Breville dividend.

Consumer Products underlying EBIT down 38% to $11.9 million

Sales declined 15% to $100 million with both Oates and Sunbeam contributing to this result. However, the largest decline was experienced in Sunbeam, which was affected by a number of significant competitive factors. These included the demise of Retravision as a major retailer, along with increasing competition from cheaper, lower quality house brands and further market inroads made by European brands, in particular, as they seek volume outside of their depressed home markets.

Sunbeam retained its local market leadership but was compelled to make adjustments to product pricing to remain competitive.

Oates reported a small reduction in sales due to lower activity in the independent wholesale segment. Margins in grocery and hardware sectors were put under pressure.

It is recognised that Sunbeam is operating in a changing industry environment and needs to adjust its approach to sustain market leadership and restore superior returns. Accordingly a number of initiatives are now underway to address these strategic challenges, including:

- Implementing a cost reduction program to align the cost base with the competitive situation, leading to margin and efficiency improvements,
- Pursuing offshore alliances to build scale and generate improved return on product development investments and higher revenues, and
- Revising the product development program to be more focused to combat brand proliferation and to support margins in the future.

Water Products EBIT down 5% to $4.9 million

The sales result of $53.2 million was marginally up on the same period last year. Davey experienced the continuation of low demand early in the half but the advent of drier conditions in Australia over the last two months led to a marked recovery in sales and financial performance. This has continued in the current month.

Davey experienced solid sales growth in New Zealand as it benefited from increased distribution and brand presence in that market. In other International markets, where Davey is affected by the high value of the Australian dollar, sales were flat.

An improved performance from Davey in the second half is expected with the return to drier conditions.

Automotive Products EBIT down 2% to $13.9 million

During the half both the Ryco and Wesfil brands increased market share, leading to a 2% uplift in sales. Ryco's sales growth was a result of its entry into new product segments within the automotive filtration category and expansion of its product range offering in its complementary segments.

Just prior to the start of the year Ryco relocated to its new purpose built distribution and administration facility at Altona North. This has resulted in additional costs, which have been the primary reason for the small decline in EBIT compared to last year.

Over time the Ryco business should benefit from improved efficiencies as a result of the move.

GUD is privileged in owning two market leading brands in automotive filtration, competing at different levels in the various aftermarket distribution channels. These elements position the business to deliver continuing solid financial returns.

Industrial Products underlying EBIT up 103% to $5.6 million

This business experienced strong sales and profit growth driven by Dexion Industrial and Asia.

Sales grew by 20% to $114.7 million, reflecting the recovery of the Australian large distribution centre project market and continuing high demand for warehouse racking and automated solutions in Asia, driven by large multinational customers.

The strong growth in the Industrial Products segment occurred despite Dexion Commercial suffering significantly lower demand for office storage products through reseller channels. The previously announced restructure of Dexion Commercial's Australian and New Zealand manufacturing was implemented during the half and this should underpin improved financial performance in future periods. Dexion Commercial retains a small manufacturing presence in Australia and has fully outsourced product supply in New Zealand.

Dexion retained a healthy order bank of over $55 million, which should lead to continued strong financial performance over the remainder of the year.

Lock Focus sales and profit contribution were in line with the prior year first half.

Outlook

"We expect that trading conditions across most of the sectors we operate in will remain highly competitive," Mr Campbell said.

"The Consumer business will remain under pressure in the second half, while we introduce our strategic initiatives to strengthen Sunbeam's financial performance. Improved performance is expected from the Industrial and Water businesses, with continued solid performance from Ryco and Wesfil," he said

"GUD remains in a strong financial position and continues to seek acquisition opportunities to drive future growth. Our intention is to pay a further 10 cents per share special dividend in conjunction with our full year result," Mr Campbell said.

For further information:
Ian Campbell
Managing Director
GUD Holdings Limited
T: 03 9243 3332

Directors' Report

The Directors of GUD Holdings Limited present their report on the Consolidated Entity comprising GUD Holdings Limited and its subsidiaries for the half-year ended 31 December 2012. The Directors report as follows:

Directors
The names of the Directors of the Company at any time during or since the end of the half-year are:

Non-Executive Directors
R. M. Herron (Chairman)
P. A. F. Hay
M. G. Smith
G. A. Billings
D. D. Robinson

Executive Directors
I. A. Campbell (Managing Director)

Review of Operations
A review of operations on the Consolidated Entity during the half-year and the results of these operations are set out in the attached results announcement.

Significant Changes
In the opinion of the Directors, other than referred herein, there were no significant changes in the state of affairs of the Consolidated Entity during the period.

GUD First Half Results
The consolidated net profit for the half-year attributable to the shareholders of GUD Holdings Limited after providing for income tax was $18.194 million (2011: $23.040 million).

Segmental Results Summary
Segmental results for the half-year ended 31 December 2012 are set out in note 4 to the financial statements.

Events after Balance Date
Dividends
On 22 January 2013, the Board of Directors declared a fully franked interim dividend in respect of the 2013 financial year of 26 cents per share and a fully franked special dividend of 10 cents per share. The record date for both dividends is 20 February 2013 and the dividends will be paid on 6 March 2013. The Dividend Reinvestment Plan has been suspended.

Retirement of Managing Director
On 2 January 2013, the Company announced that the Managing Director Mr Ian Campbell, whose employment contract expires on 1 July 2013, has informed the Board of Directors that he does not wish to extend the contract beyond that date and will leave the Company at that time.

Lead Auditor's Independence Declaration
The lead auditor's independence declaration under section 307C of the Corporations Act 2001 in relation to the review of the half-year is attached.

Rounding of Amounts
The Consolidated Entity is of a 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 accompanying condensed consolidated financial statements have been rounded off to the nearest one thousand dollars, unless otherwise stated.

Signed in accordance with a resolution of the Directors pursuant to section 306(3) of the Corporations Act 2001.

On behalf of the Directors

R.M. Herron
Chairman of Directors

I.A. Campbell
Managing Director
Melbourne, 22 January 2013

Directors' Declaration

In the opinion of the directors of GUD Holdings Limited (the "Company"):

a) the attached condensed consolidated financial statements and notes are in accordance with the Corporations Act 2001, including:

   1. giving a true and fair view of the financial position of the Consolidated Entity as at 31 December 2012 and of its performance for the half-year ended on that date; and
   2. complying with Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001; and

b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors pursuant to section 303(5) of the Corporations Act 2001.

On behalf of the Directors

R.M. Herron
Director

I.A. Campbell
Director

Melbourne, 22 January 2013

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To: the directors of GUD Holdings Limited

I declare that, to the best of my knowledge and belief, in relation to the review for the half-year ended 31 December 2012 there have been:

(i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and

(ii) no contraventions of any applicable code of professional conduct in relation to the review.

KPMG

KPMG

SEBell

Suzanne Bell
Partner

Melbourne

22 January 2013

Independent auditor's review report to the members of GUD Holdings Limited

We have reviewed the accompanying half-year financial report of GUD Holdings Limited, which comprises the condensed consolidated balance sheet as at 31 December 2012, condensed consolidated income statement, condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated cash flow statement for the half-year ended on that date, notes 1 to 10 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising the company and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

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 a 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 half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 December 2012 and its performance for the half-year ended on that date; and complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of GUD Holdings 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.

Independence

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 GUD Holdings Limited is not in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the Group's financial position as at 31 December 2012 and of its performance for the half-year ended on that date; and

(b) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

KPMG

KPMG

S Bell

Suzanne Bell
Partner

Melbourne

22 January 2013

Condensed Consolidated Income Statement

For the half-year ended 31 December 2012

	Notes	Half-Year Ended 31-Dec-12 $'000	31-Dec-11 $'000
Revenue		**311,776**	311,100
Cost of goods sold		**(192,325)**	(182,837)
Gross Profit		**119,451**	128,263
Other income		**233**	299
Marketing and selling		**(35,048)**	(34,904)
Product development and sourcing		**(4,247)**	(7,573)
Logistics expenses and outward freight		**(27,246)**	(26,207)
Administration		**(19,479)**	(19,803)
Acquisition, integration and restructuring costs	2	**(5,010)**	(1,089)
Other		**(920)**	(945)
Results from operating activities		**27,734**	38,041
Net finance expense		**(2,536)**	(5,978)
Profit before income tax expense		**25,198**	32,063
Income tax expense		**(7,004)**	(9,023)
Profit for the period		**18,194**	23,040
Earnings per share:			
Basic earnings per share (cents per share)	3	**25.6**	33.1
Diluted earnings per share (cents per share)	3	**25.5**	33.1

Condensed notes to the consolidated financial statements are annexed.

Condensed Consolidated Statement of Comprehensive Income

For the half-year ended 31 December 2012

	Half-Year Ended	
	31-Dec-12	31-Dec-11
	$'000	$'000
Profit for the period	**18,194**	23,040
Other comprehensive income		
Exchange differences on translating results of foreign operations	**156**	(59)
Fair value adjustments recognised on cash flow hedges	**(1,202)**	1,390
Net change in fair value of cash flow hedges transferred to inventory	**(1,804)**	(191)
Fair value adjustment of available for sale asset	**-**	(14,291)
Income tax on other comprehensive income	**908**	3,925
Other comprehensive income for the period, net of income tax	**(1,942)**	(9,226)
Total comprehensive income for the period	**16,252**	13,814

All of the above items may subsequently be reclassified to the Income Statement.

Condensed notes to the consolidated financial statements are annexed.

Condensed Consolidated Balance Sheet

As at 31 December 2012

	Notes	**31-Dec-12**	30-Jun-12	31-Dec-11
		$'000	$'000	$'000
Current assets				
Cash and cash equivalents		**22,136**	19,247	24,839
Trade and other receivables		**98,633**	88,164	106,999
Other assets		**11,143**	9,002	9,167
Inventories		**105,927**	102,170	98,547
Total current assets		**237,839**	218,583	239,552
Non-current assets				
Other financial assets		**3,508**	2,795	70,829
Property, plant and equipment		**31,062**	33,132	32,588
Deferred tax assets		**1,662**	1,541	2,432
Goodwill		**106,807**	106,759	106,738
Other intangible assets	6	**65,517**	66,012	65,096
Total non-current assets		**208,556**	210,239	277,683
Total assets		**446,395**	428,822	517,235
Current liabilities				
Trade and other payables		**71,728**	85,018	75,820
Borrowings and loans	7	**5,973**	6,899	13,333
Current tax liabilities		**1,847**	12,320	1,491
Provisions		**15,829**	15,664	18,824
Total current liabilities		**95,377**	119,901	109,468
Non-current liabilities				
Borrowings and loans	7	**101,532**	29,718	135,190
Other financial liabilities		**124**	139	1,198
Deferred tax liabilities		**-**	304	13,372
Provisions		**4,529**	5,101	3,477
Total non-current liabilities		**106,185**	35,262	153,237
Total liabilities		**201,562**	155,163	262,705
Net assets		**244,833**	273,659	254,530
Equity				
Share capital		**186,808**	182,324	177,316
Reserves		**(2,001)**	(59)	34,510
Retained earnings		**60,026**	91,394	42,704
Total equity		**244,833**	273,659	254,530

Condensed notes to the consolidated financial statements are annexed.

Condensed Consolidated Statement of Changes in Equity

For the half-year ended 31 December 2012

	Half-Year Ended	
	31-Dec-12	31-Dec-11
	$'000	$'000
Retained Earnings		
Retained earnings at the beginning of the period	**91,394**	43,845
Profit for the period	**18,194**	23,040
Dividends paid	**(49,562)**	(24,181)
Retained earnings at the end of the period	**60,026**	42,704
Reserves		
Foreign currency translation reserve:		
Balance at the beginning of the period	**(1,785)**	(1,458)
Exchange differences on translating foreign operations	**156**	(59)
Balance at the end of the period	**(1,629)**	(1,517)
Cash flow hedge reserve:		
Balance at the beginning of the period	**1,726**	-
Fair value adjustments transferred to equity	**(841)**	973
Amounts transferred to inventory	**(1,257)**	(136)
Balance at the end of the period	**(372)**	837
Available for sale asset revaluation reserve:		
Balance at the beginning of the period	**-**	45,194
Fair value adjustment	**-**	(10,004)
Balance at the end of the period	**-**	35,190
Reserves at the end of the period	**(2,001)**	34,510
Share Capital		
Share capital at the beginning of the period - 70,803,455 (1 July 2011 - 69,089,611) fully paid shares	**182,324**	170,063
Dividend reinvestment plan	**4,484**	7,253
Share capital at the end of the period - 71,341,319 (31 December 2011 - 70,107,387) fully paid shares	**186,808**	177,316
Total equity	**244,833**	254,530
Total Equity Summary		
Balance at the beginning of the period	**273,659**	257,644
Profit for the period	**18,194**	23,040
Other Comprehensive Income	**(1,942)**	(9,226)
Total Comprehensive Income	**16,252**	13,814
Owner transactions		
Dividend reinvestment plan	**4,484**	7,253
Dividends paid	**(49,562)**	(24,181)
Total transactions with owners	**(45,078)**	(16,928)
Balance at the end of the period	**244,833**	254,530

The amounts recognised directly in equity are net of tax.
Condensed notes to the consolidated financial statements are annexed.

GUD Holdings Limited and subsidiaries

Condensed Consolidated Cash Flow Statement

For the half-year ended 31 December 2012

	Half-Year Ended	
	31-Dec-12	31-Dec-11
	$'000	$'000
Cash flows from operating activities		
Receipts from customers	**327,754**	319,857
Payments to suppliers and employees	**(323,723)**	(305,209)
Income taxes paid	**(3,100)**	(7,695)
Net cash provided by operating activities	**931**	6,953
Cash flows from investing activities		
Payments for property, plant and equipment	**(4,050)**	(3,972)
Proceeds from sale of property, plant and equipment	**12**	8
Payments for intangible assets and product development costs	**(2,621)**	(3,168)
Income taxes paid in respect of disposal of available for sale asset	**(13,872)**	-
Dividend received from listed security investments	**-**	1,755
Net cash used in investing activities	**(20,531)**	(5,377)
Cash flows from financing activities		
Net proceeds of borrowings	**70,805**	30,569
Interest received	**127**	82
Interest paid	**(3,374)**	(6,599)
Dividends paid	**(45,078)**	(16,928)
Net cash provided by/(used in) financing activities	**22,480**	7,124
Net increase/(decrease) in cash held	**2,880**	8,700
Cash at the beginning of the period	**19,247**	16,081
Effects of exchange rate changes on the balance of cash held in foreign currencies	**9**	58
Cash at the end of the period	**22,136**	24,839
Reconciliation of net cash at the end of the period		
Cash at bank and on hand	**22,136**	24,839

Condensed notes to the consolidated financial statements are annexed.

Condensed notes to the consolidated financial statements

GUD Holdings Limited (the 'Company') is a for profit company domiciled in Australia. The consolidated half-year financial statements of the Company as at and for the half-year ended 31 December 2012 comprise the Company and its subsidiaries (together referred to as the 'Consolidated Entity').

1. Summary of significant accounting policies

a) Basis of preparation

Statement of compliance

The consolidated half-year financial statements are general purpose financial statements which have been prepared in accordance with the Corporations Act 2001 and AASB 134 Interim Financial Reporting. The half-year financial statements do not include notes of the type normally included in annual financial statements and should be read in conjunction with the most recent annual financial statements.

The consolidated half-year financial statements were authorised for issue by the Directors on 22 January 2013.

Rounding of amounts

The Consolidated Entity is of a kind referred to in ASIC Class Order 98/100 dated 10 July 1998 and in accordance with the Class Order, amounts in the financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

Basis of measurement

The consolidated half-year financial statements have been prepared on the basis of historical cost, except for derivative financial instruments which are measured at fair value.

Functional and presentation currency

The consolidated half-year financial statements are presented in Australian dollars which is the Company's functional currency and the functional currency of the majority of the Consolidated Entity.

Use of estimates and judgements

Preparing interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these consolidated financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 30 June 2012.

b) Significant accounting policies

Except as described below, the accounting policies applied in preparing the consolidated financial statements for the half-year ended 31 December 2012 are consistent with those applied in preparing the comparative information presented in these consolidated financial statements and are the same as those applied by the Consolidated Entity in its consolidated financial statements as at and for the year ended 30 June 2012.

From 1 July 2012 the Group applied amendments to AASB 134 Interim Financial Reporting outlined in AASB 2011-9 Amendments to Australian Accounting Standards – Presentation of Items of Other Comprehensive Income. The change in accounting policy only relates to disclosures. The changes have been applied retrospectively and require the Group to separately present those items of other comprehensive income that may be reclassified to the Income Statement in the future from those that will never be reclassified to the Income Statement.

2. Acquisition, integration and restructuring costs

	Half-Year Ended 31-Dec-12	31-Dec-11
	$'000	$'000
Acquisition costs	**-**	89
Integration and restructuring costs	**5,010**	1,000
Acquisition, integration and restructuring costs	**5,010**	1,089

3. Earnings per share (EPS)

	Half-Year Ended 31-Dec-12	31-Dec-11
	$'000	$'000
Profit for the period	**18,194**	23,040
Add back: acquisition, integration and restructuring costs	**5,010**	1,089
Less: tax effect on acquisition, integration and restructuring costs	**(1,457)**	(300)
Underlying profit for the period	**21,747**	23,829
	Number	Number
Weighted average number of shares used as the denominator for basic earnings per share - ordinary shares	**71,150,274**	69,687,001
Effect of the Performance Rights granted	**185,816**	-
Weighted average number of shares used as the denominator for diluted earnings per share - ordinary shares	**71,336,090**	69,687,001
	Cents per share	Cents per share
Earnings per share:		
Basic earnings per share (cents per share)	**25.6**	33.1
Diluted earnings per share (cents per share)	**25.5**	33.1
Underlying earnings per share:		
Basic underlying earnings per share (cents per share)	**30.6**	34.2
Diluted underlying earnings per share (cents per share)	**30.5**	34.2

4. Segment information

Business segments

Consumer Products (Sunbeam and Oates)

Small electrical appliances and cleaning products.

Automotive Products (Ryco, Wesfil, Goss)

Automotive and heavy duty filters for cars, trucks, agricultural and mining equipment, fuel pumps and associated products for the automotive after-market.

Water Products (Davey)

Pumps and pressure systems for household and farm water, water transfer pumps, swimming pool pumps and filters, spa bath controllers and pumps and water purification equipment.

Industrial Products (Dexion and Lock Focus)

Manufacturer and provider of industrial storage and automation solutions plus disc tumbler locks for furniture, doors and safe locking systems.

4. Segment information (continued)

For the half-year ended 31 December 2012

Business segments	Consumer Products $'000	Automotive Products $'000	Water Products $'000	Industrial Products $'000	Unallocated $'000	Total $'000
Total segment revenue (external)	**99,953**	**43,936**	**53,171**	**114,716**	**-**	**311,776**
Underlying EBITDA pre acquisition, integration and restructuring costs	**15,544**	**14,190**	**5,794**	**7,961**	**(3,584)**	**39,905**
Less: Depreciation	(1,495)	(301)	(765)	(1,393)	(1)	(3,955)
Less: Amortisation of intangibles	(2,147)	-	(114)	(945)	-	(3,206)
Underlying EBIT pre acquisition, integration and restructuring costs	**11,902**	**13,889**	**4,915**	**5,623**	**(3,585)**	**32,744**
Integration and restructuring costs	-	-	-	(5,010)	-	(5,010)
Segment result (EBIT)	**11,902**	**13,889**	**4,915**	**613**	**(3,585)**	**27,734**
Net finance expense						(2,536)
Profit before income tax expense						**25,198**
Income tax expense						(7,004)
Profit for the period						**18,194**
Segment assets	134,892	38,439	96,071	170,265	6,728	**446,395**
Segment liabilities	20,193	12,110	19,150	44,049	106,060	**201,562**
Segment acquisition of assets	3,860	476	1,079	1,255	1	**6,671**

For the half-year ended 31 December 2011

Business segments	Consumer Products $'000	Automotive Products $'000	Water Products $'000	Industrial Products $'000	Unallocated $'000	Total $'000
Total segment revenue (external)	**117,597**	**43,168**	**52,911**	**95,669**	**1,755**	**311,100**
Underlying EBITDA pre acquisition, integration and restructuring costs	**22,620**	**14,424**	**6,312**	**5,043**	**(2,297)**	**46,102**
Less: Depreciation	(1,410)	(262)	(963)	(1,545)	(3)	(4,183)
Less: Amortisation of intangibles	(1,861)	-	(195)	(733)	-	(2,789)
Underlying EBIT pre acquisition, integration and restructuring costs	**19,349**	**14,162**	**5,154**	**2,765**	**(2,300)**	**39,130**
Acquisition, integration and restructuring costs	(278)	-	-	(628)	(183)	(1,089)
Segment result (EBIT)	**19,071**	**14,162**	**5,154**	**2,137**	**(2,483)**	**38,041**
Net finance expense						(5,978)
Profit before income tax expense						**32,063**
Income tax expense						(9,023)
Profit for the period						**23,040**
Segment assets	142,221	35,644	95,558	171,921	71,891	**517,235**
Segment liabilities	25,652	11,779	16,914	49,943	158,417	**262,705**
Segment acquisition of assets	3,390	165	1,231	2,354	-	**7,140**

Notes:

(a) The segment result excludes net finance expense and income tax expense.

(b) The Consolidated Entity operates primarily in one geographic segment: Australasia.

5. Dividends

a) Recognised amounts

Fully Paid Ordinary Shares	Cents per share	Total amount $'000	Date of payment	Tax rate	Percentage franked
Final dividend in respect of the 2012 financial year	35	24,781	3 September 2012	30%	100%
Special cash dividend	35	24,781	16 August 2012	30%	100%
Interim dividend in respect of the 2012 financial year	30	21,032	6 March 2012	30%	100%
Final dividend in respect of the 2011 financial year	35	24,181	14 September 2011	30%	100%

b) Unrecognised amounts

Fully Paid Ordinary Shares	Cents per share	Total amount $'000	Date of payment	Tax rate	Percentage franked
Interim dividend in respect of the 2013 financial year	26	18,548	6 March 2013	30%	100%
Special cash dividend	10	7,134	6 March 2013	30%	100%

c) Dividend Reinvestment Plan

The GUD Dividend Reinvestment Plan in respect of the 2012 financial year final dividend paid on 3 September 2012 was open to all shareholders.

This resulted in the issue of 537,864 (2011: 1,017,776) ordinary shares at a price of $8.336 per share (2011: $7.142 per share) under the plan.

The GUD Dividend Reinvestment Plan has been suspended for the 2013 financial year interim dividend.

6. Other intangible assets

	31-Dec-12 $'000	30-Jun-12 $'000
Patents, licences and distribution rights at cost	**752**	674
Accumulated amortisation	**(738)**	(608)
Net patents, licences and distribution rights	**14**	66
Product development costs	**25,095**	25,194
Accumulated amortisation	**(13,688)**	(13,917)
Net product development costs	**11,407**	11,277
Customer Relationships	**1,452**	1,452
Accumulated amortisation	**(676)**	(532)
Net customer lists	**776**	920
Computer software	**6,805**	5,930
Accumulated amortisation	**(2,914)**	(1,520)
Net computer software	**3,891**	4,410
Brand names, business names and trademarks at cost	**49,429**	49,339
Total other intangible assets	**65,517**	66,012

7. Borrowings

	31-Dec-12 $'000	30-Jun-12 $'000
(a) Current		
Unsecured bank loans	**5,760**	6,816
Secured finance lease liabilities (1)	**213**	83
	5,973	6,899
(b) Non-Current		
Unsecured bank loans	**101,342**	29,363
Secured finance lease liabilities (1)	**190**	355
	101,532	29,718

(1) Secured by the assets leased.

(c) Financing facilities

Total facilities available:	31-Dec-12 $'000	30-Jun-12 $'000
Unsecured bank overdrafts	**5,365**	8,144
Unsecured bill facilities	**192,310**	193,290
Unsecured money market facilities	**15,000**	15,000
	212,675	216,434
Facilities used at balance date:		
Unsecured bank overdrafts	**-**	-
Unsecured bill facilities	**107,102**	36,179
Unsecured money market facilities	**-**	-
	107,102	36,179
Facilities not utilised at balance date:		
Unsecured bank overdrafts	**5,365**	8,144
Unsecured bill facilities	**85,208**	157,111
Unsecured money market facilities	**15,000**	15,000
	105,573	180,255

Bill facilities

The unsecured bill facilities in Australia and New Zealand are provided by way of a club facility arrangement. These facilities are for a total $180 million which are subject to review prior to maturity, as follows:

	Amount $ million	**Facility Renewal date**
Working Capital Facility	80	July 2015
Core Facility	100	July 2014

In addition, there are unsecured facilities in Asia for $12 million which are renewed annually.

Money market facility

The unsecured money market facilities are payable on demand and may be withdrawn unconditionally.
Interest on draw-downs is charged at prevailing market rates.

8. Restructuring

During the current period, the Dexion business has announced further restructuring to its Commercial business. An expense of $5.010 million has been recognised in respect of this which consists of impairments to Property, Plant & Equipment of $1.861 million and Inventory of $0.732 million as well as redundancy and other costs totalling $2.417 million.

Movements in the restructuring provisions in the year are as follows:

	31-Dec-12 $'000
Opening balance	**2,365**
Provisions recognised	**2,417**
Provisions utilised	**(2,991)**
Closing balance	**1,791**

9. Performance Rights

As announced at the Annual General Meeting in November 2012, GUD Holdings Ltd has introduced a Performance Rights plan to replace the existing cash based reward for the Long Term Incentive Plan. The first Performance Rights were granted in the 2013 financial year and will vest in the 2015 financial year. The expense relating to these Performance Rights has been calculated by an external valuations expert and this cost is being amortised over the vesting period. This means that a portion of that cost is included in these 2013 Half Year financial statements.

10. Events subsequent to balance date

Dividends declared
On 22 January 2013, the Board of Directors declared a fully franked interim dividend in respect of the 2013 financial year of 26 cents per share. Record date is 20 February 2013 and the dividend will be paid on 6 March 2013.

On 22 January 2013, the Board of Directors also declared a fully franked special dividend of 10 cents per share. Record date is 20 February 2013 and the dividend will be paid on 6 March 2013.

Retirement of Managing Director
On 2 January 2013, the Company announced that the Managing Director Mr Ian Campbell, whose employment contract expires on 1 July 2013, has informed the Board of Directors that he does not wish to extend the contract beyond that date and will leave the Company at that time.

Other
Other than the matters outlined above, no matters or circumstances have arisen since the end of the financial period that have significantly affected or may significantly affect the operating result or state of affairs of the Consolidated Entity.