

Appendix 4D

carsales.com Ltd

ABN 91 074 444 018



Results for Announcement to the Market

Half-year ended 31 December 2020

(Previous corresponding period: Half-year ended 31 December 2019)

				A\$'000
Revenue from continuing operations	Down	(6.78%)	to	198,908
Profit for the half-year after tax	Down	(10.81%)	to	61,300
Net profit for the period attributable to members	Down	(8.35%)	to	61,070
Adjusted net profit* for the period attributable to members	Up	16.63%	to	73,963

Dividends/Distribution	Amount per security	Franked amount per security
2020 Interim Dividend paid	22.0 cents	22.0 cents
2020 Final Dividend paid	25.0 cents	25.0 cents
2021 Interim Dividend declared	25.0 cents	25.0 cents

2021 Interim Dividend dates

Record date for determining entitlements to the dividends	24 th March 2021
Latest date for dividend reinvestment plan participation	25 th March 2021
Dividend payable	21 st April 2021

	31 December 2020	30 June 2020
Net tangible assets backing per ordinary share**	(134.3 cents)	(138.1 cents)

* The presentation of adjusted net profit provides the best measure to assess the performance of the Group by excluding COVID-19 Dealer Support Packages, hedge reserve amortisation for closed out hedges, fair value gain arising from discontinuing the equity method (net of NCI), gain on disposal of subsidiary, M&A and restructure costs, changes in fair value of put option liabilities and deferred consideration, and non-cash acquired intangible amortisation from the reported IFRS measure. This is further detailed in Note 3(b) of the half-year report.

** Net tangible assets exclude all right-of-use assets leased by the Group.

Other information required by Listing Rule 4.2A

Other information requiring disclosure to comply with Listing Rule 4.2A is contained in the 31 December 2020 Financial Report.

Half-Year Report 2020

carsales  com ltd



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Lodged with the ASX under Listing Rule 4.2A.

This information should be read in conjunction with the 30 June 2020 Annual Report.

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2020 and any public announcements made by carsales.com Ltd during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.



Directors' Report

Your Directors present their report on the consolidated entity (referred to hereafter as the Group) consisting of carsales.com Ltd and the entities it controlled at the end of, or during, the half-year ended 31 December 2020.

Directors

The following persons were Directors of carsales.com Ltd during the half-year ended 31 December 2020 and up to the date of this report:

Pat O'Sullivan (Non-Executive Chair)

Cameron McIntyre (Managing Director and Chief Executive Officer, CEO)

Wal Pisciotta OAM (Non-Executive Director)

Kim Anderson (Non-Executive Director)

Edwina Gilbert (Non-Executive Director)

Kee Wong (Non-Executive Director)

David Wiadrowski (Non-Executive Director)

Steve Kloss (Alternate Non-Executive Director)

Use of non-IFRS measures

The Directors believe the additional information on non International Financial Reporting Standards (IFRS) measures included in this report are relevant and useful in measuring the financial performance of the Group. In particular, the presentation of 'Adjusted Revenue', 'Adjusted EBITDA' and 'Adjusted NPAT'*

Operational and Financial Review

The Group delivered an excellent result despite the challenges of COVID-19, highlighting the resilience and diversification of the Group's business model.

The Group reported total operating revenue from continuing operations of \$198.9m down 7% on the prior corresponding period ("pcp") in FY20. Excluding \$11m in rebates provided in support of our dealers, Adjusted Revenue, was only down 2% on pcp.

Earnings before interest, taxes, depreciation and amortisation ("EBITDA") was \$113.8m up 9% on pcp, whilst Adjusted EBITDA (excluding one-off, non-cash and abnormal items) was up 18% on pcp. This earnings result reflects a resilient revenue performance enhanced by a continued focus on cost management. This translated to a similar level of growth in Adjusted net profit after tax ("NPAT") which was up 17% on pcp. Reported NPAT was down 14% reflecting the impact of \$11m in dealer support measures and other non-cash gains in the prior year.

The key operational matters for the Group were:

carsales Domestic

- *Dealer* – Adjusted Revenue growth of 10%, reflecting healthy demand for cars, yield improvements and a strong contribution from our suite of inventory sourcing products. Reported revenue was impacted by \$11m Dealer Support Package.
- *Private* – Revenue was down 24% on pcp which was due to lower tyresales volumes stemming from a greater focus on profitability. Revenue excluding tyresales was in line with pcp which was a pleasing result given the first quarter was negatively impacted by social distancing measures. Instant Offer volumes recovered well showing very strong growth on pcp in Q2.
- *Media* – Adjusted Revenue was down 19% on pcp, reflecting a challenging new car advertising market with new car sales down 14% in 2020.
- *Data, Research & Services* – Adjusted Revenue was down 1% on pcp largely due to the exit of our low margin warranty product. Revenue was up 2% excluding this which reflects good demand for our core data product set, with solid growth in the RedBook business.

carsales International

- *Asia* – Revenue growth of 18% reflects excellent performance from our Encar business in South Korea. The key growth drivers have been the Guarantee inspection service and Dealer Direct products.
- *Latin America* – Revenue was down 25% on pcp which reflects the challenges associated with COVID-19 and a negative impact from FX rates. Our 30% stake in Webmotors (Brazil) is equity accounted and not included in EBITDA. Webmotors delivered a good result with constant currency revenue growth of 11% and EBITDA growth of 21%.

* Adjusted Items are further detailed in Note 3(b).

Directors' Report continued

Outlook

Consolidated Outlook

We forecast moderate Adjusted Revenue growth and solid Adjusted EBITDA and Adjusted NPAT growth in FY21, assuming a continuation of the current operating environment for the balance of the second half of the year.

This reflects higher operating costs in the second half of FY21 largely due to increased investment in domestic and international growth initiatives and the absence of wage subsidies. We note significant uncertainty remains given the COVID-19 pandemic and make the following specific observations:

carsales Domestic observations

- Dealer & Private:
 - In January 2021, overall traffic and lead volumes growth was good on the prior corresponding period (pcp).
 - Private listing volumes have recovered in January to pre-COVID levels.
 - Instant Offer continues to build scale showing very strong growth on pcp in January 2021.
 - Consistent with H1, tyresales has continued to operate at lower volume levels in January 2021. We expect to deliver similar volumes in H2 FY21 when compared with H1 FY21.
- Media and new car market:
 - The new car market continues to demonstrate signs of improvement as evidenced by new car sales volume growth in December 2020 and January 2021. This has resulted in some improvement in media revenue run rate against pcp, providing confidence that media revenue will grow on pcp in the second half.
- Domestic core expenses
 - Anticipating core expenses to be higher in H2 compared to H1 reflecting investment in domestic growth initiatives as well as the absence of wage subsidies.

carsales International observations

- Korea:
 - Key operating metrics of inventory, listing volumes and traffic showed good growth in January 2021 on pcp.
 - We are planning increased investment in key growth initiatives in H2, particularly the Dealer Direct product which has strong momentum. This should positively impact revenue and earnings growth beyond this financial year. In FY21 we expect very good growth in revenue and solid growth in EBITDA.

- Brazil:

- Key operating metrics of traffic and leads showed very good growth in January 2021 on pcp.
- We expect strong growth in revenue and EBITDA in local currency on pcp in the second half, supported by the resumption of the regional expansion plan.

Matters subsequent to the end of reporting period

There are no matters or circumstances which have occurred subsequent to period end that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group or economic entity in subsequent financial years.

Dividends – carsales.com Ltd

On 16 February 2021, the Directors declared an interim dividend of 25.0 cents fully franked. The dividend will be paid on 21 April 2021.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* is set out on page 3.

Rounding of amounts

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to the 'rounding off' of amounts in the Directors' Report. Amounts in the Directors' Report have been rounded off in accordance with that Class Order to the nearest thousand dollars or, in certain cases, to the nearest dollar.

Declaration

This report is made in accordance with a resolution of Directors.



Cameron McIntyre
Managing Director and CEO

Melbourne
16 February 2021

Auditor's Independence Declaration



Auditor's Independence Declaration

As lead auditor for the review of carsales.com Limited for the half-year ended 31 December 2020, I declare that to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of carsales.com Limited and the entities it controlled during the period.

A handwritten signature in black ink that reads 'Lisa Harker'.

Lisa Harker
Partner
PricewaterhouseCoopers

Melbourne
16 February 2021

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Consolidated Statement of Comprehensive Income

For the Half-Year ended 31 December 2020

	Notes	31 December 2020 \$'000	31 December 2019 \$'000
Continuing operations			
Revenue from contracts with customers	2	198,908	213,380
Total revenue from continuing operations		198,908	213,380
Expenses			
Costs of sale		(9,411)	(20,620)
Sales and marketing expenses		(31,806)	(44,441)
Service development and maintenance		(15,370)	(13,718)
Operations and administration		(28,511)	(30,149)
Earnings before interest, taxes, depreciation and amortisation		113,810	104,452
Depreciation and amortisation expense		(19,487)	(17,598)
Finance income		286	392
Finance costs		(9,715)	(7,671)
Changes in fair value of put options		-	5,228
Share of net profit from associates accounted for using the equity method		2,419	2,420
Fair value gain arising from discontinuing the equity method		-	9,753
Gain on disposal of subsidiary		-	1,069
Profit before income tax		87,313	98,045
Income tax expense		(26,013)	(24,838)
Profit from continuing operations		61,300	73,207
Net result after tax from discontinued operations		-	(4,476)
Profit for the half-year		61,300	68,731
Other comprehensive income			
<i>Items that may be reclassified to profit or loss:</i>			
Exchange differences on translation of foreign operations		(10,548)	(5,793)
Remeasurement of post-employment benefit obligations		175	(490)
Gain/(loss) on net investment hedge		7,098	(1,180)
Gain on cash flow hedge		1,890	2,345
<i>Items that will not be reclassified to profit or loss:</i>			
Changes in financial assets at fair value (net of tax) through other comprehensive income		1,829	5,181
Other comprehensive income for the half-year		444	63
Total comprehensive income for the half-year		61,744	68,794
Profit for the half-year is attributable to:			
Owners of carsales.com Ltd		61,070	66,632
Non-controlling interests		230	2,099
		61,300	68,731
Total comprehensive income for the half-year is attributable to:			
Owners of carsales.com Ltd		61,514	66,672
Non-controlling interests		230	2,122
		61,744	68,794
Total profit for the half-year is attributable to owners of carsales.com Ltd from:			
Continuing operations		61,070	71,183
Discontinued operations		-	(4,551)
		61,070	66,632

	Notes	31 December 2020 Cents	31 December 2019 Cents
Earnings per share for profit attributable to the ordinary equity holders of the parent entity:			
Basic earnings per share	3(a)	24.8	27.2
Diluted earnings per share	3(a)	24.8	27.1
Earnings per share for profit from continuing operations, attributable to the ordinary equity holders of the parent entity:			
Basic earnings per share	3(a)	24.8	29.1
Diluted earnings per share	3(a)	24.8	29.0
Earnings per share for loss from discontinued operations, attributable to the ordinary equity holders of the parent entity:			
Basic earnings per share	3(a)	-	(1.9)
Diluted earnings per share	3(a)	-	(1.9)

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Consolidated Statement of Financial Position

As at 31 December 2020

	Notes	31 December 2020 \$'000	30 June 2020 \$'000
ASSETS			
Current assets			
Cash and cash equivalents		106,617	179,937
Trade and other receivables		45,563	53,042
Total current assets		152,180	232,979
Non-current assets			
Investments accounted for using the equity method	8(a)	51,178	51,197
Financial assets at fair value through other comprehensive income	5, 8(b)	46,857	40,718
Property, plant and equipment		12,347	13,760
Right-of-use assets		50,765	51,520
Deferred tax assets		13,979	15,704
Intangible assets		590,131	584,888
Other receivables		7,521	7,096
Total non-current assets		772,778	764,883
Total assets		924,958	997,862
LIABILITIES			
Current liabilities			
Trade and other payables		34,753	29,618
Lease liabilities		6,841	6,638
Borrowings	4	95	174
Current tax liabilities		14,443	18,859
Provisions		8,817	7,112
Deferred revenue		8,346	8,797
Total current liabilities		73,295	71,198
Non-current liabilities			
Other payables		226	202
Lease liabilities		53,846	54,333
Borrowings	4	463,101	544,070
Derivative liabilities	5	4,009	14,179
Deferred tax liabilities		19,215	15,564
Provisions		1,165	1,104
Total non-current liabilities		541,562	629,452
Total liabilities		614,857	700,650
Net assets		310,101	297,212
EQUITY			
Contributed equity	6	159,265	149,817
Reserves		(53,164)	(56,253)
Retained earnings		202,431	202,885
Non-controlling interests		1,569	763
Total equity		310,101	297,212

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity

For the Half-Year ended 31 December 2020

	Notes	Attributable to owners of carsales.com Ltd			Non- controlling interests \$'000	Total equity \$'000
		Contributed equity \$'000	Reserves \$'000	Retained earnings \$'000		
Balance at 1 July 2020		149,817	(56,253)	202,885	763	297,212
Profit for the half-year to 31 December 2020		-	-	61,070	230	61,300
<i>Items that may be reclassified to profit or loss</i>						
Exchange differences on translation of foreign operations		-	(10,548)	-	-	(10,548)
Remeasurement of post-employment benefit obligations		-	175	-	-	175
Gain on cash flow hedge		-	1,890	-	-	1,890
Gain on net investment hedge		-	7,098	-	-	7,098
<i>Items that will not be reclassified to profit or loss</i>						
Changes in financial assets at fair value (net of tax) through other comprehensive income		-	1,829	-	-	1,829
Total comprehensive income for the half-year		-	444	61,070	230	61,744
Transactions with owners in their capacity as owners:						
Contributions of equity upon exercise of employee share options	6	4,471	-	-	-	4,471
Increase in share-based payment reserve inclusive of tax		-	3,571	-	-	3,571
Dividends paid to company shareholders	7	4,977	-	(61,524)	-	(56,547)
Dividends paid to non-controlling interests		-	-	-	(110)	(110)
Transactions with non-controlling interests		-	(926)	-	686	(240)
Balance at 31 December 2020		159,265	(53,164)	202,431	1,569	310,101

Consolidated Statement of Changes in Equity continued

For the Half-Year ended 31 December 2020

	Notes	Attributable to owners of carsales.com Ltd			Non- controlling interests \$'000	Total equity \$'000
		Contributed equity \$'000	Reserves \$'000	Retained earnings \$'000		
Balance at 1 July 2019, as previously reported		135,372	(29,694)	209,934	6,068	321,680
Impact of change in accounting policy*		-	-	(6,573)	(545)	(7,118)
*Restated balance at 1 July 2019		135,372	(29,694)	203,361	5,523	314,562
Profit for the half-year to 31 December 2019		-	-	66,632	2,099	68,731
<i>Items that may be reclassified to profit or loss</i>						
Exchange differences on translation of foreign operations		-	(5,816)	-	23	(5,793)
Remeasurement of post-employment benefit obligations		-	(490)	-	-	(490)
Gain on cash flow hedge		-	2,345	-	-	2,345
Loss on net investment hedge		-	(1,180)	-	-	(1,180)
<i>Items that will not be reclassified to profit or loss</i>						
Changes in financial assets at fair value through other comprehensive income		-	5,181	-	-	5,181
Total comprehensive income for the half-year		-	40	66,632	2,122	68,794
Transactions with owners in their capacity as owners:						
Contributions of equity upon exercise of employee share options		4,068	-	-	-	4,068
Increase in share-based payment reserve inclusive of tax		-	2,047	-	-	2,047
Dividends paid to company shareholders	7	6,303	-	(61,184)	-	(54,881)
Dividends paid to non-controlling interests		-	-	-	(5,095)	(5,095)
Transactions with non-controlling interests		-	(1,981)	-	(501)	(2,482)
Balance at 31 December 2019		145,743	(29,588)	208,809	2,049	327,013

* Change in accounting policy refers to the adoption of 'AASB16 Leases' from 1 July 2019.

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

For the Half-Year ended 31 December 2020

	Notes	31 December 2020 \$'000	31 December 2019* \$'000
Cash flows from operating activities			
Receipts from customers (including GST)		222,199	271,918
Payments to suppliers and employees (including GST)		(95,586)	(160,629)
Income taxes paid		(32,466)	(27,216)
Net cash inflow from operating activities		94,147	84,073
Cash flows from investing activities			
Payment for investment in non-controlling interests and subsidiaries (net of cash acquired)		(7,797)	(2,500)
Payment for financial assets at fair value through other comprehensive income		(1,066)	(1,207)
Payments for property, plant and equipment		(1,375)	(3,663)
Payments for intangible assets		(15,349)	(12,328)
Proceeds from sale of property, plant and equipment		-	49
Interest received		286	394
Dividends received from associates		2,217	-
Net cash outflow from investing activities		(23,084)	(19,255)
Cash flows from financing activities			
Proceeds from issues of shares and other equity securities		4,472	4,068
Proceeds from borrowings		-	30,000
Repayment of borrowings		(80,186)	(22,409)
Payment of loan establishment fees		(1,438)	-
Principal elements of lease payments		(4,077)	(3,334)
(Payments for)/proceeds from financial instruments		(695)	71
Dividends paid to non-controlling interests		(110)	(305)
Dividends paid to company shareholders	7	(56,547)	(54,881)
Interest paid		(4,837)	(6,991)
Net cash outflow from financing activities		(143,418)	(53,781)
Effects of exchange rates on cash and cash equivalents		(965)	(1,328)
Net (decrease)/increase in cash and cash equivalents (including cash flows from discontinued operations)		(73,320)	9,709
Cash and cash equivalents at the beginning of the financial year		179,937	94,411
Add back: Cash outflow from discontinued operations		-	4,522
Cash and cash equivalents at the end of the half-year		106,617	108,642

* The above consolidated statement of cash flows includes both continuing and discontinued operations for the prior comparative period.

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes and Note 9.

Notes to the Consolidated Financial Statements

For the Half-Year ended 31 December 2020

Basis of preparation

carsales.com Ltd is a for-profit entity for the purpose of preparing the consolidated financial statements.

These condensed consolidated interim financial statements for the half-year ended 31 December 2020:

- (i) Have been prepared in accordance with Accounting Standard *AASB134 Interim Financial Reporting* and the *Corporations Act 2001*.
- (ii) Do not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2020 and any public announcements made by carsales.com Ltd during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.
- (iii) Are presented in Australian dollars with all values rounded to the nearest thousand dollars, or in certain cases, the nearest dollar, in accordance with the *Australian Securities and Investments Commission Corporations Instrument 2016/191*.
- (iv) Adopt accounting policies consistent with those of the previous financial year.
- (v) Have been prepared on a going concern basis.

Corporate Information

carsales.com Ltd (the 'Company') is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

carsales.com Ltd
Level 4, 449 Punt Road
Richmond Vic 3121

The half-year financial report was authorised for issue by the Directors on 16 February 2021. The Directors have the power to amend and reissue the half-year financial report.

All press releases, financial reports and other information are available at our shareholders' centre on our website: <https://shareholder.carsales.com.au>. For queries in relation to our reporting please call +61 (3) 9093 8600.

KEY PERFORMANCE MEASURES

This section provides a breakdown of the key individual line items in the financial statements that the Directors consider most relevant to understanding performance and shareholder returns for the half-year and summarises the accounting policies, judgements and estimates relevant to understanding these line items.

1. Segment information

Accounting policy

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker has been identified as the Chief Executive Officer ('CEO').

Management has determined the operating segments based on the reports reviewed by the CEO that are used to make strategic decisions.

The Group's operating segments are determined firstly based on location, and secondly by function, of the Group's operations. The Group principally operates in four business segments which are described below:

Operating segment	Nature of operations and primary source of revenue	Geographical location
Online Advertising Services – Australia	Online automotive classifieds and media advertising services. Classified advertising allows customers (including dealers and consumers) to advertise automotive and non-automotive goods and services for sale across the carsales network. Our media business typically involves corporate customers such as automotive manufacturers/importers, finance and insurance companies, placing advertisements on carsales' network websites. Online Advertising Services also includes tyresales.com.au which is an online tyre advertisement website that allows consumers to transact and purchase tyres as well as RedBook Inspect which provides inspection services to a range of corporate and private consumers which may be published online as part of classified advertisements.	Australia
Data, Research and Services – Australia	Automotive data services including software, analysis, research and reporting, valuation services and photography services. This segment also includes media and consumer advertising related to these divisions.	Australia
Latin America ("LATAM")	Online automotive classifieds and media advertising services. • Webmotors S.A. – 30% • Chileautos SpA – 100% • carsales Mexico SAPI de CV – 100% • Demotores Chile SpA – 100% • Demotores S.A. – 100%	Brazil, Chile, Mexico and Argentina
Asia	Online automotive classifieds, media advertising services and automotive data services. • ENCARSALES.COM Ltd – 100% • Auto Information Limited – 100% • RedBook Automotive Services (M) Sdn Bhd – 100% • RedBook Automotive Data Services (Beijing) Limited – 100% • Automotive Data Services (Thailand) Company Limited – 100% • iCar Asia Limited – 11.6%	South Korea, Malaysia, China, Thailand, Indonesia and New Zealand

Percentage reflects ownership interests in the entities.

Notes to the Consolidated Financial Statements continued

For the Half-Year ended 31 December 2020

1. Segment information continued

(a) Segment analysis

	*Online Advertising Services \$'000	*Data, Research and Services \$'000	Latin America \$'000	Asia \$'000	Total \$'000
Half-year ended 31 December 2020					
Segment revenue (Note 1(b)(i))	135,692	19,191	3,344	40,681	198,908
EBITDA (Note 1(b)(ii))	80,168	11,878	(33)	21,797	113,810
Depreciation and amortisation expense					(19,487)
Net finance costs					(9,429)
Share of net profit from associates accounted for using the equity method					2,419
Income tax expense					(26,013)
Non-controlling interests					(230)
Profit for the half-year attributable to the owners of carsales.com Ltd					61,070
Segment assets (Note 1(b)(iii))	175,099	17,228	73,648	468,164	734,139
Deferred tax assets					13,979
Cash and cash equivalents					106,617
Unallocated assets					70,223
Total assets					924,958

* Revenue includes the net impact of the COVID-19 Dealer Support Package. Refer Note 2 for details.

	Online Advertising Services \$'000	Data, Research and Services \$'000	Latin America \$'000	Asia \$'000	Total \$'000
Half-year ended 31 December 2019					
Segment revenue (Note 1(b)(i))	152,568	21,814	4,380	34,618	213,380
EBITDA (Note 1(b)(ii))	76,574	13,110	(2,731)	17,499	104,452
Depreciation and amortisation expense					(17,598)
Net finance costs					(7,279)
Changes in fair value of put options					5,228
Share of net profit from associates accounted for using the equity method					2,420
Fair value gain arising from discontinuing the equity method					9,753
Gain on disposal of subsidiary					1,069
Income tax expense					(24,838)
Net result after tax from discontinued operations					(4,476)
Non-controlling interests					(2,099)
Profit for the half-year attributable to the owners of carsales.com Ltd					66,632
Segment assets (Note 1(b)(iii))	173,321	17,667	95,054	488,276	774,318
Assets classified as held for sale					35,132
Deferred tax assets					17,806
Cash and cash equivalents					108,642
Unallocated assets					61,311
Total assets					997,209

(b) Notes to, and forming part of, the segment information

(i) Segment revenue

Segment revenue is derived from sales to external customers as set out in Note 1(a) above.

(ii) Segment EBITDA

The consolidated entity's chief operating decision maker assesses the performance of the segments based on a measure of EBITDA. Interest revenue and expense, depreciation and amortisation expense are not reported to the chief operating decision maker by segment. These items are assessed at a consolidated entity level.

(iii) Segment assets

Segment assets are measured in the same way as in the financial statements. Segment assets include goodwill, trade receivables, brands, customer relationships, property, plant and equipment, right-of-use assets, a portion of the financial assets at fair value through other comprehensive income and investments accounted for using equity method. Unallocated assets include intangible and other assets utilised across multiple segments. All unallocated assets are assessed by the chief operating decision maker at a consolidated entity level.

(iv) Segment liabilities

Liabilities are not reported to the chief operating decision maker by segment. All liabilities are assessed at a consolidated entity level.

Notes to the Consolidated Financial Statements continued

For the Half-Year ended 31 December 2020

2. Revenue from contracts with customers

Accounting policy

Revenue is recognised and measured at the fair value of the consideration received or receivable to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Amounts disclosed as revenue are net of returns, agency commissions, trade allowances, rebates and amounts collected on behalf of third parties. Where services have not been provided but the Group is obligated to provide the services in the future, revenue recognition is deferred.

Type of revenue	Reporting segment	Recognition criteria
Dealer leads	Online Advertising (Dealer) / LATAM	Lead revenues are recognised at a point in time upon delivery of the lead to the dealers' lead management system.
Dealer listings	Online Advertising (Dealer) / LATAM / Asia	Dealer listings have a definite end date to the advertisement. Revenues are recognised over the period during which the listing is displayed on the carsales' network.
Listing depth products	Online Advertising (Dealer / Private) / LATAM / Asia	Transaction value is allocated to customer service obligations based on the fair value and revenue is recognised over the period during which the product is displayed on the carsales network.
Private listing	Online Advertising (Private) / LATAM / Asia	Private listings remain effective until the consumer removes the advertisement. Revenues are recognised over the average number of days advertisements are displayed (based on historical trends).
Bundled products	Online Advertising (Dealer) / LATAM / Asia	Includes the combination of dealer advertising products and corporate media services under one single contractual price. Whilst the products are bundled, each individual service has its own distinct performance obligations and stand-alone selling prices (used to determine the fair value of each service). Revenue is recognised over time as performance obligations are fulfilled.
Sponsorship advertising	Online Advertising (Media) / LATAM / Asia	Revenues from sponsorship advertising are recognised in the period over which the advertisements are placed or displayed, depending on the type of contract.
Performance advertising and contracts	Online Advertising (Media) / LATAM / Asia	Revenues from performance advertising and performance contracts are recognised when the performance measure occurs and is generated (e.g. cost per click).
Subscription services	Online Advertising (Dealer / Media) / Data, Research and Services / LATAM / Asia	Subscription revenues are recognised over the subscription period.
Sale of goods	Online Advertising (Dealer / Private)	Revenues are recognised at a point in time when goods have been provided to a customer.
Inspection services	Online Advertising (Dealer / Private) / LATAM / Asia	Revenue from vehicle inspection services are recognised when the inspection service is performed.
R&D tax rebate	Online Advertising	The research and development claim of the Company gives rise to a tax offset and this tax offset is recognised as other income.

Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major segments:

	Online Advertising Services \$'000	Data, Research and Services \$'000	Latin America \$'000	Asia \$'000	Total \$'000
Half-year ended 31 December 2020					
Dealer	79,224				
Private	33,578				
Media	22,890				
Total revenue from external customers	135,692	19,191	3,344	40,681	198,908
Revenue is recognised:					
At a point in time	83,212	3,900	276	15,343	102,731
Over time	52,480	15,291	3,068	25,338	96,177

As part of a Dealer Support Package offered to customers in response to COVID-19, carsales provided a 100% rebate for all fixed and variable fees for Victorian Metropolitan dealer customers incurred during Stage 4 lockdown (6 Aug 2020 – 27 Oct 2020). The total support provided to dealers was \$10.6 million. Revenue above is net of these rebates.

	Online Advertising Services \$'000	Data, Research and Services \$'000	Latin America \$'000	Asia \$'000	Total \$'000
Half-year ended 31 December 2019					
Dealer	79,394				
Private	44,339				
Media	28,835				
Total revenue from external customers	152,568	21,814	4,380	34,618	213,380
Revenue is recognised:					
At a point in time	85,192	4,942	167	11,933	102,234
Over time	67,376	16,872	4,213	22,685	111,146

3. Earnings per share

(a) Reported earnings per share

	Basic earnings per share		Diluted earnings per share	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Earnings per share for half-year profit attributable to the ordinary equity holders of the Company:				
Reported half-year profit attributable to equity holders of the Company	61,070,000	66,632,000	61,070,000	66,632,000
Weighted average number of ordinary shares	246,015,318	244,975,908	246,015,318	244,975,908
Dilutive impact of options	-	-	145,517	188,203
Dilutive impact of performance rights	-	-	239,335	262,085
Total weighted average number of ordinary shares used in EPS calculation	246,015,318	244,975,908	246,400,170	245,426,196
Reported earnings per share/cents	24.8	27.2	24.8	27.1

Notes to the Consolidated Financial Statements continued

For the Half-Year ended 31 December 2020

3. Earnings per share continued

	Basic earnings per share		Diluted earnings per share	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Earnings per share for half-year profit from continuing operations attributable to the ordinary equity holders of the Company:				
Reported half-year profit attributable to equity holders of the Company	61,070,000	71,183,000	61,070,000	71,183,000
Weighted average number of ordinary shares	246,015,318	244,975,908	246,015,318	244,975,908
Dilutive impact of options	-	-	145,517	188,203
Dilutive impact of performance rights	-	-	239,335	262,085
Total weighted average number of ordinary shares used in EPS calculation	246,015,318	244,975,908	246,400,170	245,426,196
Reported earnings per share/cents	24.8	29.1	24.8	29.0
	Basic earnings per share		Diluted earnings per share	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Earnings per share for half-year loss from discontinued operations attributable to the ordinary equity holders of the Company:				
Reported half-year loss attributable to equity holders of the Company	-	(4,551,000)	-	(4,551,000)
Weighted average number of ordinary shares	246,015,318	244,975,908	246,015,318	244,975,908
Dilutive impact of options	-	-	145,517	188,203
Dilutive impact of performance rights	-	-	239,335	262,085
Total weighted average number of ordinary shares used in EPS calculation	246,015,318	244,975,908	246,400,170	245,426,196
Reported earnings per share/cents	-	(1.9)	-	(1.9)

(b) Adjusted earnings per share

	Basic earnings per share		Diluted earnings per share	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Reported half-year profit from continuing operations attributable to equity holders of the Company	61,070,000	71,183,000	61,070,000	71,183,000
Add: COVID-19 Dealer Support Package (net of tax)	7,396,000	-	7,396,000	-
Add: restructuring and M&A transactions costs (net of tax)	760,000	2,049,000	760,000	2,049,000
Add: hedge close out	1,448,000	-	1,448,000	-
Add: acquired intangibles amortisation (net of tax)	3,289,000	3,616,000	3,289,000	3,616,000
Add: changes in the fair value of put options and deferred consideration	-	(5,228,000)	-	(5,228,000)
Less: gain on disposal of subsidiary	-	(1,069,000)	-	(1,069,000)
Less: fair value gain arising from discontinuing the equity method (net of NCI)	-	(7,135,000)	-	(7,135,000)
Adjusted profit attributable to equity holders of the Company for continuing operations	73,963,000	63,416,000	73,963,000	63,416,000
Adjusted earnings per share/cents for continuing operations*	30.1	25.9	30.0	25.8

* The Directors believe the presentation of "adjusted earnings per share" provides the best measure to assess the performance of the Group by excluding significant one-off items of income and expense to arrive at an adjusted profit measure which reflects the underlying financial performance of the Group.

FINANCING AND RISK MANAGEMENT

This section provides information about the capital management practices of the Group, the Group's exposure and management of various financial risks and explains how these affect the Group's financial position and performance.

4. Borrowings

	31 December 2020 \$'000	30 June 2020 \$'000
Current borrowings	95	174
Non-current borrowings	463,101	544,070
	463,196	544,244

At 31 December 2020 carsales.com Ltd had a syndicated revolving loan facility and established a \$650.0 million debt facility under a Common Terms Deed (CTD) documentation structure as follows:

Facility	Commitment \$'000	Drawn at close \$'000	Maturity date
Tranche A	440,000	255,000	5 July 2024
Tranche B	210,000	210,000	4 July 2023
Total	650,000	465,000	

Seven financiers are part of the syndicate and each of these financiers entered into a bilateral facility agreement with the Company under the CTD documentation structure. The syndicate comprises National Australia Bank Limited (NAB), Australia and New Zealand Banking Group Limited (ANZ), Hongkong and Shanghai Banking Corporation Limited (HSBC), Westpac Banking Corporation (WBC), Commonwealth Bank of Australia (CBA), MUFG Bank Limited and Bank of China (BOC). Borrowings under this loan facility bear interest at a floating rate of BBSY Bid plus a margin, with margin based on a net leverage ratio of the Group.

Notes to the Consolidated Financial Statements continued

For the Half-Year ended 31 December 2020

5. Financial assets and liabilities and fair value measurement

Financial assets and liabilities that are carried at fair value are measured by the following fair value measurement hierarchy:

- Level 1:** the fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period;
- Level 2:** the fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2; and
- Level 3:** if one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial asset / liability	Fair value approach	Level	31 December 2020 \$'000	30 June 2020 \$'000
Quoted equity instrument	Measured at fair value through OCI	1	37,710	13,601
Derivative financial liabilities – cross-currency interest rate swaps	Measured at fair value through OCI	2	(4,009)	(14,179)
Unquoted financial assets	Measured at fair value through OCI	3	9,147	27,117

Valuation techniques used to determine fair values

Level 1

- This balance represents the investments in iCar Asia Ltd and Plenti Group Ltd (formerly 'RateSetter Australia Pty Ltd') which are listed on the Australian Securities Exchange ('ASX') and therefore have a readily determinable market value.

Level 2

- This balance represents the AUD:KRW Non-Deliverable Cross-Currency Interest Swaps ('Swaps') entered on 4 July 2018. Swaps protect the Group against defined foreign currency and interest rate exposures in line with the Company's treasury strategy. The net investment hedge protects the Group against foreign exchange risk relating to net investment in ENCARSales.COM Ltd. Management assessed the hedges as being effective and therefore the fair value movement has been recorded through the net investment and cash flow hedge reserves. In July 2020, two AUD:KRW swaps having a maturity of three years (which were due to terminate in July 2021) were closed out. The balance in the Cash Flow Hedge Reserve at the date of close-out was \$2.9 million and an amortisation charge of \$1.5 million has been recognised as a finance cost in the Income Statement. The fair value of \$4.0 million in relation to the Group's swaps has been recorded as a non-current liability in the statement of financial position.

Level 3

This balance represents the following:

- Investments in unquoted financial assets measured at fair value through other comprehensive income include: PromisePay Pte Ltd (\$1.9 million), mx51 Group Pty Ltd (\$0.9 million) and other equity investments (\$6.4 million). The fair value of the investments in PromisePay Pte Ltd and mx51 Group Pty Ltd are based on the independent valuations performed at June 2020.
- The value of put options recognised at fair value is \$nil. The put option which existed at December 2019 valued at \$2.0 million was related to Appraisal Solutions Australia Pty Ltd. In February 2020, the Group purchased the remaining 40% stake in Appraisal Solutions thereby extinguishing the put option liability.

Plenti Group Ltd was transferred from Level 3 to Level 1 during the period following its listing on the ASX.

EQUITY

This section provides information about the capital management practices of the business.

6. Contributed equity

Movement in ordinary shares during the period	Number of shares	\$'000
Balance at 1 July 2020	245,613,817	149,817
Exercise of options and performance rights under the carsales.com Ltd Option Plan	532,944	4,471
Dividend Reinvestment Plan	238,772	4,977
Balance at 31 December 2020	246,385,533	159,265
Balance at 1 July 2019	244,347,196	135,372
Exercise of options and performance rights under the carsales.com Ltd Option Plan	536,528	4,493
Dividend Reinvestment Plan	730,093	9,952
Balance at 30 June 2020	245,613,817	149,817

7. Dividends

	31 December 2020 \$'000	31 December 2019 \$'000
Declared and paid during the period (fully-franked @ 30%)		
Final dividend per fully paid share for 2020: 25.0 cents (2019: 25.0 cents) paid in cash.	56,547	54,881
Final dividend per fully paid share for the year ended 30 June 2020: 25.0 cents (2019: 25.0 cents) satisfied through the issuance of shares under the Dividend Reinvestment Plan.	4,977	6,303
Total dividends provided for or paid	61,524	61,184
Proposed and unrecognised as a liability (fully-franked at 30%)		
Interim dividend per fully paid share for the half-year ended 31 December 2020: 25.0 cents (2019: 22.0 cents). Proposed dividend is expected to be paid on 21 April 2021 out of retained earnings at 31 December 2020 but is not recognized at the end of reporting period.	61,596	53,956

Dividend Reinvestment Plan (DRP)

The carsales.com Ltd DRP will be maintained for the 2021 interim dividend, offering shareholders the opportunity to acquire further ordinary shares in carsales. The DRP will not be offered at a discount and the price will be calculated using the daily volume weighted average sale price of carsales.com Ltd shares sold in the ordinary course of trading on the ASX during the five days after, but not including, the Record Date 24 March 2021. The last date for shareholders to nominate their participation in the DRP is 5:00pm (AEST) on 25 March 2021. Shares issued under the DRP will rank equally with carsales.com Ltd existing fully paid ordinary shares. Shareholders eligible to participate in the DRP are currently limited to those whose registered address on the carsales.com Ltd share registry is in Australia or New Zealand.

Eligible shareholders who wish to participate in the DRP can make their elections online at www.computershare.com.au/easyupdate/CAR or complete the DRP form, which will be sent to shareholders for completion and submission to Computershare Investor Services Pty Ltd (carsales share registry). Further information can be obtained from Computershare on 1300 850 505.

Notes to the Consolidated Financial Statements continued

For the Half-Year ended 31 December 2020

GROUP STRUCTURE

This section explains aspects of the group structure, such as our portfolio of associate accounted investments and acquisitions and how these have affected the financial position and performance of the Group.

8. Interests in other entities

(a) Interests in associates

The carrying amount of significant equity accounted investments has changed as follows for the half-year ended 31 December 2020:

	Webmotors S.A. 30% ownership 31 December 2020 \$'000
Carrying amount at 1 July 2020	48,842
Share of profit for the half-year ended 31 December 2020	2,652
Amortisation of intangibles	(189)
Foreign exchange impact – other comprehensive income	(3,597)
Dividends received	(2,217)
Adjustment to dividends	3,376
Carrying amount at 31 December 2020	48,867

(b) Financial assets at fair value through other comprehensive income

Summary of the Group's carrying amount of Investments for the half-year ended 31 December 2020:

Name of entity	% of ownership		Carrying amount	
	31 December 2020 %	30 June 2020 %	31 December 2020 \$'000	30 June 2020 \$'000
Quoted financial assets				
iCar Asia Ltd	11.6	11.7	18,890	13,601
Plenti Group Ltd (formerly 'RateSetter Australia Pty Ltd')	9.5	12.5	18,820	19,062
Unquoted financial assets				
PromisePay Pte Ltd	7.3	7.3	1,921	2,104
mx51 Group Pty Ltd	8.5	7.3	858	623
Other equity investments	n/a	n/a	6,368	5,328
Total financial assets at fair value through other comprehensive income			46,857	40,718

9. Discontinued operations

In June 2019 the Group announced its strategic review and intention to sell its 50.1% interest in Stratton Finance Pty Ltd ('Stratton'). The sale was finalised on 30 April 2020.

In the prior comparative period, the Group classified its Stratton operations as a current asset held for sale in-line with AASB 5 *Non-current Assets Held for Sale and Discontinued Operations*. Stratton's results were disclosed as discontinued operations in the consolidated statement of comprehensive income while assets classified as held for sale of \$35.1 million and liabilities associated with the held for sale assets of \$27.6 million were presented as current in the consolidated statement of financial position. Stratton also had a net cash outflow of \$4.5 million presented in the consolidated statement of cash flows as discontinued operations for the half-year ended 31 December 2019. Furthermore, during the prior comparative period, the Group recognised a non-cash impairment charge of \$4.5 million presented as discontinued operations in the consolidated statement of comprehensive income for the half-year ended 31 December 2019.

See Note 21 of the June 2020 Annual Report for more details regarding the Stratton divestment.

The Group does not hold any assets classified as held for sale or discontinued operations as at 31 December 2020.

ITEMS NOT RECOGNISED

This section of the notes provides information about material items that are not recognised in the half-year financial statements as they do not yet satisfy the recognition criteria.

10. Events occurring after the reporting period

No matter or circumstance has occurred subsequent to period end up to the date of this report that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group or economic entity in subsequent financial years.

Directors' Declaration

In the Directors' opinion:

- (a) the financial statements and notes set out on pages 4 to 21 are in accordance with the *Corporations Act 2001*, including:
 - (i) Complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements.
 - (ii) Giving a true and fair view of the consolidated entity's financial position as at 31 December 2020 and of its performance for the half-year ended on that date.
- (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.

The basis of preparation confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the Managing Director and CEO, and Chief Financial Officer required by section 295A of the *Corporations Act 2001*.



Cameron McIntyre
Managing Director and CEO

Melbourne
16 February 2021

Independent auditor's review report to the members of carsales.com Ltd



Report on the half-year financial report

Conclusion

We have reviewed the half-year financial report of carsales.com Limited (the Company) and the entities it controlled during the half-year (together the Group), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, significant accounting policies and explanatory notes and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of carsales.com Limited does not comply with the *Corporations Act 2001* including:

1. giving a true and fair view of the Group's financial position as at 31 December 2020 and of its performance for the half-year ended on that date
2. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity* (ASRE 2410). Our responsibilities are further described in the *Auditor's responsibilities for the review of the half-year financial report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Responsibility of the directors 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 internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement whether due to fraud or error.

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Independent Auditor's Review Report to the Members of carsales.com Ltd continued



Auditor's responsibility for the review of the half-year financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether 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 2020 and of 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*.

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.

A handwritten signature in cursive script that reads 'PricewaterhouseCoopers'.

PricewaterhouseCoopers

A handwritten signature in cursive script that reads 'Lisa Harker'.

Lisa Harker
Partner

Melbourne
16 February 2021

Corporate Directory

Directors

Pat O'Sullivan

(Non-Executive Chair)

Cameron McIntyre

(Managing Director and CEO)

Wal Pisciotta OAM

(Non-Executive Director)

Kim Anderson

(Non-Executive Director)

Edwina Gilbert

(Non-Executive Director)

Kee Wong

(Non-Executive Director)

David Wiadrowski

(Non-Executive Director)

Steve Kloss

(Alternate Non-Executive Director)

Company secretary

Nicole Birman

Registered office

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Share registry

Computershare Ltd

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computershare.com

External auditor

PricewaterhouseCoopers

2 Riverside Quay Southbank Vic 3006

Stock Exchange

carsales.com Ltd is a public company listed with the Australian Securities Exchange Limited

ASX: CAR

