

WHITEFIELD LIMITED

ABN 50 000 012 895

APPENDIX 4E

PRELIMINARY FINAL REPORT
YEAR ENDED 31 MARCH 2009

(Previous corresponding period
being the year ended 31 March 2008)

RESULTS FOR ANNOUNCEMENT TO THE MARKET YEAR ENDED 31st MARCH, 2009

	2009 Year-End \$'000	2008 Year-End \$'000	% change prior year	Up / Down
Investment revenue from ordinary activities	13,453	13,614	(1.18)	Down
Net profit before tax for the period attributable to members	12,604	12,439	1.33	Up
Profit from ordinary activities after tax attributable to members	11,864	11,981	(0.98)	Down
Realised (losses)/gains and impairment charges on investments after tax attributable to members	(11,185)	23,566	(147.46)	Down
Net Profit from ordinary activities plus Realised gains/(losses) on investments	679	35,548	(98.09)	Down
Net Tangible Assets per share (post-deferred capital gains tax)	\$2.96	\$3.94	(24.87)	Down
Net Tangible Assets per share (pre-deferred capital gains tax)	\$2.73	\$4.03	(32.26)	Down

DIVIDENDS

Dividends paid or declared during the year-ended 31st March, 2009:

	Dividend Rate	Total Amount \$'000	Date of Payment	Percentage Franked %	Percentage Discount Capital Gains %
Ordinary (2008 Final)	8.1cps	5,653	19/05/08	100	100
Preference (2008 Final)	4.0cps	1	19/05/08	100	100
Ordinary (2009 Interim)	8.5cps	5,755	28/11/08	100	100
Preference (2009 Interim)	4.0cps	1	28/11/08	100	100

Since year-end, the directors have declared the following dividends:

Ordinary (2009 Final)	8.5cps	5,653	10/06/09	100	0
Preference (2009 Final)	4.0cps	1	10/06/09	100	0

The record date for determining entitlement to the final dividend is Monday, 25th May 2009.

Whitefield Limited has a dividend reinvestment plan in operation. Shareholder participation in the plan begins with the first dividend payment after receipt of the Application / Nomination form. The form must be received by 5pm on the record date to be effective for that dividend. Whitefield expects to pay dividends twice yearly.

COMMENTARY ON THE RESULTS FOR THE PERIOD

Operating Results

Whitefield reports an Operating Profit after Tax (before realised (losses)/gains and impairment on investment holdings) of \$11,864,370 in the year to 31st March 2009. This outcome represents a decrease of 1% on the outcome for the prior financial year.

After allowing for movements in share capital over this period, earnings per share (before realised (losses)/gains and impairment on investments) dropped to 17.38 cents per ordinary share, a decrease of 4.40%.

Over recent months a growing number of companies have announced reductions to their dividends. As a consequence Whitefield's investment income growth slowed and ultimately fell during the second half of its financial year. In the light of the current economic climate we would expect the trend of dividend reductions to continue into the 2009/10 year.

Whitefield's investment portfolio generated a return of (31.12%) for the financial year. This return was similar to the All Industrials Accumulation Index of (30.95%) over the same period.

Strongest investment outcomes across the year were generated from the company's holdings in the healthcare sector via investments in CSL, Cochlear and Resmed, staple retailing stocks Woolworths, Metcash and Lion Nathan, financials IAG, QBE, Computershare, Commonwealth Bank and Westpac Bank, and utility AGL.

For accounting purposes Whitefield has recorded an impairment charge in the financial year in accordance with applicable accounting standards. This accounting entry has no impact on the company's underlying profit from operations, nor on the value of our investments or asset backing. Whitefield's investments are revalued daily to market value, and all movements in market values are fully reflected in the company's investment returns, balance sheet and the company's asset backing which is reported to the market at each month end.

Net Asset Backing

The gross asset backing for each of the company's ordinary shares amounted to \$2.73 at 31st March 2009 compared to \$4.03 at the same time one year ago. The net asset backing per ordinary share [which includes investments at market value but is after a deduction or addition for a capital gains tax expense (or benefit) which would arise in the event that the entire portfolio was realised] at year end amounted to \$2.96 compared to \$3.94 one year ago.

Investment Transactions

Significant investment transactions undertaken by the company during the year involved:

- Establishing / expanding our holdings in Cochlear, ResMed and Suncorp
- Reducing our holdings in Aristocrat, Asciano, Brambles, Crown, Telstra, Qantas and the major banks
- Exiting our holdings in Coca Cola Amatil, Metcash and Transurban

Outlook

The near term economic outlook remains difficult. In the US, Europe, Asia and Australia unemployment is high and is likely to continue to rise as the year progresses. Commercial construction activity will weaken significantly throughout 2009. Residential construction activity is already soft and likely to remain at levels near present lows.

With consumers suffering under the combined weight of weak asset prices and rising unemployment, it is highly probable that retail sales will continue to fall across the year. Inter-company spending will also soften, with the majority of businesses deferring or cancelling new capital projects and discretionary expenditure.

The solvency of global financial institutions remains fragile. The further escalation in corporate bad debts which is expected to emerge over 2009/10 suggests that credit conditions are likely to be problematic for some time to come.

The many supportive initiatives announced by governments around the world are certainly of benefit to consumers and businesses. Reductions in price pressure, inflation and official interest rates should also be viewed as a positive development. Notwithstanding this, we should appreciate that government spending initiatives and falling interest rates are likely to provide only a limited offset to the broadly based economic slowdown.

Further, while official interest rates have been cut significantly, in practice the additional costs of finance for companies and consumers remains high, and access to credit continues to be difficult.

We highlight that an essential precursor for a meaningful recovery is the stabilisation and enhancement of the financial well-being of consumers and businesses. This process takes time. In the short term, with economic conditions deteriorating, consumer and business finances are unlikely to show the improvement that many investors are expecting. It is far more probable that economies will move through a slow and extended period of progressive consolidation and ultimately recovery.

In this environment, we expect to see the market move through alternating bouts of optimism and pessimism on the back of emerging news flow on company earnings and economic data points. With investors eager to anticipate a recovery, there is a significant potential for the market to run ahead of itself. As a result, the market in 2009/10 may exhibit sharp upwards price rallies, followed by extended periods of time when prices retreat.

Notwithstanding the poor near term economic outlook, the prices of many shares in the Australian market are extremely cheap relative to their intrinsic value. The selective purchase of investments during the more extreme points of market weakness are likely to provide investors with a favourable rate of investment return over the medium and longer term. With financial risk remaining extremely high, Whitefield considers a cautious approach to investment is likely to be beneficial at this time. Across the 2009/10 year Whitefield will continue to carefully apply its investment capital into the most suitable investment opportunities as they arise.

As noted at the commencement of this report, with many companies cutting their dividend payments, and economic conditions continuing to deteriorate, we would expect Whitefield's dividend income to fall by a moderate degree in the 2009/10 financial year. This fall would represent a temporary reduction in earnings, and we would expect our operating earnings to return to previous levels over one or more subsequent years.

Capital Management

To ensure that sufficient liquidity for Whitefield shares existed in the difficult market conditions during 2008/9, Whitefield ran an on-market buyback during this time. The company bought back and cancelled approximately 8% of its issued capital. The shares bought back were purchased at a price below the company's asset backing, and this action has provided a positive increase in earnings per share and asset backing per share for all ongoing shareholders. The company is continuing to run this buyback in the current financial year.

Dividends to Shareholders

The Board of Whitefield has declared a final fully franked dividend to ordinary shareholders of 8.5 cents per ordinary share. This brings total dividends on ordinary shares which relate to the 2009 financial year to 17.0 cents per share, an increase of 5.6% on the prior year.

As indicated in our comments on outlook above, the company expects its earnings per share to decrease in the 2009/10 financial year. Whitefield has a moderately large reserve of retained profits and realised capital gains which provide it with some ability to continue to pay dividends notwithstanding the expected decrease in operating income. At this time Whitefield

intends to maintain its dividends to shareholders in the 2009/10 year at a rate which is no less than the prior year.

Annual General Meeting

The Annual General Meeting will be held at the Board Room, Level 7, 20 Hunter Street, Sydney NSW 2000 on Thursday, 30th July 2009 at 11:00am.

Further Queries:

Should you require any further general information about the investment management style, investment methodology, investment management team, performance track record or current investment portfolio of Whitefield Ltd, please visit the company website www.whitefield.com.au

Should you have any specific queries about the company please contact CEO Angus Gluskie on +61 2 8215 7700.

Should you have any specific queries relating to your shareholding, please contact the share registry, Computershare Investor Services Pty Ltd on 1300 850 505 (inside Australia) or +61 (0)3 9415 4000 (outside Australia)

This report is based on accounts that have been audited.

All the documents comprise the information required by listing rule 4.3A.

WHITEFIELD LIMITED
INCOME STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2009

	Notes	Year ended 31 March 2009 \$	Year ended 31 March 2008 \$
Investment revenue from ordinary activities	3	13,453,075	13,614,315
Administrative expenses		(762,715)	(1,098,169)
Directors' fees		(31,501)	(23,250)
Listing fees		(39,848)	(39,840)
Audit fees	4	(15,000)	(13,970)
Operating Profit before income tax expense and realised gains on Investments		12,604,011	12,439,086
Income tax benefit/(expense)	5(c)	(739,641)	(457,898)
Operating profit before realised (losses)/ gains on investments		11,864,370	11,981,188
Realised (losses)/gains on investments		(10,481,556)	31,753,953
Unrealised impairment losses on investments	2(b)	(10,594,415)	-
Income tax benefit/(expense)		9,891,063	(8,187,613)
Profit attributable to members of the company		679,462	35,547,528
		2009 cents	2008 cents
Basic and diluted earnings per share (excluding realised (losses)/gains on Investments)	8	17.38	18.18
Basic and diluted earnings per share (including realised (losses)/gains on Investments)	8	1.00	53.93

The Income Statement should be read in conjunction with the accompanying Notes to the Financial Statements.

WHITEFIELD LIMITED
BALANCE SHEET
AS AT 31ST MARCH, 2009

	Notes	As at 31 March 2009 £	As at 31 March 2008 £
CURRENT ASSETS			
Cash and cash equivalents		15,414,938	13,122,664
Trade and other receivables	9	1,669,008	2,701,022
Current tax asset	5(e)	42,651	-
Other	10	70,588	79,187
TOTAL CURRENT ASSETS		17,197,185	15,902,873
NON-CURRENT ASSETS			
Deferred tax assets	5(g)	21,974,662	636,536
Investment portfolio - available for sale	11	157,499,176	273,484,431
TOTAL NON-CURRENT ASSETS		179,473,838	274,120,967
TOTAL ASSETS		196,671,023	290,023,840
CURRENT LIABILITIES			
Trade and other payables	12	102,775	353,681
Current tax liabilities	5(d)	-	7,639,301
TOTAL CURRENT LIABILITIES		102,775	7,992,982
NON-CURRENT LIABILITIES			
Deferred tax liabilities	5(f)	153,557	6,464,295
TOTAL NON-CURRENT LIABILITIES		153,557	6,464,295
TOTAL LIABILITIES		256,332	14,457,277
NET ASSETS		196,414,691	275,566,563
EQUITY			
Share capital	13	149,926,994	160,978,314
Investment portfolio revaluation reserve	14(a)	(67,755,665)	(10,385,672)
Realised capital profits reserve	14(b)	100,000,766	103,769,583
Retained profits	15	14,242,596	21,204,338
TOTAL EQUITY		196,414,691	275,566,563

The Balance Sheet should be read in conjunction with the accompanying Notes to the Financial Statements.

WHITEFIELD LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST MARCH 2009

	Share Capital	Investment Portfolio Revaluation Reserve/ Realised Capital Profits Reserve	Retained Earnings	Total
	\$	\$	\$	\$
As at 1 April 2007				
Direct equity adjustments	116,497,587	148,726,300	19,373,565	284,597,452
<i>Investment portfolio</i>				
Net unrealised losses on investments	-	(85,525,484)	-	(85,525,484)
Tax on unrealised losses on investments	-	30,183,095	-	30,183,095
Total direct equity adjustments	-	(55,342,389)	-	(55,342,389)
Profit for the year (excluding realised gains)	-	-	11,981,188	11,981,188
Transactions with shareholders				
Dividends paid from retained earnings	-	-	(10,150,415)	(10,150,415)
Issue of shares	45,858,005	-	-	45,858,005
Shares bought back	(317,526)	-	-	(317,526)
Transaction costs arising from share issue	(1,059,752)	-	-	(1,059,752)
As at 31 March 2008	160,978,314	93,383,911	21,204,338	275,566,563
Direct equity adjustments				
<i>Investment portfolio</i>				
Net unrealised losses on investments	-	(93,445,125)	-	(93,445,125)
Impairment loss recognised in income statement	-	10,594,415	-	10,594,415
Tax on unrealised losses on investments	-	21,711,900	-	21,711,900
Total direct equity adjustments	-	(61,138,810)	-	(61,138,810)
Profit for the year (excluding realised gains)				
Operating profit before realised gains on investments	-	-	11,864,370	11,864,370
Other movements in investments net of tax	-	-	(7,416,091)	(7,416,091)
Total profit for the year (excluding realised gains)	-	-	4,448,279	4,448,279
Transactions with shareholders				
Dividends paid from retained earnings	-	-	(11,410,021)	(11,410,021)
Issue of shares	1,684,546	-	-	1,684,546
Shares bought back	(12,723,892)	-	-	(12,723,892)
Transaction costs arising from share issue	(11,974)	-	-	(11,974)
As at 31 March 2009	149,926,994	32,245,101	14,242,596	196,414,691

This Statement of Changes in Equity should be read in conjunction with the Notes to the Financial Statements which follow.

WHITEFIELD LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2009

	Year ended 31 March 2009 \$	Year ended 31 March 2008 \$
Cash flows from operating activities		
Dividends and trust distributions received	13,920,445	11,899,170
Interest received	564,643	461,419
Payments for administrative and general expenses	(853,361)	(1,051,127)
Income tax paid	(7,755,263)	(3,845,661)
Net cash provided by operating activities	5,876,464	7,463,801
Cash flows from Investing activities		
Proceeds from sale of investments	50,690,875	145,500,381
Payments for purchase of investments	(31,571,633)	(193,556,382)
Net cash provided by/(used in) Investing activities	19,119,242	(48,056,001)
Cash flows from financing activities		
Proceeds from issue of shares	-	44,412,500
Payments for share buyback	(12,964,280)	(79,299)
Transaction costs from the issue of shares	(13,615)	(1,513,933)
Dividends paid	(9,725,537)	(8,704,910)
Unclaimed dividends	-	(42,824)
Net cash (used in)/provided by financing activities	(22,703,432)	34,071,534
Net Increase/(decrease) in cash and cash equivalents held	2,292,274	(6,520,666)
Cash and cash equivalents at beginning of the financial year	13,122,664	19,643,330
Cash and cash equivalents at end of the financial year	15,414,938	13,122,664

NOTES TO CASH FLOW STATEMENT

(i) Reconciliation of cash -

For the purpose of the cash flow statement, cash includes cash at bank and at call with a cash management trust. Cash at the end of the year shown in the cash flow statement is reconciled to the Balance Sheet as follows:-

Cash (interest bearing)	15,414,938	13,122,664
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(ii) Reconciliation of profit from ordinary activities after Income tax and realised (losses)/gains on investments to net cash provided by operating activities.

Operating profit from ordinary activities after income tax and after realised (losses)/gains on investments	679,462	35,547,528
Deduct:		
Net realised gains on investments classified as investing activities	3,768,817	(23,566,340)
Impairment loss net of Income Taxes	7,416,091	-
Net cash Provided by Operating Activities before change in assets and liabilities	11,184,908	(23,566,340)
Decrease in Income Taxes Payable	(7,015,622)	(3,387,763)
(Decrease)/Increase in Payables	(12,896)	124,102
Decrease/(Increase) in Receivables and Prepayments	1,040,612	(1,253,726)

Net Cash Provided by Operating Activities	5,876,464	7,463,801
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The credit risk exposure of the company in relation to cash is the carrying amount and any accrued unpaid interest.

The Cash Flow Statement should be read in conjunction with the accompanying Notes to the Financial Statements.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

1. Reporting Entity

Whitefield is a company domiciled in Australia. The address of Whitefield Limited's registered office is Level 7, 20 Hunter Street, Sydney NSW, 2000. The financial statements of Whitefield Limited are as at and for the year ended 31 March 2009. The company is primarily involved in the operations of the financial sector of Australia, making investments and deriving revenue and investment income from listed securities and unit trusts.

2. Statement of Significant Accounting Policies

(a) Basis of Accounting

This general purpose financial report has been prepared in accordance with Australian Accounting Standards, including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

The financial report covers Whitefield Limited which is a listed public company, incorporated and domiciled in Australia. The financial report has been prepared on an accrual basis, with the exception of the valuation of investments as described in note 2(b) below.

The accounting policies are consistent with those of the previous year. In order to reflect changing market values the Directors have adopted a policy to revalue all investments on a daily basis. Apart from this policy, the Financial statements have been prepared on the basis of historical cost.

The financial report of the company complies with all Australian equivalents to International Financial Reporting Standards (AIFRS) in their entirety.

The following is a summary of the material accounting policies adopted by the Company in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

Australian equivalents to International Financial Reporting Standards

Australian Accounting Standards include Australian equivalents to International Financial Reporting Standards ("AIFRS").

Compliance with AIFRS ensures that the financial report of the Company complied with International Financial Reporting Standards.

(b) Investments

Classification

Investments are classified as available-for-sale in accordance with the AIFRS definition. Financial instruments are initially measured at fair value on trade date at fair value, which includes transaction costs. Subsequent to initial recognition these instruments are measured as set out below.

Trade date accounting is adopted for financial assets that are delivered within time established by market place conventions.

Gains or losses on available-for-sale investments are recognised as a separate component of equity until the investment is sold, collected or otherwise disposed of, or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is included in the income statement.

Determination of Fair Value

AIFRS defines fair value for the purpose of valuing holdings of securities that are listed or traded on an exchange to be based on quoted "bid" prices for securities prevailing at the close of business on the balance date.

Impairment

At each reporting date, the company assesses whether there is objective evidence that a financial instrument has been impaired.

A financial asset is impaired and an impairment loss incurred if and only if there is objective evidence of impairment as a result of one or more events that impact sufficiently adversely on the estimated future cash flows of the financial asset

(c) Taxation

The income tax expense (revenue) for the year comprises current income tax expense (income) and deferred tax expense (income).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using the applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax assets and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense (income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the assets is realised or the liability is settled, based on tax rates enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investment in subsidiaries, branches, associates and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective assets and liabilities will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Investment Portfolio

A tax provision is made for the unrealised gain or loss on securities valued at fair value through the Investment Portfolio Revaluation Reserve.

The expected tax on disposal of securities in the investment portfolio is recognised directly in equity and as a deferred tax liability. Where the Company disposes of such securities, tax is calculated on gains made according to the particular parcels allocated to the sale for tax purposes offset against any capital losses carried forward. At this time the tax recognised directly in equity is transferred to Net Profit and adjusted to actual tax expense. The associated deferred tax liability is similarly adjusted and transferred to tax payable.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

2. Statement of Significant Accounting Policies (cont)

(d) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST.

Cash flows are included in the cash flow statement on a gross basis. The GST components of cash flows arising from investing activities which are recoverable from, or payable to, the ATO are classified as cash flows from operating cash flows.

(e) Revenue recognition

- (i) Dividend Income - dividends and distributions are brought to account when the company's right to receive a dividend is established.
- (ii) Interest income - interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.
- (iii) Other income - other revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and when the revenue can be reliably measured.

(f) Cash and cash equivalents

Cash and cash equivalents include cash on hand deposits held at call with banks, other short-term highly liquid investments, with an original maturity of three months or less, and bank overdrafts that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

For the purposes of the Cash Flow Statement, cash and cash equivalents consist of cash and cash equivalents as defined above, net of any outstanding bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the balance sheet.

(g) Operating Segments

The company operated in Australia only and the principal activity is investment.

(h) Dividends

Provisions for dividends payable are recognised in the reporting period in which they are declared, for the entire undistributed amount, regardless of the extent to which they will be paid in cash.

The Company may pay dividend from profits, dividends and interest income it receives from its investments to the extent permitted by law and prudent business practices. Dividends will be franked to the extent that available imputation credits permit. Dividends that are paid from the realisation of capital gain may be passed onto the shareholders.

(i) Earnings per share

Basic and diluted earnings per share including realised profits and losses on the investment portfolio are calculated by dividing profit attributable to members of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for any bonus element.

(j) Receivables

Receivables may include amounts for dividends, interest and securities sold. Dividends are receivable when they have been declared and are legally payable. Interest is accrued at the period end from the time of last payment. Amounts received for securities sold are recorded when a sale has occurred. Amounts are generally received within 30 days of being recorded as a receivable.

(k) Payables

Payables represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid at the reporting date. Payables are unsecured and are usually paid within 30 days of recognition.

(l) New standards and interpretations not yet adopted

There have been new Australian Accounting Standards and Australian Accounting Interpretations issued or amended and are applicable to the Company but not yet effective. The Company's assessment of the impact of these new standards and interpretations have been completed with no material effect on the Company's financial report. They have not been adopted in the preparation of the financial report at reporting date.

(m) Fair value of Financial Assets and Liabilities

The fair value of cash and cash equivalents, and non-interest bearing monetary financial assets and liabilities of the Company approximates their carrying value. The fair value for assets that are actively traded on market is defined by AASB 139 as 'last bid price'.

(n) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

	Year ended 31 March 2009 \$	Year Ended 31 March 2008 \$
3. Investment revenue from ordinary activities		
Dividends received	11,084,061	11,606,457
Net interest received	559,204	499,025
Trust distributions and other income	1,809,810	1,508,833
	<u>13,453,075</u>	<u>13,614,315</u>
4. Auditor's remuneration		
Audit and review of the financial reports	15,000	13,970
Grosvenor Schilliro / MNSA	<u>15,000</u>	<u>13,970</u>
5. Income tax expense		
(a) Income tax expense recognised in the Income Statement		
Current income (benefit)/expense	739,641	457,898
On operating profit before realised gains on investments	(3,178,324)	-
On impairment losses on investments	(6,712,738)	8,187,613
On realised (losses)/gains on investments	<u>(9,151,422)</u>	<u>8,645,511</u>
Total Income tax (benefit)/expense	<u>(9,151,422)</u>	<u>8,645,511</u>
(b) Income tax recognised directly in equity		
The following current and deferred amounts were charged directly to equity during the period:		
Current tax		
Share-issue expenses	190,390	197,759
Deferred tax		
Revaluation of investment portfolio	<u>21,711,900</u>	<u>(30,183,095)</u>
	<u>21,902,290</u>	<u>(29,985,336)</u>
(c) Income tax expense		
The prima facie income tax expense on pre-tax accounting profit (before realised (losses)/gains on investments) reconciles to income tax (benefit)/expense as follows:		
Prima facie income tax expense calculated at 30% on the operating profit before realised (losses)/gains on investments	3,781,203	3,731,726
Imputation gross up on dividends received	1,380,247	1,197,695
Franking credits on dividends received	(4,600,823)	(3,992,316)
Timing differences	219,226	(280,210)
Over provided in prior year	<u>(40,212)</u>	<u>(188,987)</u>
Income tax (benefit)/expense (excluding realised gains on investments)	<u>739,641</u>	<u>457,898</u>
The applicable weighted average effective tax rates are as follows:	<u>5.87%</u>	<u>3.68%</u>
(d) Current tax liability		
Current tax liability	-	7,639,301
(e) Current tax asset		
Current tax asset	<u>42,651</u>	-
(f) Deferred tax liabilities		
Provision for deferred income tax comprises the estimated expense at current income tax rates of 30% on the following items:		
Provision for capital gains tax on unrealised investments	-	6,342,544
Temporary Differences	<u>153,557</u>	<u>121,751</u>
	<u>153,557</u>	<u>6,464,295</u>
(g) Deferred tax assets		
Current tax assets comprises the estimated expense at current income tax rates on the following items:		
Temporary Differences	450,757	636,536
Provision for capital losses on unrealised investments	15,369,351	-
Realised capital losses on investments	3,379,564	-
Franking credits on dividends received to be utilised next period	<u>2,774,990</u>	<u>-</u>
	<u>21,974,662</u>	<u>636,536</u>
(h) The overall movement in the net deferred tax asset and liability account is as follows:		
Opening balance	5,827,759	36,173,348
(Charge)/credit to income statement	(49,360,764)	(162,494)
Charge to equity	<u>21,711,900</u>	<u>(30,183,095)</u>
	<u>(21,821,105)</u>	<u>5,827,759</u>

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

	Year ended 31 March 2009 \$	Year Ended 31 March 2008 \$
6. Dividends paid or provided		
Final - Ordinary Shares	5,653,295	4,760,631
Final - Preference Shares	951	951
Interim - Ordinary Shares	5,754,824	5,387,882
Interim - Preference Shares	951	951
 Total Dividends For Financial Year	 11,410,021	 10,150,415

	Dividend Rate	Total Amount \$	Date of Payment	% Franked	% Discount Cap Gain
2009					
Preference Shares Interim	4.0 cps	951	28/11/2008	100%	100%
Ordinary Shares Interim	8.5 cps	5,754,824	28/11/2008	100%	100%
2008					
Preference Shares Final	4.0 cps	951	19/05/2008	100%	100%
Ordinary Shares Final	8.1 cps	5,653,295	19/05/2008	100%	100%

No Unfranked Dividends have been declared or paid during the year.

Subsequent Events

Since the end of the financial year, the directors have recommended the following dividends:

Preference Shares Final	4.0cps	951	10/06/2009	100%	0%
Ordinary Shares Final	8.5cps	5,653,295	10/06/2009	100%	0%
		<u>5,654,246</u>			

The financial effect of these dividends have not been brought to account in the financial statements for the year ended 31 March 2009 and will be recognised in subsequent financial reports.

The financial report was authorised for issue on 14th May 2009 by the Board of Directors.

7. Franking account	Year ended 31 March 2009 \$	Year Ended 31 March 2008 \$
Franking credits available to shareholders for subsequent financial years	29,626,443	14,593,588
Franking credits that will arise from the payment of income tax payable as at the end of the financial year	-	7,639,301
Franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date	499,759	983,651
Adjusted franking account balance	<u>30,126,202</u>	<u>23,216,540</u>
Impact on the franking account of dividends proposed or declared before the financial report authorised for issue but not recognised as a distribution to equity holders during the period	<u>(2,423,248)</u>	<u>(2,423,248)</u>
	<u>27,702,954</u>	<u>20,793,292</u>

No unfranked dividends have been declared or paid during the year.

8. Earnings per share		
Basic and diluted earnings per share (excluding Realised (losses)/gains on investments)	17.38 Cents	18.18 Cents
Basic and diluted earnings per share (including Realised (losses)/gains on investments)	1.00 Cents	53.93 Cents
Weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share:	68,262,560	65,908,273

There is no contingent issue of shares which would dilute earnings per share.

9. Current Assets - Trade and other receivables		
Dividend income receivable	1,636,842	2,663,416
Interest receivable	32,166	37,606
	<u>1,669,008</u>	<u>2,701,022</u>

Receivables are non-interest bearing and unsecured. Outstanding settlements are on the terms operating in the securities industry, which usually require settlement within three days of the date of a transaction.

The credit risk exposure of the Company in relation to receivables is the carrying amount.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

Notes	Year ended 31 March 2009 \$	Year Ended 31 March 2008 \$
10. Current Assets - Other		
Prepayments	17,916	29,493
Other debtors	52,672	49,694
	<u>70,588</u>	<u>79,187</u>
11. Non-current assets - Investment portfolio		
Subject to capital gains tax if realised and recorded at fair value		
Shares & Equities in Listed Companies	157,499,176	273,484,431
	<u>157,499,176</u>	<u>273,484,431</u>
12. Current Liabilities - Trade and other payables		
Trade payables	102,775	353,681
	<u>102,775</u>	<u>353,681</u>

Payables are non-interest bearing and unsecured. Outstanding settlements are on the terms operating in the securities industry, which usually require settlement within three days of the date of a transaction.

13. Share Capital

Share Capital			
66,323,391 (2008: 70,192,733) ordinary shares, fully paid	13(a)	149,903,204	160,954,524
23,790 (2008: 23,790) 8cps preference shares, fully paid		23,790	23,790
Total Share Capital		<u>149,926,994</u>	<u>160,978,314</u>

(a) Movement in Ordinary Share Capital

	2009		2008	
	No. Shares	\$	No. Shares	\$
Balance at the beginning of the year	70,192,733	160,954,524	60,263,443	116,473,797
Shares issued under the Dividend Reinvestment Plan	538,511	1,684,546	319,342	1,445,505
Shares issued under Share Purchase Plan	-	-	2,759,382	12,500,000
Share placement	-	-	6,937,500	31,912,500
Share buyback	(4,407,853)	(12,723,892)	(86,934)	(317,526)
Transaction costs on issue	-	(11,974)	-	(1,059,752)
	<u>66,323,391</u>	<u>149,903,204</u>	<u>70,192,733</u>	<u>160,954,524</u>

Preference shares carry the right to cumulative dividends of 8.0 cents per share per annum, are not redeemable and carry no further right to participate in profits. There were no arrears of dividend at balance date.

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders meetings. In the event of winding up the Company, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any proceeds on liquidation.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

	Notes	Year ended 31 March 2009 \$	Year Ended 31 March 2008 \$
14. Reserves			
Investment portfolio revaluation reserve	14(a)	(67,755,665)	(10,385,672)
Realised capital profits reserve	14(b)	100,000,766	103,769,583
		32,245,101	93,383,911
(a) Investment Portfolio Revaluation Reserve			
Balance at beginning of financial year		(10,385,672)	68,523,057
Revaluation of Investments (net of tax)		(61,138,810)	(55,342,389)
Transfer of Realised Surpluses to Income Statement		3,768,817	(23,566,340)
Balance at end of financial year		(67,755,665)	(10,385,672)
(b) Realised Capital Profits Reserve			
Balance at beginning of financial year		103,769,583	80,203,243
Transfer from Income Statement		(3,768,817)	23,566,340
Balance at end of financial year		100,000,766	103,769,583
(c) Nature and Purpose of Reserves			
For a description of the nature and purpose of the Investment Portfolio Revaluation Reserve and Realised Capital Profits Reserve refer to note 2(b).			
15. Retained Profits			
Balance at beginning of financial year		21,204,338	19,373,565
Profit attributable to members of the company (including Net Realised (losses)/gains on investments)		679,462	35,547,528
Dividends provided for or paid		(11,410,021)	(10,150,415)
Transfer of net gains to Realised Capital Profits Reserve on realisation		3,768,817	(23,566,340)
Balance at end of financial year		14,242,596	21,204,338

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

16. Related Party Information

(a) Key Management Personnel

The names of persons who were the key management personnel of the Company during the financial year were:

D.J. Iliffe
G.J. Gillmore
A.J. Gluskie
M.J. Fowler (appointed 29 May 2008)
J.V.C Green (resigned 29 May 2008)

(b) Directors' and Executive Officer's Remuneration

Details of the remuneration of Whitefield key management personnel and their related entities is set out as below:

	Short-term Employee Benefit	Post- Employment Benefit	Other Benefit	
	Cash Salary & Fees	Super- annuation	Related party	Total
2009	\$	\$	\$	\$
Mr D.J. Iliffe (Chairman)	9,633	867	-	10,500
Mr G.J. Gillmore (Non-executive director)	9,633	867	-	10,500
Mr M.J. Fowler (Non-executive director)*	8,089	728	-	8,817
Mr J.V.C Green (Non-executive director)**	1,544	139	-	1,683
Mr A.J. Gluskie (Chief Executive Officer)	-	-	736,755	736,755
	28,899	2,601	736,755	768,255
	Short-term Employee Benefit	Post- Employment Benefit	Other Benefit	
	Cash Salary & Fees	Super- annuation	Related party	Total
2008	\$	\$	\$	\$
Mr D.J. Iliffe (Chairman)	7,110	640	-	7,750
Mr G.J. Gillmore (Non-executive director)	7,110	640	-	7,750
Mr J.V.C. Green (Non-executive director)**	7,110	640	-	7,750
Mr A.J. Gluskie (Chief Executive Officer)	-	-	913,621	913,621
	21,330	1,920	913,621	936,871

*Mr Martin J Fowler accepted an invitation to join the board of Whitefield Ltd as a non-executive Director effective 29th May 2008

**Mr John V.C Green announced his retirement from the position of non-executive Director of the board of Whitefield Ltd effective 29th May 2008

Mr A.J. Gluskie is a member and officer of White Funds Management Pty Ltd and a member of White Outsourcing Pty Ltd. Mr P.A. Roberts is a member and employee of White Outsourcing Pty Ltd. During the year, White Funds Management Pty Ltd and White Outsourcing Pty Ltd, received fees of \$736,755 (2008: \$913,621) for the management of the Company, out of which costs of accounting, administration and investment management are paid. Mr A.J. Gluskie and Mr P.A. Roberts received no fees as individuals.

Management fees are calculated as 0.25% of investment assets.

The Remuneration Committee of the Board of Directors of Whitefield Ltd is responsible for determining and reviewing compensation arrangements for the directors. The remuneration Committee assesses the appropriateness of the nature and amount of emoluments of each director on a periodic basis by reference to workload and market conditions. The overall objective is to ensure maximum stakeholder benefit from the retention of a high quality board whilst constraining costs.

The fees paid to White Outsourcing Pty Limited and White Funds Management Pty Ltd are set in accordance with market rates for the services provided.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

16. Related Party Information (cont.)

(c) Shareholdings of Key management personnel (and their Related Entities)

2008	Balance at 1 April 2008	Shares acquired / (disposed)	Shares no longer deemed to be Director related	Balance at 31 March 2008
Ordinary Shares				
Mr D.J. Iliffe (Chairman)	1,548,491	-	-	1,548,491
Mr G.J. Gillmore (Non-executive director)	292,808	(49,742)	-	243,066
Mr J.V.C Green (Non-executive director)**	1,152,146	-	(1,152,146)	-
Mr A.J. Gluskie (Chief Executive Officer)	547,060	50,000	-	597,060
Mr M.J. Fowler (Non-executive director)*	-	-	-	-
Preference Shares				
Mr D.J. Iliffe (Chairman)	1,300	-	-	1,300
	3,541,805	258	(1,152,146)	2,389,917
2008	Balance at 1 April 2007	Shares acquired / (disposed)	Shares no longer deemed to be Director related	Balance at 31 March 2008
Ordinary Shares				
Mr D.J. Iliffe (Chairman)	1,544,079	4,412	-	1,548,491
Mr G.J. Gillmore (Non-executive director)	292,808	-	-	292,808
Mr J.V.C. Green (Non-executive director)**	1,152,146	-	-	1,152,146
Mr A.J. Gluskie (Chief Executive Officer)	511,307	35,753	-	547,060
Preference Shares				
Mr D.J. Iliffe (Chairman)	1,300	-	-	1,300
	3,501,540	40,165	-	3,541,805

*Mr Martin J Fowler accepted an invitation to join the board of Whitefield Ltd as a non-executive Director effective 29th May 2008

**Mr John V.C Green announced his retirement from the position of non-executive Director of the board of Whitefield Ltd effective 29th May 2008

There were no shares granted during the reporting period as compensation.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

17. Financial Risk Management

The company's financial instruments consist mainly of deposits with banks, trading and investment portfolio, accounts receivable and payable.

AASB 7 Financial Instruments: Disclosures identify three types of risk associated with financial instruments (i.e. the Company's investments, receivables and payables):

(i) Credit Risk

The standard defines this as the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements.

There are no other material amounts of collateral held as security at 31 March 2009.

Credit risk is managed as noted in the Notes to the Cash Flow Statement and Note 9 with respect to cash and receivables. None of these assets are over-due or considered to be impaired.

(ii) Liquidity Risk

The standard defines this as the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

The Investment Manager monitors its cash-flow requirements daily in relation to the trading account taking into account upcoming dividends, tax payments and trading activity.

The Company's inward cash-flows depend upon the level of dividend and distribution revenue received. As the Company's major cash outflows are the purchase of securities and dividends paid to shareholders, the level of both of these is managed by the Board and CEO.

The assets of the Company are largely in the form of readily tradeable securities which can be sold on-market if necessary.

(iii) Market Risk

The standard defined this as the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

By its nature as a Listed Investment Company that invests, the Company can never be free of market risk as it invests its capital in securities which are not risk free - the market price of these securities can fluctuate.

A general fall in market prices of 10 per cent and 30 per cent, if spread equally over all assets in the investment portfolio would lead to a reduction in the Company's equity of \$11 million and \$33 million respectively, assuming a flat tax-rate of 30 per cent.

The Investment Portfolio Revaluation Reserve at 31 March 2009 is negative \$68 million. It would require an increase in the value of the portfolio of 61% to reverse this decrement. In accordance with Accounting Standards, any further falls in value would continue to be recognised in equity as unrealised losses, thereby impacting the shareholders' equity of the Company. However in case of a prolonged decline in the value of instruments the Board of Directors will determine if impairment is required; impairment losses will be recognised in the Income statement.

For the year ended 31 March 2009 the company transferred an impairment loss of \$10.6 million from the Investment Portfolio Revaluation Reserve into the Income Statement.

The Company seeks to manage and constrain market risk by diversification of the investment portfolio across multiple stocks and industry sectors

The Company's investments are spread across sectors as at 31 March 2009 as below:

	2009 %	2008 %
Consumer discretionary	13.71	18.90
Consumer staple	14.40	11.59
Financials	43.64	38.94
Healthcare	6.83	4.08
Industrials	15.42	20.48
Information technology	1.15	0.75
Telecommunications services	3.72	4.78
Utilities	1.13	0.48
	<u>100.00</u>	<u>100.00</u>

Securities representing over 5 per cent of the investment portfolio at 31 March were:

	2009 %
Woolworths Limited	10.42
Westpac Banking Corporation	8.67
National Australia Bank Limited	7.77
Commonwealth Bank of Australia	6.71
ANZ Banking Group Limited	6.11
	<u>39.68</u>

No other security represents over 5 per cent of the Company's investment and trading portfolios.

The Company is also not directly exposed to currency risk as all its investments are quoted in Australian dollars.

WHITEFIELD LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2009

17. Financial Risk Management (cont.)

(iv) Interest rate risk

The Company's interest bearing financial assets expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows.

As at 31 March 2009, the Company's exposure to interest rate risk and the effective weighted average interest rate for each class of financial asset and financial liability is set out in the table below:

Year ended 31 March 2009	Weighted average interest rate (% pa)	Floating interest rate \$	Non- interest bearing \$	Total \$
Financial assets				
Cash and cash equivalents	5.92%	15,414,938	-	15,414,938
Trade and other receivables	-	-	1,721,680	1,721,680
Available for sale investment portfolios	-	-	157,499,176	157,499,176
		<u>15,414,938</u>	<u>159,220,856</u>	<u>174,635,794</u>
Financial liabilities				
Trade and other payables	-	-	102,775	102,775
Current Tax Liabilities	-	-	-	-
			<u>102,775</u>	<u>102,775</u>
Net financial assets		<u>15,414,938</u>	<u>159,118,081</u>	<u>174,533,019</u>

Year ended 31 March 2008	Weighted average interest rate (% pa)	Floating interest rate \$	Non- interest bearing \$	Total \$
Financial assets				
Cash and cash equivalents	6.76%	13,122,664	-	13,122,664
Trade and other receivables	-	-	2,750,716	2,750,716
Available for sale investment portfolios	-	-	273,484,431	273,484,431
		<u>13,122,664</u>	<u>276,235,147</u>	<u>289,357,811</u>
Financial liabilities				
Trade and other payables	-	-	353,681	353,681
Current Tax Liabilities	-	-	7,639,300	7,639,300
			<u>7,992,981</u>	<u>7,992,981</u>
Net financial assets		<u>13,122,664</u>	<u>268,242,166</u>	<u>281,364,830</u>

The majority of the Company's financial assets are non-interest bearing. As a result, the Fund is subject to limited exposure to fair value interest rate risk due to fluctuations in the prevailing levels of market interest rates.

(v) Capital Management

The Board's policy is to maintain a strong capital base so as to maintain investor and market confidence.

To achieve this the Board of Directors monitor the monthly NTA results, investment performance, the Company's management expense ratio (MER) and share price movements.

The Company announced to the market in March 2009 the introduction of an on-market share buy-back of approximately 6,648,078 of the Company shares. The buy-back commenced 25th March 2009 for a duration of approximately twelve months.

The Company is not subject to any externally imposed capital requirements.

18. Investment Transactions

The total number of contract notes that were issued for transactions in securities during the financial year were 67 (2008: 196). Each contract note may involve multiple transactions.

The total brokerage paid on these contract notes was \$181,885 (2008: \$819,001).

19. Events Subsequent to Balance Date

The final dividend as recommended by the directors will be paid subsequent to balance date and is not provided for in the Balance Sheet.

Other than the matter discussed above, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of material and unusual nature likely, in the opinion of the directors of the Company to significantly affect the operations of the entity, the results of those operations, or the state of affairs of the entity, in future financial years.

20. Segment Reporting

The Company is engaged in investment activities conducted in Australia and derives investment income from listed securities, short term interest bearing securities and cash holdings.

21. Contingent Liabilities

The Investment Management Agreement entered into by the company with White Funds Management Limited expires in September 2017.

22. Company details

The registered office and principal place of business of the Company is:

Level 7, 20 Hunter Street
Sydney NSW 2000