

HALF YEARLY REPORT For the six months ended 31 December 2023



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This interim financial report does not include all of the notes of the type normally included in the annual financial report. Accordingly, this report should be read in conjunction with the Annual Report for the year ended 30 June 2023 and any public announcements made by Foley Wines Limited during the interim period.

Foley Wines Limited is a company incorporated and domiciled in New Zealand and listed on the NZSX Board of the New Zealand Stock Exchange (NZX). The Company is an integrated wine company producing table wines with the marketing and sales of premium wines in New Zealand and various export markets.

These financial statements were approved for issue on 23 February 2024 and have not been audited.

made by land & hand

Foley Wines is a collection of iconic wineries and brands from New Zealand's most acclaimed wine regions

Each with a unique story of New Zealand to tell, our wineries and distillery are linked by a common unrelenting purpose; to make great wine that people love to drink around the world – made by land & hand.







Martinborough Vineyard Martinborough



Grove Mill Wairau Valley, Marlborough



Te Kairanga Martinborough



Vavasour Awatere Valley, Marlborough



Lighthouse Gin *Martinborough*



Mt Difficulty Central Otago

Performance Overview

CASE SALES BOTTLED SALES REVENUE OPERATING EARNINGS REPORTED PROFIT AFTER TAX OPERATING EBITDA OPERATING CASH FLOW 245,000 (down 21%) \$28,710,000 (down 13.5%) \$1,261,000 (down 77.5%) \$1,673,000 (down 60.2%) \$7,097,000 (down 30.0%) \$2,955,000 (down 57.7%)





ABLISHED

PINOT NOIR Marlborough new zealand



Mark Turnbull, CEO and Director

CEO & Directors' Report

On behalf of the Board of Directors of Foley Wines Limited (FWL) I present its operating and financial results for the six months ended 31 December 2023.

OPERATING PERFORMANCE

The operating profit before revaluations and income tax ("operating earnings") for the six months was \$1,261,000 compared with \$5,599,000 for the previous financial year.

Profit for the period net of tax attributable for the shareholders was \$1,673,000, down 60.2% compared with \$4,208,000 the previous year.

A summary of market sales is set out below on page 7.

Without doubt, it has been a tough six months for the Company. However, we need to put our performance into the context of broader industry performance. According to the most recent export statistics for the six months ended 31 December 2023 released by New Zealand Winegrowers, bottled wine exports were down 29%. USA was down 31%, United Kingdom/EU down 21% and Australia down 48%.

In terms of New Zealand, total still wine sales were down 2.2%, where our brands grew at 9%.¹

There are some key reasons why sales are down, many of which have been reported in the media.

 With the improvement in supply chains, global customers were able to reduce stock levels in their warehouses resulting in fewer purchases than in the previous 12 months. At the same time, as the global economy struggles many customers are reducing their working capital.

Bottled case sales

BOTTLED CASE SALES 6 MONTHS TO DECEMBER 2023





- 2. Consumers have less money to spend on discretionary purchases both purchasing from retailers and dining out.
- 3. Some major customers were caught with significant over stocking of other wine brands, which resulted in a very long period of discounting affecting our brands' promotional calendars.

At the same time, we are seeing significant volumes of bulk Sauvignon Blanc coming on to the market at very low prices. This has resulted in some of our competitors dropping prices, a practice that we were not prepared to adopt. Rather our focus is on additional promotional support which is very targeted.

Notwithstanding these headwinds, we believe we have the routes to market that will enable us to sell our brands profitability. We continue to secure strong new routes to market for our premium portfolio.

VINEYARD REDEVELOPMENT

As outlined in 2022, we have a strategy to improve vineyard performance by replacing under performing vines and/or varietals with new vines. This is particularly important in Central Otago which will enable us in the future to have much greater supply chain security and means we will have the option to move away from leasing vineyards. The costs associated with removing the vines and the losses recorded in writing off the old vines was \$563,000.

THE RUNHOLDER AND TOAST MARTINBOROUGH

The Runholder, opened in August 2023, is the new brand home of Te Kairanga, Martinborough Vineyard and Lighthouse Gin in Martinborough. It is quickly establishing itself as an iconic destination in the region with strong visitor reviews and positive media coverage of both the venue and brands. Further bolstering the premium experiences the Company is able to offer in the region, Foley Wines Ltd has recently acquired the longrunning wine and food festival Toast Martinborough. The Company is committed to ensuring this iconic festival remains relevant for years to come.





CASH FLOW

Operating cash flow was \$2,955,000 for the six months, down from \$6,978,000 the previous year. Payments to suppliers was a major influence along with higher interest payments, which is a function of interest rate increases and an increase in borrowings with the vineyard purchase in Central Otago last year.

Capital expenditure was \$2,900,000 for the six months, compared with \$4,526,000 and \$2,608,000 the previous two years. The major influence on the increase in the prior year was the development at Te Kairanga which was completed in July 2023.

No dividend was paid during the six months, compared with \$2,629,000 the previous year.

2024 HARVEST

The early indication is that there will be a lower yield from the 2024 harvest. However, the preliminary view is that we are in for a vintage of exceptionally high quality on the basis that we do not have any major weather events. Having a high quality vintage is paramount when you are focussed on producing world class wines.

OUTLOOK

As outlined previously, we have established some strong global partnerships that will certainly help navigate our way through the head winds in the global economy. We are very focused on having a much improved second six months.

For and on behalf of the Board of Directors

Mark Turnbull CEO and Director



Financial Statements

Income Statement

For the six months ended 31 December 2023

| | Note | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|---|------|---|--|---|
| - | 2 | 00.040 | | 04.00/ |
| Revenue | 3 | 30,340 | 66,632 | 34,986 |
| Expenses Cost of sales | | (10040) | (10 070) | (22 6 9 5) |
| | | (19,948) (3,629) | (42,879) (5,571) | (22,685) (2,835) |
| Selling, marketing and promotion expenses | | (2,655) | (3,371) | (2,833) |
| Administration and corporate governance expenses Vineyard acquisition and replacement losses | | | (4,307) | |
| | | (561) | - | (11) |
| Other expenses | | (26 702) | (20) (53,037) | (4) (27,883) |
| Expenses excluding interest Profit before interest, impairment, revaluations | | (26,793) | (53,037) | (27,003) |
| and income tax | | 3,547 | 13,595 | 7,103 |
| Interest revenue | | 31 | 42 | 19 |
| Interest expense | 4 | (2,323) | (3,404) | (1,515) |
| Net finance costs | | (2,292) | (3,362) | (1,496) |
| Profit before impairment, revaluations and income tax | κ. | 1,255 | 10,233 | 5,607 |
| Impairment | | | | |
| Impairment of inventory | | 6 | (17) | (8) |
| Profit before revaluations and income tax | | 1,261 | 10,216 | 5,599 |
| Revaluation gains and losses | | | | |
| Unrealised gain/(loss) in fair value of financial assets/liabilities | 9 | 1,015 | 113 | 1,024 |
| Unrealised gain on harvested grapes | | - | (201) | - |
| Realised reversal of (gain)/loss on harvested grapes | | (84) | (1,223) | (730) |
| Revaluation of property, plant & equipment | | - | - | - |
| Profit before income tax | 3 | 2,192 | 8,905 | 5,893 |
| Income tax expense | | (519) | (2,563) | (1,685) |
| Profit for the period net of tax, attributable to Shareholders of the Parent Company | | 1,673 | 6,342 | 4,208 |
| Basic Earnings per share cps (after tax) | 5 | 2.55 | 9.65 | 6.40 |
| Diluted Earnings per share cps (after tax) | 5 | 2.55 | 9.31 | 6.07 |

Statement of Comprehensive Income

For the six months ended 31 December 2023

| | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|--|---|--|---|
| | | | |
| Profit for the period | 1,673 | 6,342 | 4,208 |
| Other comprehensive income: | | | |
| Items that will not be reclassified to profit or loss: | | | |
| Income tax on items taken directly to or transferred from equity | 27 | - | - |
| Other comprehensive income for the period, net of tax | 27 | - | - |
| Total comprehensive income for the period, net of tax | 1,700 | 6,342 | 4,208 |

Statement of Changes in Equity

| r the six months ended 31 December 2023 | | Fully Paid Ordinary Shares | Asset Revaluation Reserve | Retained Earnings | Total |
|--|------|----------------------------------|---------------------------------|----------------------|---------|
| | Note | \$'000 | \$′000 | \$'000 | \$′000 |
| Unaudited 6 Months 31 December 2023 Group | | | | | |
| Equity at 1 July 2023 | | 86,518 | 29,888 | 31,102 | 147,508 |
| Profit for the period | | - | - | 1,673 | 1,673 |
| Other comprehensive income for the period | | - | 27 | - | 27 |
| Transfer from Asset Revaluation Reserve to Retained Earnin | igs | - | (96) | 96 | - |
| Total comprehensive income for the period | | - | (69) | 1,769 | 1,700 |
| Distributions to owners | 6 | - | - | - | - |
| Transactions with owners during period | | - | - | - | - |
| Added to equity during the period | | _ | (69) | 1,769 | 1,700 |
| Equity at 31 December 2023 | | 86,518 | 29,819 | 32,871 | 147,208 |
| Dividends paid per share cps | 6 | | | | 0.0 |

Statement of Changes in Equity (continued)

For the six months ended 31 December 2023

| | | Fully Paid Ordinary Shares | Asset Revaluation Reserve | Retained Earnings | Total |
|--|------|----------------------------------|---------------------------------|----------------------|---------|
| | Vote | \$'000 | \$′000 | \$'000 | \$'000 |
| Audited 12 Months 30 June 2023 Group | | | | | |
| Equity at 1 July 2022 | | 86,518 | 29,888 | 27,389 | 143,795 |
| Profit for the period | | | - | 6,342 | 6,342 |
| Other comprehensive income for the period | | - | - | _ | _ |
| Transfer from Asset Revaluation Reserve to Retained Earnings | | - | - | _ | - |
| Total comprehensive income for the year | | _ | _ | 6,342 | 6,342 |
| Distributions to owners | 6 | - | - | (2,629) | (2,629) |
| Transactions with owners during year | | - | - | (2,629) | (2,629) |
| Added to equity during the year | | _ | _ | 3,713 | 3,713 |
| Equity at 30 June 2023 | | 86,518 | 29,888 | 31,102 | 147,508 |
| Dividends paid per share cps | 6 | | | | 4.0 |
| Unaudited 6 Months 31 December 2022 Group | | | | | |
| Equity at 1 July 2022 | | 86,518 | 29,888 | 27,389 | 143,795 |
| Profit for the period | | - | - | 4,208 | 4,208 |
| Total comprehensive income for the period | | - | - | 4,208 | 4,208 |
| Distributions to owners | 6 | - | - | (2,629) | (2,629) |
| Transactions with owners during period | | - | - | (2,629) | (2,629) |
| Added to equity during the period | | _ | - | 1,579 | 1,579 |
| Equity at 31 December 2022 | | 86,518 | 29,888 | 28,968 | 145,374 |
| Dividends paid per share cps | 6 | | | | 4.0 |

Statement of Financial Position

As at 31 December 2023

| | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|-------------------------------|---|--|---|
| | | | |
| CURRENT ASSETS | | | |
| Cash and cash equivalents | 1,243 | 10 | 192 |
| Trade and other receivables | 9,616 | 13,784 | 12,029 |
| Other financial assets | 117 | - | 28 |
| Inventories | 43,605 | 52,085 | 38,128 |
| Biological work in progress | 8,891 | 1,844 | 8,680 |
| Current tax assets | 372 | - | - |
| Prepaid expenses | 1,831 | 377 | 2,374 |
| | 61,431 | 68,100 | 61,431 |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 131,379 | 131,123 | 124,188 |
| Right–of–use assets | 12,258 | 12,816 | 13,433 |
| Intangible assets | 35,125 | 35,125 | 35,125 |
| Other financial assets | 171 | - | 156 |
| Other receivables | 932 | 916 | 1,046 |
| | 179,865 | 179,980 | 173,948 |
| TOTAL ASSETS | 245,540 | 248,080 | 235,379 |

Statement of Financial Position (continued)

As at 31 December 2023

| Note | Unaudit 6 Mont 31 Dec 20 Group \$'000 | hs 12 Mor 023 30 Jun 2 o Grou | nths 023 p | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|------------------------------|---|-------------------------------------|------------------|---|
| | | | | |
| | 5 10 | 0.0 | | 4 407 |
| Trade and other payables | 5,19 | | 56 | 4,487 |
| Bank overdraft | 0 | - 4,7 | | 1,249 |
| Loans and borrowings | | | 356 | 14,342 |
| Lease liabilities | 1,10 | |)77 | 1,481 |
| Convertible notes | 10,90 | | | 10,900 |
| Other financial liabilities | | | 561 | - |
| Current tax liabilities | | | 256 | 772 |
| | 18,20 | 29,4 | 27 | 33,231 |
| NON-CURRENT LIABILITIES | | | | |
| Loans and borrowings | 50,2 | 81 42,4 | 129 | 27,603 |
| Lease liabilities | 12,88 | 80 13,4 | 40 | 13,593 |
| Other financial liabilities | | - 1 | 66 | - |
| Deferred tax liabilities | 14,92 | 71 15,1 | 110 | 15,578 |
| | 78,1 | | | 56,774 |
| TOTAL LIABILITIES | 96,3 | | | 90,005 |
| | | | | |
| EQUITY | | | | |
| Share capital 7 | | | 518 | 86,518 |
| Reserves | 29,8 | 19 29,8 | 888 | 29,888 |
| Retained earnings | 32,82 | 71 31,1 | 02 | 28,968 |
| TOTAL EQUITY | 149,20 | 08 147,5 | 808 | 145,374 |
| TOTAL LIABILITIES AND EQUITY | 254,54 | 10 248,0 | 80 | 235,379 |

Statement of Cash Flows

For the six months ended 31 December 2023

| | Note | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|--|------|---|--|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | | |
| Cash was provided from (applied to) | | | | |
| Receipts from customers | | 36,918 | 67,101 | 35,090 |
| Interest received | | 14 | 6 | 1 |
| Payments to suppliers and employees | | (29,396) | (50,412) | (24,517) |
| Interest and other costs of finance paid | | (2,322) | (3,404) | (1,515) |
| Income tax paid | | (2,259) | (2,943) | (2,081) |
| Net cash flow from operating activities | 8 | 2,955 | 10,348 | 6,978 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | |
| Cash was provided from (applied to) | | | | |
| Sale of property, plant and equipment | | 33 | 93 | 51 |
| Purchase of property, plant and equipment | | (2,900) | (14,017) | (4,526) |
| Grower and other loans repaid | | - | 150 | - |
| Net cash flow from investing activities | | (2,867) | (13,774) | (4,475) |
| CASH FLOW FROM FINANCING ACTIVITIES | | | | |
| Cash was provided for (applied to) | | | | |
| Dividends paid | | _ | (2,629) | (2,629) |
| Loans advanced | | 32,850 | 21,000 | 1,000 |
| Loans repaid | | (26,416) | (18,248) | (1,088) |
| Lease liabilities repaid | | (568) | (1,096) | (531) |
| Net cash flow from financing activities | | 5,866 | (973) | (3,248) |
| Net increase in cash held | | 5,954 | (4,399) | (745) |
| Cash and cash equivalents at beginning of period | | (4,711) | (312) | (312) |
| Cash and cash equivalents at end of period | | 1,243 | (4,711) | (1,057) |
| Comprising: Cash and cash equivalents | | 1,243 | 10 | 192 |
| Bank overdraft | | | (4,721) | (1,249) |
| | | 1,243 | (4,711) | (1,057) |

Notes to Financial Statements

Notes to the Financial Statements

For the six months ended 31 December 2023

1. ACCOUNTING PERIOD

The unaudited financial statements presented are for Foley Wines Limited ("the Company", "the Parent") and its subsidiaries (together referred to as "the Group") and cover the six month period to 31 December 2023. These condensed financial statements have been prepared in accordance with NZ IAS 34 Interim Financial Statements and should be read in conjunction with Foley Wines Limited's Annual Report for the year ended 30 June 2023. The financial statements were authorised for issue by the Directors on 23 February 2024.

2. ACCOUNTING POLICIES

The same accounting policies and methods of computation are followed in the interim financial statements as were followed in the annual financial statements for the year ended 30 June 2023.

There have been no changes in accounting policies during the period.

2.1 JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

In preparing these interim financial statements under NZ IFRS the Directors are required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

The significant areas of estimation, assumptions and critical judgements made in the preparation of these financial statements are consistent with those set out in the 2023 Annual Report.

For the six months ended 31 December 2023

| | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|--|---|--|---|
| | | | |
| 3. PROFIT FOR THE PERIOD | | | |
| Included in profit before income tax for the period are the following: | | | |
| REVENUE: | | | |
| Sales revenue – sale of goods – bottled wine | 28,710 | 62,281 | 33,203 |
| Sales revenue – other | 1,680 | 4,319 | 1,783 |
| Total sales revenue | 30,340 | 66,600 | 34,986 |
| Sales revenue – other includes the sale of other products such as bulk wine, spirits, merchandise, restaurant meals and non-alcoholic beverages. | | | |
| EXPENSES: | | | |
| Amortisation – lease right–of–use assets | 652 | 1,219 | 595 |
| Bad debts written off | - | 24 | - |
| Depreciation | 2,643 | 4,991 | 2,448 |
| Directors' fees | 120 | 240 | 120 |
| Employee benefits expense: Short-term employee benefits | 4,801 | 10,032 | 4,146 |
| Excise duty and HPA levy | 3,277 | 5,811 | 3,064 |
| Fees paid to auditors: | | | |
| – Audit of the financial statements (fees and disbursements) | 61 | 125 | 57 |
| Cost of inventories recognised as expense | 16,671 | 37,068 | 19,621 |
| 4. INTEREST EXPENSE | | | |
| Interest on loans and borrowings | 1,959 | 2,683 | 1,154 |
| Interest on convertible notes | 357 | 708 | 357 |
| Interest expense on lease liabilities | 7 | 12 | 4 |
| Total Interest expense | 2,323 | 3,404 | 1,515 |

For the six months ended 31 December 2023

| | Unaudited | Audited | Unaudited |
|--|-------------|-------------|-------------|
| | 6 Months | 12 Months | 6 Months |
| | 31 Dec 2023 | 30 Jun 2023 | 31 Dec 2022 |
| | Group | Group | Group |
| | \$ | \$ | \$ |
| 5. EARNINGS PER SHARE Basic Earnings per share (\$) | 2.55 | 9.65 | 6.40 |

The calculation is based on NZIFRS earnings of the Group of \$1,673,000 (30Jun23 \$6,342,000; 31Dec22 \$4,208,000) and the weighted average of 65,736,148 ordinary shares on issue during the period (30Jun23 65,736,148; 31Dec22 65,736,148).

| Diluted Earnings per share (\$) | 2.55 | 9.31 | 6.07 |
|---------------------------------|------|------|------|
| | | | |

The calculation of diluted earnings per share is based on profit of \$1,930,000 (30Jun23 \$6,852,000; 31Dec22 \$4,465,000), being profit for the year adjusted for the interest on the convertible notes after income tax, and the weighted average of 73,599,173 ordinary shares on issue during the year (30Jun23 73,599,173; 31Dec22 73,599,173) becomes anti-dilutive and therefore the diluted earnings per share is the same as basic earnings per share.

The weighted average number of ordinary shares for the purposes of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

| | 31 Dec 2023 Number of shares | 30 Jun 2023 Number of shares | 31 Dec 2022 Number of shares |
|--|------------------------------------|------------------------------------|------------------------------------|
| Weighted average number of ordinary shares (Basic) | 65,736,148 | 65,736,148 | 65,736,148 |
| Convertible notes outstanding at period end | 7,863,025 | 7,863,025 | 7,863,025 |
| Weighted average number of ordinary shares (Diluted) | 73,599,173 | 73,599,173 | 73,599,173 |

For the six months ended 31 December 2023

6. DIVIDENDS PAID PER SHARE

The calculation of dividends per share in respect of the interim 2024 period is based on no final dividend for 2023 being paid (30Jun23: 2022 Final dividend \$2,629,000 paid 21Oct22; 31Dec22: \$2,629,000).

| | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|--------------------------------------|---|--|---|
| | | | |
| 7. SHARE CAPITAL | | | |
| FULLY PAID UP ORDINARY SHARES | | | |
| Balance at beginning of period | 86,518 | 86,518 | 86,518 |
| Movements in share capital | - | - | - |
| Balance at end of period | 86,518 | 86,518 | 86,518 |
| Number of fully paid ordinary shares | 65,736,148 | 65,736,148 | 65,736,148 |

There were no shares issued during the period.

For the six months ended 31 December 2023

| | | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|----------|--|---|--|---|
| | | | | |
| 8. | CASH FLOW INFORMATION | | | |
| (a) | NET CASH FLOW FROM OPERATING ACTIVITIES | | | |
| PROFIT | AFTER INCOME TAX FOR THE PERIOD | 1,673 | 6,342 | 4,208 |
| NON- | -CASH ITEMS: | | | |
| Deprec | iation | 2,643 | 4,991 | 2,448 |
| Amortis | sation | 652 | 1,219 | 595 |
| Increas | e/(decrease) in deferred tax | (112) | (670) | (202) |
| Bad de | bts written off | - | 24 | - |
| Impairr | ment loss/(gain) recognised on inventories | (6) | 17 | 8 |
| Adjustn | nents resulting from revaluation of grapes | 84 | 1,424 | 730 |
| Loss/(g | gain) on disposal of property, plant and equipment | (32) | (52) | (23) |
| Growe | r advance adjustments | (16) | (36) | (18) |
| | nent in derivative financial instruments | | | |
| (Other | financial assets/liabilities) | (1,015) | (113) | (1,024) |
| | | 2,198 | 6,804 | 2,514 |
| | MENTS IN WORKING CAPITAL BALANCES: | | | |
| Trade c | and other receivables | 4,168 | (3,974) | (2,195) |
| Invento | | 8,402 | (3,901) | 10,759 |
| - | cal work in progress | (7,047) | 104 | (6,732) |
| Prepaio | d expenses and other current assets | (1,454) | 484 | (1,513) |
| Trade c | and other payables | (3,357) | 4,199 | 131 |
| Current | t tax assets/liabilities | (1,628) | 290 | (194) |
| | | (916) | (2,798) | 256 |
| NET CA | ASH FLOW FROM OPERATING ACTIVITIES | 2,955 | 10,348 | 6,978 |
| (Ь) | NET LOANS AND BORROWINGS RECONCILIATION | | | |
| Total La | pans and borrowings | 51,219 | 44,785 | 41,945 |
| | advanced during the year | 32,850 | 21,000 | 1,000 |
| | repaid during the year | (26,416) | (18,248) | (1,088) |
| | ovement in net debt – all cash flows | 6,434 | 2,752 | (88) |

For the six months ended 31 December 2023

| | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|---|---|--|---|
| | | | |
| 9. FINANCIAL INSTRUMENTS | | | |
| Change in fair value of financial assets/liabilities consists of: | | | |
| Foreign currency forward contracts | 1,015 | (910) | 1,024 |
| | | | |
| | \$ | \$ | \$ |
| 10. NET TANGIBLE ASSETS | | | |
| Net tangible assets per share (\$) | 1.74 | 1.71 | 1.68 |

11. RELATED PARTY TRANSACTIONS

(a) Material transactions with related parties during the period are set out below:

- Sales were made to Foley Family Wines, Inc., a 100% owned subsidiary of Foley Family Wines Holdings, Inc., the ultimate parent of Foley Wines Limited. Sales for the period were \$3,820,000 for the Group (Jun23: \$7,352,000; Dec22: \$4,249,000).
- (ii) Interest was paid/payable to Foley Holdings New Zealand Limited the parent of the Foley Wines Limited under the convertible note. Interest paid/payable for the period was \$357,000 for the Group (Jun23: \$709,000; Dec22: \$357,000).
- (iii) Sales were made to Wharekauhau Country Estate Limited, a luxury lodge 74.6% owned by Bill Foley, the majority shareholder of the ultimate parent. Sales for the period totalled \$23,000 for the Group (Jun23: \$53,000; Dec22: \$36,000). Accommodation, meals, events, labour and vouchers for Foley Rewards provided by Wharekauhau to the Company and Foley Rewards customers during the period totalled \$28,000 (Jun23: \$22,000; Dec22: \$15,000).
- (iv) Lighthouse Gin product was purchased for global distribution from Lighthouse Distillery Limited, a company owned by Mark Turnbull, CEO and Director of Foley Wines Limited. Purchases during the period totalled \$49,000 (Jun23: \$139,000; Dec22: \$79,000). Administration services, rental, electricity and contract distilling services were provided to Lighthouse Distillery Limited during the period of \$32,000 (Jun23: \$83,000; Dec22: \$29,000). Lighthouse Distillery Limited paid the Company a sales commission on spirits sold direct to customer during the year of \$214,000 (Jun23: \$171,000; Dec22: \$Nil).
- Sales were made to Foley Hospitality Limited group restaurants, a group owned 100% by Foley Holdings New Zealand Limited, the parent company of Foley Wines Limited. Sales for the period were \$241,000 (Jun23: \$157,000; Dec22: \$35,000). Meals and event services were provided by Foley Hospitality restaurants during the period of \$20,000 (Jun23: \$15,000; Dec22: \$15,000).

For the six months ended 31 December 2023

| | Unaudited 6 Months 31 Dec 2023 Group \$'000 | Audited 12 Months 30 Jun 2023 Group \$'000 | Unaudited 6 Months 31 Dec 2022 Group \$'000 |
|---|---|--|---|
| | | | |
| 11. RELATED PARTY TRANSACTIONS (continued) | | | |
| (b) Amounts owing to related parties at balance date: | | | |
| Foley Holdings New Zealand Limited – convertible note | 10,900 | 10,900 | 10,900 |
| Foley Hospitality Limited | - | 1 | - |
| Wharekauhau Country Estate Limited | 2 | - | 1 |
| (c) Amounts owing from related parties at balance date: | | | |
| Foley Family Wines Inc. | 1,810 | 1,950 | 2,450 |
| Wharekauhau Country Estate Limited | 7 | 1 | 12 |
| Lighthouse Distillery Limited | 166 | 132 | 6 |
| Foley Hospitality Limited and subsidiaries | 55 | 25 | 21 |

12. FOREIGN CURRENCY EXCHANGE RATES

The following spot foreign exchange rates have been applied at balance date:

| | 31 Decem | ber 2023 | 30 June | e 2023 | 31 Decem | ber 2022 |
|----------------------|----------|----------|---------|----------|----------|----------|
| NZ \$1.00 = | FWL Buy | FWL Sell | FWL Buy | FWL Sell | FWL Buy | FWL Sell |
| Australian dollar | 0.9275 | 0.9289 | 0.9123 | 0.9196 | 0.9333 | 0.9407 |
| United States dollar | 0.6340 | 0.6354 | 0.6040 | 0.6088 | 0.6330 | 0.6380 |
| Great British pound | 0.4976 | 0.4990 | 0.4788 | 0.4826 | 0.5248 | 0.5290 |
| Euro | 0.5729 | 0.5743 | 0.5557 | 0.5601 | 0.5927 | 0.5975 |

13. SUBSEQUENT EVENTS

No material events have occurred since balance date.

14. SHAREHOLDER INFORMATION

August 2024

November 2024

Annual Report Published

Annual Shareholders Meeting

Company Directory

For the six months ended 31 December 2023

| DIRECTORS: HEAD OFFICE ADDRESS: | PR Brock (Chairman) AJ Anselmi GR Graham RP Foley, II AM Turnbull (CEO) 13 Waihopai Valley Road RD6, Blenheim 7276, Marlborough, New Zealand Telephone +64 3 572 8200 Facsimile +64 3 572 8211 |
|------------------------------------|--|
| POSTAL ADDRESS: | PO Box 67, Renwick 7243, Marlborough, New Zealand |
| EMAIL: | info@foleywines.co.nz |
| WEBSITES: | www.foleywines.co.nz www.grovemill.co.nz www.vavasour.com www.tekairanga.com www.martinborough–vineyard.co.nz www.mtdifficulty.nz www.lighthousegin.co.nz |
| NATURE OF BUSINESS: | Production and distribution of wine |
| AUDITORS: | Deloitte Limited, Auckland |
| SOLICITORS: | Bell Gully, Auckland |
| | Jennifer Mills & Associates, Auckland |
| BANKERS: | Bank of New Zealand, Auckland |
| REGISTRATION NO. | 307139 |
| REGISTERED OFFICE: | 13 Waihopai Valley Road, RD6 Blenheim 7276, Marlborough, New Zealand |
| SHARE REGISTRAR: | Link Market Services Limited Level 30, PwC Tower, 15 Customs Street West, Auckland 1010 PO Box 91976, Auckland 1142 Telephone +64 9 375 5998 Email: enquiries@linkmarketservices.com (please quote CSN or shareholder number) Website for shareholders to change address or payment instructions or view investment portfolio: www.linkmarketservices.co.nz |
| SHARE TRADING: | NZX Main Board – Security Code "FWL" |



Investors who wish to join the Foley Investors Wine Club, please email info@foleywines.co.nz