

DIRECTORS' REPORT
FOR THE HALF YEAR ENDED 31 DECEMBER 2009

Your directors present their report on the company for the half year ended 31 December 2009.

Directors

The names of directors in office at any time during or since the end of the year are:

Mario De Francesco
Luciano Signore
Antonio De Francesca

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Review Of Operations

The company continued to hold land for the Barossa Vines Projects 2004/2005, Barossa Vines Project 2006 and Barossa Vines Project 2007

Auditor's Independence Declaration

A copy of the auditor's independence declaration for the half year ended 31 December 2009 has been received and can be found on page 2 of this half year financial report.

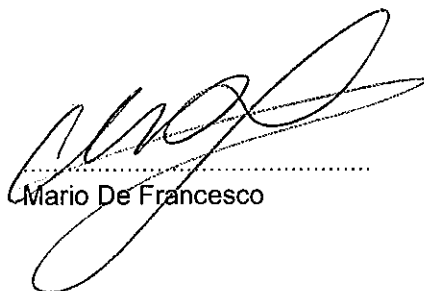
Director:

Antonio De Francesca



Director:

Mario De Francesco



Signed at Payneham this

25th

day of JUNE 2010



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**AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF BAROSSA VINES LANDHOLDINGS LTD**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Barossa Vines Landholdings Ltd half-year ended 31 December 2009, 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.

GRANT THORNTON
South Australian Partnership
Chartered Accountants

S.J. Gray
Partner

Signed at Wayville on this 25th day of June 2010

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BAROSSA VINES LANDHOLDINGS LIMITED
ACN 110 500 000

INTERIM STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2009

	Note	31-Dec 2009 \$	31-Dec 2008 \$
Revenue from ordinary activities		827,387	789,098
Gains on disposal of freehold land		-	14,968
Finance costs		(430,550)	(623,360)
Other expenses	3	<u>(96,145)</u>	<u>(162,345)</u>
Profit/(Loss) before income tax		<u>300,692</u>	<u>18,361</u>
Income tax expense		<u>-</u>	<u>(5,508)</u>
Profit/(Loss) attributable to the members of the Company		<u><u>300,692</u></u>	<u><u>12,853</u></u>

The statement of comprehensive income is to be read in conjunction with the notes to the interim financial report.

BAROSSA VINES LANDHOLDINGS LIMITED
ACN 110 500 000

INTERIM STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2009

	Note	31-Dec 2009 \$	30-Jun 2009 \$
CURRENT ASSETS			
Cash and cash equivalents		3,816	5,526
Trade and other receivables		910,126	-
TOTAL CURRENT ASSETS		<u>913,942</u>	<u>5,526</u>
NON-CURRENT ASSETS			
Property, plant & equipment		15,958,115	16,044,365
Biological assets		18,155,645	18,155,645
TOTAL NON-CURRENT ASSETS		<u>34,113,760</u>	<u>34,200,010</u>
TOTAL ASSETS		<u>35,027,702</u>	<u>34,205,536</u>
CURRENT LIABILITIES			
Trade and other payables		230,275	396,444
Current tax liabilities		1,500	-
TOTAL CURRENT LIABILITIES		<u>231,775</u>	<u>396,444</u>
NON-CURRENT LIABILITIES			
Deferred tax liability		4,933,005	4,933,005
Long-term borrowings		17,935,401	17,249,258
TOTAL NON CURRENT LIABILITIES		<u>22,868,406</u>	<u>22,182,263</u>
TOTAL LIABILITIES		<u>23,100,181</u>	<u>22,578,707</u>
NET ASSETS		<u>11,927,521</u>	<u>11,626,829</u>
EQUITY			
Issued capital	4	31,696	31,696
Retained earnings		11,895,825	11,595,133
TOTAL EQUITY		<u>11,927,521</u>	<u>11,626,829</u>

The statement of financial position is to be read in conjunction with the notes to the interim financial report.

BAROSSA VINES LANDHOLDINGS LIMITED
ACN 110 500 000

INTERIM STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2009

	Note	Issued Capital				Retained Earnings
		"A" Class Shares \$	"B" Class Shares \$	"C" Class Shares \$	"D" Class Shares \$	
Balance 1 July 2008- Restated		19,018	3,761	3,889	5,028	11,976,335
Profit attributable to members		-	-	-	-	12,853
Sub Total		19,018	3,761	3,889	-	11,989,188
Dividends paid or provided for		-	-	-	-	-
Balance 31 December 2008		19,018	3,761	3,889	5,028	11,989,188
Balance 1 July 2009		19,018	3,761	3,889	5,028	11,595,133
Profit attributable to members		-	-	-	-	300,692
Sub Total		19,018	3,761	3,889	5,028	11,895,825
Dividends paid for or provided for		-	-	-	-	-
Balance 31 December 2009		19,018	3,761	3,889	5,028	11,895,825

The accompanying notes form part of these financial statements.

BAROSSA VINES LANDHOLDINGS LIMITED
ACN 110 500 000

INTERIM STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2009

Note	31-Dec 2009 \$	31-Dec 2008 \$
Cash flows from operating activities		
Receipts from customers	(82,739)	(55,328)
Payments to suppliers and employees	(174,564)	2,586,356
Interest received	-	57
Finance costs	(430,550)	(623,360)
Income tax paid	-	-
Net cash inflow/(outflow) from operating activities	<u>(687,853)</u>	<u>1,907,725</u>
Cash flows from investing activities		
Loan to / (from) related entities	686,143	-
Payments for purchases of property, plant & equipment	-	(1,909,424)
Proceeds from sale of property, plant & equipment	-	40,000
Net cash inflow/(outflow) from financing activities	<u>686,143</u>	<u>(1,869,424)</u>
Cash flow from financing activities		
Proceeds from borrowings	-	-
Net cash inflow/(outflow) from financing activities	-	-
Net increase/(decrease) in cash held	(1,710)	38,301
Cash at the beginning of the period	<u>5,526</u>	<u>5,212</u>
Cash at the end of the period	<u><u>3,816</u></u>	<u><u>43,513</u></u>

The statement of cash flows is to be read in conjunction with the notes to the interim financial report.

CONDENSED NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2009

NOTE 1 - BASIS OF PREPARATION

Reporting entity

Barossa Vines Landholdings Limited (the "Company") is a company domiciled in Australia. The interim financial report of the Company is as at and for the six months ended 31 December 2009

The annual financial report of the entity as at and for the year ended 30 June 2009 is available upon request from the Company's registered office at 266-268 Payneham Road Payneham SA 5071 or at www.barossavines.com.

Statement of compliance

The interim financial report does not include all of the information required for a full annual financial report, and should be read in conjunction with the annual financial report as at and for the year ended 30 June 2009

The interim financial report does not include all of the information required for a full annual financial report, and should be read in conjunction with the annual financial report as at and for the year ended 30 June 2009

Significant accounting policies

The accounting policies applied by the entity in this interim financial report are the same as those applied by the entity in its financial report as at and for the year ended 30 June 2009.

NOTE 2 - SUBSEQUENT EVENTS

No matters or circumstances have arisen since the end of the half year which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in future financial years.

CONDENSED NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2009

Note	31-Dec 2009 \$	31-Dec 2008 \$
NOTE 3 - OTHER EXPENSES		
The following significant expense items are relevant in explaining the financial performance:		
Australian Vines Ltd	-	140,000
Management fees charged by the parent company		<u>140,000</u>

NOTE 4 - ISSUED CAPITAL

Paid Up Capital

Fully Paid A Class Shares	19,018	19,018
B Class Shares Paid to \$1	3,761	3,761
C Class Shares Paid to \$1	3,889	3,889
D Class Shares Paid to \$1	5,028	5,028
	<u>31,696</u>	<u>31,696</u>

NOTE 5 - ECONOMIC DEPENDENCY

The company's main source of income is derived through the lease of the land it owns to the responsible entity of a number of managed investment schemes, Barossa Vines Ltd. The lease agreements are for a fixed amount each year and the company is therefore dependant on Barossa Vines Ltd for revenue.

NOTE 6 - SEGMENT REPORTING

The company operates in one industry, being leasing of land for various managed investment schemes, and in one geographical location, being South Australia.

NOTE 7 - CONTINGENT LIABILITIES

The company, along with other director related entities, have provided a guarantee to Bank SA which is secured by the company's property. This guarantee supports the bank facilities of the company's parent, Australian Vines Ltd. At balance date, the total value of the bank facilities was \$23,300,000.



DIRECTORS' DECLARATION

The Directors of the company declare that:

1. the financial statements and notes, as set out on pages 3 to 8, are in accordance with the Corporations Act 2001 including:
 - (a) complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001; and
 - (b) giving a true and fair view of the company's financial position as at 31 December 2009 and its performance for the half year ended on that date;
2. In the Directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

Profit/(Loss) attributable to the members of the Company

Director:  Director: 
Antonio De Francesca Mario De Francesco

Signed at Payneham this 25 day of JUNE 2010



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INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF BAROSSA VINES LANDHOLDINGS LTD

We have reviewed the accompanying half-year financial report of Barossa Vines Landholdings Ltd ("Company"), which comprises the statement of financial position as at 31 December 2009, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a statement of accounting policies, other selected explanatory notes and the directors' declaration.

Directors' responsibility for the half-year financial report

The directors of the Company are responsible for the preparation and fair presentation of the half-year financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Act 2001. This responsibility includes establishing and maintaining internal controls relevant to the preparation and fair presentation of the half-year financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410: Review of Interim and Other Financial Reports Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the Corporations Act 2001 including giving a true and fair view of the financial position as at 31 December 2009 and 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. As the auditor of Barossa Vines Landholdings Ltd, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF BAROSSA VINES LANDHOLDINGS LTD Cont**

Auditor's responsibility Cont

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we complied with the independence requirements of the Corporations Act 2001.

Electronic presentation of reviewed financial report

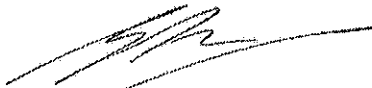
This auditor's review report relates to the financial report of Barossa Vines Landholdings Ltd for the half-year ended 31 December 2009 included on Barossa Vines Landholdings Ltd's web site. The Company's directors are responsible for the integrity of Barossa Vines Landholdings Ltd's web site. We have not been engaged to report on the integrity of Barossa Vines Landholdings Ltd's web site. The auditor's review report refers only to the statements named above. It does not provide an opinion on any other information which may have been hyperlinked to/from these statements. If users of this report are concerned with the inherent risks arising from electronic data communications, they are advised to refer to the hard copy of the reviewed financial report to confirm the information included in the reviewed financial report presented on this web site.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Barossa Vines Landholdings Ltd is not in accordance with the Corporations Act 2001, including:

- a giving a true and fair view of the Company's financial position as at 31 December 2009 and of its performance for the half-year ended on that date; and
- b complying with Accounting Standard AASB 134: Interim Financial Reporting and Corporations Regulations 2001.

GRANT THORNTON
South Australian Partnership
Chartered Accountants



S J Gray
Partner

Signed at Wayville on this 25th day of June 2010